FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| | OMB APPI | ROVAL | | | | | | | |
|-----|--------------------------|-----------|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | | |
| | Estimated average burden | | | | | | | | |
| - 1 | hours per response: | 0.5 | | | | | | | |

| | | | | | 01 30 | ection | 30(11) 01 11 | iie iiiv | vesimen | it Con | ipariy Act t | JI 194 | 10 | | | | | | |
|--|---|-------------------|------------------|-----------|--|--|---------------------------|--------------------------|-------------------------------------|----------|-------------------------|--------------|---------------------------|---|---|--------------------------|------------------------|---------------------------|--|
| 1. Name and Address of Reporting Person* <u>Sessa Daniel M</u> | | | | | 2. Issuer Name and Ticker or Trading Symbol LENNOX INTERNATIONAL INC [LII] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| | | | | | | | | | | | | | | Dire | | 10% (| | | |
| | | | | | \vdash | | | | | | | | | | | er (give title | | Other (specify | |
| (Last) | (1 | First) | (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) | | | | | | | | | beio | below) below) | |) | |
| 2140 T A | KE DA DK | RIVD | | | 03/1 | 03/15/2013 | | | | | | | | EVP, Chief HR Officer | | | | | |
| 2140 LAKE PARK BLVD. | | | | | | | | | | | | | | | | | | | |
| | | | | | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6 | 6. Individual or Joint/Group Filing (Check Applicable | | | | |
| (Street) | | | | | 1 | | | | | | | | | L | Line) | | | | |
| RICHAR | DSON T | 'X | 75080 | | 1 | | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| | | | | | 1 | | | | | | | | | | | | | | |
| | _ | | | | 1 | | | | | | | | | | | | | | |
| (City) | (9 | State) | (Zip) | | 1 | | | | | | | | | | | | | | |
| | | Tab | le I - Noi | n-Deriv | ative | Seci | urities A | Acqu | uired, | Dis | posed o | f, or | Ben | efici | ally Own | ed | | | |
| 1. Title of S | Security (In: | str. 3) | | 2. Transa | ection | ction 2A. Deemed | | | 3. | | 4. Securit | ies Ac | cauired | l (A) or | 5. Am | ount of | 6. Ownership 7. Nature | 7. Nature | |
| | ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | 0 , | | Date | | Execution D | | Date, Transaction Dispo: | | Disposed | d Of (D) (Instr. 3, 4 a | | | ind Securities | | Form: Direct | of Indirect | | |
| | | | | (Month/L | | | if any (Month/Day/Year | (ear) | Code (Instr. 5)) 8) | | | | | (D) or Indirect (I) (Instr. 4) | Beneficial Ownership | | | | |
| | | | | | | (| .y, . ca., | | | | | | T | Reported | | , | (Instr. 4) | | |
| | | | | | | | | Code | V | Amount | | A) or D) | Price | | action(s) 3 and 4) | | | | |
| Common Stock, Par Value \$0.01 Per Share 03/15/ | | | | /2013 | | | | F | | 2,914 | | D | \$63 | .36 | 61,753 | D | | | |
| | | T. | ا المامات | ` | 6- | | 4: ^ | | .ad D | | | - :- D | | : -: -!! | | | | | |
| | | lä | | | | | | | | | | | | | y Owned | | | | |
| | | | (| e.g., pu | its, ca | aiis, | warrant | is, o | ption | s, co | onvertib | ie se | ecuri | ties) | 4 | | | | |
| 1. Title of | 2. | 3. Transaction | 3A. Deem | | 4. Transaction Code (Instr. | | 5. Numbe | | 6. Date Exercisable and | | | 7. Title and | | | 8. Price of | | | 11. Nature | |
| Derivative Security | Conversion or Exercise | | Execution if any | | | | | | Expiration Date (Month/Day/Year) | | | | Amount of Securities | | Derivative Security | derivative Securities | Ownership Form: | of Indirect Beneficial | |
| (Instr. 3) | Price of | (Worth Dayr Tear) | (Month/Da | | 8) | | Securities | | WOIIII/D | ayrıcı | ai <i>)</i> | | Underlying | | (Instr. 5) | Beneficially | Direct (D) | Ownership | |
| | Derivative | | | | ' | | Acquired | | | | | | vative | tu 2 | | Owned | or Indirect | (Instr. 4) | |
| | Security | | | | | | (A) or Disposed | | | | | | Security (Instr. 3 and 4) | | | Following Reported | (I) (Instr. 4) | | |
| | | | | | | | of (D) | | | | | , | | | | Transaction(s) | (s) | | |
| | | | | | | | (Instr. 3, 4 and 5) | | | | | | | | | (Instr. 4) | | | |
| | | | | ⊦ | | | | + | | _ | | | Т. | | | | | 1 | |
| | | | | | | | | | | | | | Am | ount | | | | | |

Date Exercisable

Expiration

Explanation of Responses:

Remarks:

Attorney-in-fact pursuant to Power of Attorney dated December 7, 2012.

/s/ James K. Markey, attorney-03/18/2013 in-fact for Daniel M. Sessa

** Signature of Reporting Person Date

of Shares

Title

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.

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 Number.