LENNOX INTERNATIONAL INC

Form 144

November 08, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION:

Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker

LENNOX INTERNATIONAL INC.

1(a) NAME OF ISSUER (Please type or print)

42-0991521

1(b) IRS IDENT. NO.

001-15149

1(c)S.E.C. FILE NO.

2140 LAKE PARK BOULEVARD RICHARDSON, TX 75080 1(d)ADDRESS OF ISSUER STREET CITY STATE ZIP CODE

972-497-5000 1 (e) TELEPHONE

DAVID L. INMAN

2(a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD

483-74-6924

2(b) IRS IDENT. NO.

VP CONTROLLER CHIEF ACCOUNTING OFFICER 2(c)RELATIONSHIP TO ISSUER

761 RIVER OAKS DRIVE FAIRVIEW TX 75069-9498 2(d)ADDRESS STREET CITY, STATE ZIP CODE

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. identification Number and the S.E.C. File Number.

3(a) Title of the Class of Securities To Be Sold

Edward D. Jones & Co.

700 Maryville Centre Drive

St. Louis, MO 63141

3(b)Name and Address of Each Broker Through whom the Securities Are To Be Offered or Each Market Maker who Is Acquiring the Securities

```
SEC USE ONLY
Broker - Dealer File Number
10,632
3(c) Number of Shares Other units To Be Sold (See instr.3(c))
$306,733
 (d) Aggregate Market Value (See instr.3(d))
62,419,542
 (e) Number of Shares or Other Units Outstanding (See instr.3(e))
11/08/05
 (f) Approximate Date of Sale (See instr.3(f))
 (g) Name of Each Securities Exchange (See instr. 3(g))
 INSTRUCTIONS:
 1(a) Name of issuer
  (b) Issuer's I.R.S. Identification Number
  (c) Issuer's S.E.C. file number, if any
  (d) Issuer's address, including zip code
  (e) Issuer's telephone number including area code
 2(a) Name of person for whose account the securities are to
     be sold
  (b) Such person's I.R.S. identification number, if such a
    person is an entity
  (c) Such person's relationship to the issuer (e.g., officer,
     director, 10% stockholder or member of immediate family of
     any of the foregoing)
  (d) Such person's address, including zip code
 3(a) Title of the class of securities to be sold
  (b) Name and address of each broker through whom the
     securities are intended to be sold
  (c) Number of shares or other units to be sold (if, debt
     securities, give the aggregate face amount)
  (d) Aggregate market value of the securities to be sold
     as of a specified date within 10 days are to be
     sold prior to the filing of this notice
  (e) Number of shares or other units of the class such
     person is an entity outstanding, or if debt
     securities the face amount thereof outstanding, as
     shown by the most recent report or statement
```

TABLE I; SECURITIES TO BE SOLD

published by the issuer

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

(f)Approximate date on which the securities are to be sold
(g)Name of each securities exchange, if any, on which

the securities are intended to be sold

COMMON

Title of the Class

03/01/95 THROUGH 03/05/02 Date you Acquired

STOCK AWARDS

Nature of Acquisition Transaction (if gift, also give date donor acquired)

LENOX INTERNATIONAL INC.

Name of Person from Whom Acquired

10,632

Amount of Securities Acquired

N/A

Date of Payment

N/A

Nature of Payment

INSTRUCTIONS:

- 1.If the securities were purchased and full payment therefor was no made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.
- 2.If within two years after the acquisition of the securities the person for whose account they are to be sold had any short positions, put or other option to dispose of securities referred to in paragraph (d)(3) of Rule 144, furnish full information with respect thereto.

TABLE II; SECURITIES SOLD DURING THE PAST 3 MONTHS Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address

of Seller

Securities
Sold

NONE

Title of Date of Amount of Gross
Securities Sale Securities Proceeds
Sold

NONE

REMARKS:

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are

required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed.

11/08/05 /s/ DAVID I INMAN

DATE OF NOTICE (SIGNATURE)

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures

ATTENTION:

Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)