

LENNOX INTERNATIONAL INC  
Form 8-K  
May 26, 2010

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 24, 2010

LENNOX INTERNATIONAL INC.  
(Exact name of registrant as specified in its charter)

|  |  |  |
|--|--|--|
| <b>Delaware</b><br>(State or other Jurisdiction of<br>Incorporation) | <b>001-15149</b><br>(Commission File Number) | <b>42-0991521</b><br>(IRS Employer Identification No.) |
|--|--|--|

|   |                            |
|---|----------------------------|
| <b>2140 Lake Park Blvd.</b><br><b>Richardson, Texas</b><br>(Address of Principal Executive Offices) | <b>75080</b><br>(Zip Code) |
|---|----------------------------|

Registrant's telephone number, including area code: **(972) 497-5000**

**Not Applicable**

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On May 26, 2010, Lennox International Inc. (the “Company”) announced that Scott J. Boxer, Executive Vice President, President and Chief Operating Officer, Service Experts, is retiring from the Company effective June 30, 2010. Michael J. Blatz has been appointed to succeed Mr. Boxer as Executive Vice President, President and Chief Operating Officer, Service Experts. A copy of the related press release is attached here as Exhibit 99.1 and is incorporated by reference into this report.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits

| <b>EXHIBIT<br/>NUMBER</b> | <b>DESCRIPTION</b>               |   |
|---------------------------|----------------------------------|---|
| 99.1                      | Press release dated May 26, 2010 | 2 |
|                           |                                  | 2 |

---

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LENNOX INTERNATIONAL INC.

Date: May 26, 2010

By: /s/ Robert L. Villaseñor

Name: Robert L. Villaseñor

Title: Director, Securities Law and Assistant Secretary

3

3