SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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 Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
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0.5

hours per response:

		of Beealon Be(ii) of the investment Bomparty Ale of 1040						
1. Name and Address of Report	ting Person [*]	2. Issuer Name and Ticker or Trading Symbol LENNOX INTERNATIONAL INC [LII]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Kusel Clilis</u>		t	Director 10% Owner					
(Last) (First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X below) below)					
2140 LAKE PARK BLVI	()	12/15/2017	VP-Corp Controller and CAO					
(Street)		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
RICHARDSON TX	75080		X Form filed by One Reporting Person					
(City) (State)	(Zip)	-	Form filed by More than One Reporting Person					

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	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	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock, Par Value \$0.01 Per Share	12/15/2017		S ⁽¹⁾		435	D	\$203.03	810	D	
Common Stock, Par Value \$0.01 Per Share	12/15/2017		M ⁽²⁾		809	A	\$92.64	1,619	D	
Common Stock, Par Value \$0.01 Per Share	12/15/2017		F		490	D	\$203.03	1,129	D	
Common Stock, Par Value \$0.01 Per Share	12/18/2017		S ⁽¹⁾		319	D	\$206.2	810	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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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	\$92.64	12/15/2017		M ⁽²⁾			809	12/12/2015 ⁽³⁾	12/12/2021	Common Stock, Par Value \$0.01 Per Share	809	\$0	0	D	

Explanation of Responses:

1. This sale was effected pursuant to a Rule 10b5-1 trading plan.

2. This exercise was effected pursuant to a Rule 10b5-1 trading plan.

3. One third of the Stock Appreciation Rights will become exercisable on 12/8/2018 and each year thereafter. The entire grant will become fully exercisable on 12/8/2020.

Remarks:

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

12/19/2017

** Signature of Reporting Person

Date

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

 \ast 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.