FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

<b>STATEMENT</b>	<b>OF CHANGES</b>	IN BENEFICIAL	<b>OWNERSHIP</b>

l	OMB APPRO	VAL						
	OMB Number:	3235-0287						
	Estimated average burden							
	hours per response:	0.5						

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

1. Name and Address of Reporting Person*  Bluedorn Todd M				2. Issuer Name and Ticker or Trading Symbol LENNOX INTERNATIONAL INC [ LII ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner						
(Last) (First) (Middle) 2140 LAKE PARK BLVD.					3. Date of Earliest Transaction (Month/Day/Year) 05/23/2016								X Officer (give title Other (specify below)  Chairman and CEO					
(Street) RICHARI (City)	OSON TX		5080 Zip)		4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Inc Line)							
1. Title of Security (Instr. 3)  2. Trans Date			saction				quired, Disposed of, or Benefic  3. Transaction Code (Instr. 8)  4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4)				(A) or	5. Amount of securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
					,		Code	v	Amount	(A) or (D)	Price	Reported Transaction (Instr. 3 au	d tion(s)			nstr. 4)		
Common Stock, Par Value \$0.01 Per Share 05				05/2	3/2016				М		10,215	A	\$0	221,	221,558		D	
Common Stock, Par Value \$0.01 Per Share 05/23				3/201	3/2016		М		17,969 A		\$0	239,527		]	D			
		7	able II - I								osed of, o			Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date,	4. Transaction Code (Instr. 8)		of		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 derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisal	ole	Expiration Date	Title	Amount or Number of Shares					
Non- qualified Stock Appreciation Right	\$46.78	05/23/2016			M <sup>(1)</sup>			27,106	12/09/201	.1 <sup>(2)</sup>	12/09/2017	Common Stock, Par Value \$0.01 Per Share	27,106	\$0	27,100	6	D	
Non- qualified Stock Appreciation Right	\$34.06	05/23/2016			M <sup>(1)</sup>			41,573	12/08/201	<b>2</b> <sup>(3)</sup>	12/08/2018	Common Stock, Par Value \$0.01 Per	41,573	\$0	41,57	3	D	

## **Explanation of Responses:**

- 1. This sale was effected pursuant to a Rule 10b5-1 trading plan.
- 2. One third of the Stock Appreciation Rights became exercisable on 12/9/11 and each year thereafter. The entire grant became fully exercisable on 12/9/13.
- 3. One third of the Stock Appreciation Rights became exercisable on 12/8/12 and each year thereafter. The entire grant became fully exercisable on 12/8/14.

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

/s/ John D. Torres, attorney-in-05/24/2016 fact for Mr. Todd M. Bluedorn

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.