#### LENNOX INTERNATIONAL INC

Common

Stock, par

Form 4 December 21, 2004

December 2	1, 2004											
FORM 4 ANATHER STATES SECRETARIES AND EVOLVENCE CONTROLLED								OMB APPROVAL				
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION						OMB Number:	3235-0287				
	Check this box								Expires:	January 31,		
if no longer subject to Section 16. Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  (Print or Type Responses)  1. Name and Address of Reporting Person 2 BOOTH THOMAS W  1. Name and Address of Reporting Person 3 EENNOX INTERNATIONAL INC [LII]  (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  Act of 193 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1940  1935 or Section 17(a) of the Public Utility Holding Company Act of 1940  1935 or Section 17(a) of the Public Utility Holding Company Act of 1940  1935 or Section 17(a) of the Public Utility Holding Company Act of 1940  1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Investment Company Act of 1940  1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1936 or Section 1						Estimated average burden hours per response 0.5						
obligatio may con <i>See</i> Instr	ns Section 17(	a) of the F	Public U	tility Ho	oldii	ng Cor	npan	y Act of	1935 or Section	1		
(Print or Type	Responses)											
BOOTH THOMAS W Symbol												
			[LII]						(Check all applicable)			
(Month/D				Day/Year)	Day/Year)				X_ Director 10% Owner Officer (give title below) Other (specify below)			
	(Street)		4. If Ame	endment,	Date	Origina	ıl		6. Individual or Jo	int/Group Fili	ng(Check	
RICHARDS	SON, TX 75080								Applicable Line) _X_ Form filed by C Form filed by M Person	One Reporting P	erson	
(City)	(State)	(Zip)	Tab	le I - Non	-Dei	rivative	Secu	rities Aca	uired, Disposed of	. or Beneficia	llv Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ransaction Date 2A. Deemed			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	/ А	mount	or (D)	Price	(Instr. 3 and 4)	(1115111-1)		
Common Stock, par value \$0.01 per share	12/17/2004			A <u>(1)</u>	2,	,104	A	\$ 19.365	669,722	D		
Common Stock, par value \$0.01 per share	12/17/2004			A <sup>(2)</sup>	3.	,267	A	\$ 19.365	672,989	D		

Booth

Charitable

135,452

I

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value \$0.01 per share			Trust
Common Stock, par value \$0.01 per share	37,520	I	Daughter Carolyn
Common Stock, par value \$0.01 per share	38,531	I	Daughter Kathleen
Common Stock, par value \$0.01 per share	40,062	I	Thomas Booth Trust
Common Stock, par value \$0.01 per share	1,986,906	I	Trust FBO Richard Booth
Common Stock, par value \$0.01 per share	70,343	I	Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	<b>S</b>	(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr
					(Instr. 3,				
					4, and 5)				

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Date Expiration Or Number Of Shares

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BOOTH THOMAS W 2140 LAKE PARK BOULEVARD X RICHARDSON, TX 75080

## **Signatures**

/s/ Kenneth C. Fernandez, Attorney-in-fact for Thomas W.
Booth

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Restricted Stock Award
- (2) Performance Shares

#### **Remarks:**

Attorney-in-fact pursuant to power of attorney dated April 23, 2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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