

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

<b>1. Name and Address of Reporting Person*</b> <u>Moon David W</u> (Last) (First) (Middle) 2140 LAKE PARK BLVD (Street) RICHARDSON TX 75080 (City) (State) (Zip)			<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>LENNOX INTERNATIONAL INC [ LI ]</u>			<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP, President & COO of WWR		
			<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 12/09/2016			<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
			<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>					

**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	12/09/2016		A		2,218	A	\$0	107,586	D	
Common Stock, Par Value \$0.01 Per Share	12/09/2016		M		15,027	A	\$36.935	122,613	D	
Common Stock, Par Value \$0.01 Per Share	12/09/2016		D		8,352	D	\$157.36	114,261	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)	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 Appreciation Right	\$157.36	12/09/2016		A		9,544		12/09/2017 <sup>(1)</sup>	12/09/2023	Common Stock, Par Value \$0.01 Per Share	9,544	9,544	D	
Non-qualified Stock Appreciation Right	\$36.935	12/09/2016		M		15,027		12/10/2010 <sup>(2)</sup>	12/10/2016	Common Stock, Par Value \$0.01 Per Share	15,027	0	D	

**Explanation of Responses:**

- One third of the Stock Appreciation Rights will become exercisable on 12/9/17 and each year thereafter. The entire grant will become fully exercisable on 12/9/19.
- One third of the Stock Appreciation Rights became exercisable on 12/10/2010 and each year thereafter. The entire grant became fully exercisable on 12/10/2012.

**Remarks:**

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

/s/ James K. Markey, attorney-  
in-fact for David W. Moon 12/12/2016

\*\* 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.

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