

JOHNSTON TERRY L

Form 3/A

January 11, 2013

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

JOHNSTON TERRY L

(Last) (First) (Middle)

2140 LAKE PARK BLVD.

(Street)

RICHARDSON, TX 75080

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/01/2013

3. Issuer Name and Ticker or Trading Symbol

LENNOX INTERNATIONAL INC [LII]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other

(give title below) (specify below)

President and COO, Commercial

5. If Amendment, Date Original
Filed(Month/Day/Year)

01/03/2013

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person

____ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock, Par Value \$0.01 Per Share 14,024

D

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

SEC 1473 (7-02)

**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.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

Date
Exercisable

Expiration
Date

Title

Amount or
Number of

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				Shares		(I) (Instr. 5)	
Non-qualified Stock Appreciation Right	12/11/2009	12/11/2015	Common Stock, Par Value \$0.01 Per Share	2,518	\$ 28.24	D	Â
Non-qualified Stock Appreciation Right	12/10/2010	12/10/2016	Common Stock, Par Value \$0.01 Per Share	4,762	\$ 36.935	D	Â
Non-qualified Stock Appreciation Right	12/09/2011	12/09/2017	Common Stock, Par Value \$0.01 Per Share	3,883	\$ 46.78	D	Â
Non-qualified Stock Appreciation Right	12/08/2012	12/08/2018	Common Stock, Par Value \$0.01 Per Share	6,201	\$ 34.06	D	Â
Non-qualified Stock Appreciation Right	12/06/2013	12/06/2019	Common Stock, Par Value \$0.01 Per Share	6,872	\$ 51.11	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
JOHNSTON TERRY L 2140 LAKE PARK BLVD. RICHARDSON, TX 75080	Â	Â	Â President and COO, Commercial	Â	

Signatures

/s/ James K. Markey, attorney-in-fact for Mr. Terry L.
Johnston

01/11/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Â

Remarks:

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Attorney-in-fact pursuant to Power of Attorney dated December 6, 2012.

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.