

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 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>NORRIS JOHN W III</u> (Last) (First) (Middle) 2140 LAKE PARK BLVD. (Street) RICHARDSON TX 75080 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LENNOX INTERNATIONAL INC [LI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 11/03/2011	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, Par Value \$0.01 Per Share	11/03/2011		M		13,131	A	\$18.215	285,641	D	
Common Stock, Par Value \$0.01 Per Share	11/03/2011		S		13,131	D	\$33.144 ⁽¹⁾	272,510	D	
Common Stock, Par Value \$0.01 Per Share								12,225	I	B.w. Norris Trust
Common Stock, Par Value \$0.01 Per Share								1,000	I	Daughter, Lily
Common Stock, Par Value \$0.01 Per Share								11,301	I	L. C. Norris Trust
Common Stock, Par Value \$0.01 Per Share								2,545,105	I	Norris Family Ltd. P ⁽²⁾
Common Stock, Par Value \$0.01 Per Share								16,147	I	Son, Benjamin
Common Stock, Par Value \$0.01 Per Share								9,547	I	Son, William
Common Stock, Par Value \$0.01 Per Share								15,823	I	Spouse, Catherine ⁽²⁾
Common Stock, Par Value \$0.01 Per Share								12,225	I	W.h. Norris Trust

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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					
Non-qualified Stock Option (Right to Buy)	\$18.215	11/03/2011		M		13,131		12/10/2005 ⁽³⁾	12/10/2011	Common Stock, Par Value \$0.01 Per Share	\$0	0	D	

Explanation of Responses:

- Reflects a weighted average sale price of \$33.144, at prices ranging from \$33.12 to \$33.20 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.
- The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- One third of the option became exercisable in each of the three anniversary dates following the date of grant (12/10/2004), and became fully exercisable on 12/10/2007.

Remarks:

Attorney-in-fact pursuant to the power of attorney dated May 12, 2010.

/s/ Robert L. Villasenor,
attorney-in-fact for Mr. John W. Norris III 11/07/2011

** 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.

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.