SEC Form 4	
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

		or	Section 30(h) of the	e Invest	ment	Company Act	of 1940					
1. Name and Address of Reporting Person*		suer Name and Tio NNOX INTE				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
<u>Bluedorn Todd M</u>						Х	Director	10% Owner				
(Last) (First) (Middle) 2140 LAKE PARK BLVD.		ate of Earliest Tran 20/2021	saction	(Mon	th/Day/Year)	Х	Officer (give title Other (speci below) below) Chairman and CEO					
(Street)		4. lf.	4. If Amendment, Date of Original Filed (Month/Day/Year) Line) G. Individual or Joint/Group Filing (Check Applicat Line)									
RICHARDSON TX 75080							X	Form filed by One Reporting Person				
(City) (State) (Zip)										Form filed by More Person	orting	
Table I - I	Non-Deriva	ative	Securities A	cquire	ed, D)isposed o	f, or B	enefic	ially C	Owned		
1. Title of Security (Instr. 3)	2. Transactior Date (Month/Day/Y	n (ear)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of			5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
					v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, Par Value \$0.01 Per Share	12/20/202	21		М		2,765	A	\$	0	49,814	D	
Common Stock, Par Value \$0.01 Per Share	12/20/202	21		М		630	A	\$	0	50,444	D	
Common Stock, Par Value \$0.01 Per Share	12/20/202	21		М		1,448	A	\$	0	51,892	D	
Common Stock, Par Value \$0.01 Per Share	12/20/202	21		F		570	D	\$31	1.08	51,322	D	
Common Stock, Par Value \$0.01 Per Share	12/20/202	21		F		248	D	\$31	1.08	51,074	D	
Common Stock, Par Value \$0.01 Per Share	12/20/202	21		F		1,088	D	\$31	1.08	49,986	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S ⁽¹⁾		85	D	\$ <mark>30</mark>	8.28	49,901	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		204	D	\$ <mark>310</mark> .	074 ⁽²⁾	49,697	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		356	D	\$312.	665 ⁽³⁾	49,341	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		233	D	\$ <mark>313</mark> .	. 612 ⁽⁴⁾	49,108	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		190	D	\$308.	. <mark>809</mark> (5)	48,918	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		360	D	\$ <mark>310</mark> .	075(6)	48,558	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		740	D	\$ <mark>312</mark> .	.782 ⁽⁷⁾	47,818	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		386	D	\$ <mark>313</mark> .	.483 ⁽⁸⁾	47,432	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		1	D	\$31	4.12	47,431	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		36	D	\$ <mark>3</mark> 0	8.28	47,395	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		85	D	\$ <mark>310</mark> .	071 ⁽⁹⁾	47,310	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		51	D	\$312.	064 ⁽¹⁰⁾	47,259	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		160	D	\$313.	034(11)	47,099	D	
Common Stock, Par Value \$0.01 Per Share	12/21/202	21		S		50	D	\$313.	803(12)	47,049	D	
Table	II - Derivati	ive S	Securities Acc	nuired	I. Di	sposed of	or Be	neficia		vned		

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deri Secu Acq (A) (Disp of (D	Expiration Date (Month/Day/Year) urities urities or posed D) tr. 3, 4		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- qualified Stock Appreciation Right	\$ 214.63	12/20/2021		M ⁽¹³⁾			8,921	12/07/2019 ⁽¹⁴⁾	12/07/2025	Common Stock, Par Value \$0.01 Per Share	8,921	\$0	0	D	

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deri Sec Acq (A) (Disp of (I	oosed D) tr. 3, 4	Expiration Date	Expiration Date Amount o (Month/Day/Year) Securities Underlyin Derivative		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5) Security		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares						
Non- qualified Stock Appreciation Right	\$278	12/20/2021		M ⁽¹³⁾			5,927	12/11/2021 ⁽¹⁵⁾	12/11/2027	Common Stock, Par Value \$0.01 Per Share	5,927	\$0	11,854	D			
Non- qualified Stock Appreciation Right	\$257.08	12/20/2021		M ⁽¹³⁾			8,349	12/13/2020 ⁽¹⁶⁾	12/13/2026	Common Stock, Par Value \$0.01 Per Share	8,349	\$0	8,350	D			

Explanation of Responses:

1. These sales (collectively) were effected pursuant to a Rule 10b5-1 trading plan.

2. Reflects a weighted average sale price of \$310.074 at prices ranging from \$309.70 to \$310.37 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

3. Reflects a weighted average sale price of \$312.665 at prices ranging from \$312.09 to \$313.03 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

4. Reflects a weighted average sale price of \$313.612 at prices ranging from \$313.17 to \$314.12 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

5. Reflects a weighted average sale price of \$308.809 at prices ranging from \$308.48 to \$309.18 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

6. Reflects a weighted average sale price of \$310.075 at prices ranging from \$309.70 to \$310.37 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

7. Reflects a weighted average sale price of \$312.782 at prices ranging from \$312.09 to \$313.05 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

8. Reflects a weighted average sale price of \$313.483 at prices ranging from \$313.09 to \$313.92 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

9. Reflects a weighted average sale price of \$310.071 at prices ranging from \$309.70 to \$310.37 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

10. Reflects a weighted average sale price of \$312.064 at prices ranging from \$311.48 to \$312.47 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

11. Reflects a weighted average sale price of \$313.034 at prices ranging from \$312.67 to \$313.43 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

12. Reflects a weighted average sale price of \$313.803 at pricing ranging from \$313.70 to \$314.12 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

13. This exercise was affected pursuant to a Rule 10b5-1 trading plan.

14. One third of the Stock Appreciation Rights became exercisable on 12/7/2019 and each year thereafter. The entire grant became fully exercisable on 12/7/2021.

15. One third of the Stock Appreciation Rights became exercisable on 12/11/2021 and each year thereafter. The entire grant will become fully exercisable on 12/11/2023.

16. One third of the Stock Appreciation Rights became exercisable on 12/13/2020 and each year thereafter. The entire grant will become fully exercisable on 12/13/2022.

/s/ John D. Torres, attorney-in-

<u>fact for Mr. Todd M. Bluedorn</u> <u>12/22/2021</u>

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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