| SEC Form 4 |  |
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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

| OMB Number:           | 3235-0287 |
|-----------------------|-----------|
| Estimated average bur | den       |
| hours per response:   | 0.5       |

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

|   |             |       | or Section So(n) of the investment company Act of 1540                                 |  |   |                       |  |  |  |
|---|-------------|-------|--|--|---|-----------------------|--|--|--|
| 1. Name and Address of Reporting Ferson |             |       | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>LENNOX INTERNATIONAL INC [ LII ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |   |                       |  |  |  |
| <u>Bluedorn Todd M</u>                  |             |       |  | X  | Director  | 10% Owner             |  |  |  |
| (Last)                                  | , , , , , , |       | 3. Date of Earliest Transaction (Month/Day/Year)<br>07/27/2020                         | X  | Officer (give title<br>below)<br>Chairman and C | Other (specify below) |  |  |  |
| 2140 LAKE PAR                           | K BLVD.     |       |  |  |   |                       |  |  |  |
| (Street)                                |             |       | 4. If Amendment, Date of Original Filed (Month/Day/Year)                               | 6. Indiv<br>Line)  | idual or Joint/Group Filing (C                  | Check Applicable      |  |  |  |
| RICHARDSON                              | TX          | 75080 |  | X  | Form filed by One Reporti                       | ng Person             |  |  |  |
| (City)                                  | (State)     | (Zip) |  |  | Form filed by More than C<br>Person             | one Reporting         |  |  |  |
|   |             |       |  |  |   |                       |  |  |  |

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

| 1. Title of Security (Instr. 3)          | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and 5) |               |                   | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|--|---|------------------------------|---|--|---------------|-------------------|---|---|---|
|  |  |   | Code                         | v | Amount   | (A) or<br>(D) | Price             | Transaction(s)<br>(Instr. 3 and 4)  |   | (1130.4)  |
| Common Stock, Par Value \$0.01 Per Share | 07/27/2020                                 |   | М                            |   | 9,192  | Α             | \$ <mark>0</mark> | 94,424  | D   |   |
| Common Stock, Par Value \$0.01 Per Share | 07/27/2020                                 |   | F                            |   | 3,617  | D             | \$265.07          | 90,807  | D   |   |
| Common Stock, Par Value \$0.01 Per Share | 07/28/2020                                 |   | S                            |   | 5,575  | D             | \$270.12          | 85,232  | D   |   |

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

|   |   |  | ( 3)  | • •                          |   | ·  |   | · • ·  |                    |  |  |   |  |  |                                       |
|---|---|--|---|------------------------------|---|--|---|--|--------------------|--|--|---|--|--|---------------------------------------|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deri<br>Sec<br>Acq<br>(A) (<br>Disp<br>of (I | umber<br>ivative<br>urities<br>uired<br>or<br>cosed<br>D) (Instr.<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | of Securities  |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A)  | (D)   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |                                       |
| Non-<br>qualified<br>Stock<br>Appreciation<br>Right | \$131.94  | 07/27/2020                                 |   | M <sup>(1)</sup>             |   |  | 18,305  | 12/11/2016 <sup>(2)</sup>                                      | 12/11/2022         | Common<br>Stock,<br>Par<br>Value<br>\$0.01<br>Per<br>Share | 18,305                                 | \$0   | 18,305   | D  |                                       |

Explanation of Responses:

1. This exercise and sale were effected pursuant to a Rule 10b5-1 trading plan.

2. One third of the Stock Appreciation Rights became exercisable on 12/11/16 and each year thereafter. The entire grant became fully exercisable on 12/11/18.

## Remarks:

Attorney-in-fact due to power of attorney dated December 6, 2017.

<u>/S/ Sarah Braley, attorney-in-</u> fact for Todd M. Bluedorn

07/29/2020

\*\* 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.