

NORRIS JOHN W III  
 Form 4  
 November 08, 2018

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 NORRIS JOHN W III

2. Issuer Name and Ticker or Trading Symbol  
 LENNOX INTERNATIONAL INC [LII]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 2140 LAKE PARK BLVD.  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/07/2018

Director  10% Owner  
 Officer (give title below)  Other (specify below)

RICHARDSON, TX 75080  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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 Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |   |                             |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|---|-----------------------------|
|  |                                      |  |                                | (A) or (D)  | Price   |  |   |   |                             |
|  |                                      |  |                                | Code  | V   | Amount   |   |   |                             |
| Common Stock, Par Value \$0.01 Per Share | 11/07/2018                           |  | S                              | 1,300   | D   | \$ 215.8375  | 82,354  | D |                             |
| Common Stock, Par Value \$0.01 Per Share | 11/07/2018                           |  | S                              | 100   | D   | \$ 215.94  | 82,254  | D |                             |
| Common Stock,                            |                                      |  |                                |   |   |  | 28,372  | I | B.W. Norris Revocable Trust |

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|  |         |   |                                       |
|--|---------|---|---------------------------------------|
| Par Value<br>\$0.01 Per<br>Share                     |         |   | (1)                                   |
| Common<br>Stock,<br>Par Value<br>\$0.01 Per<br>Share | 16,838  | I | Catherine<br>Houlihan-spouse<br>(1)   |
| Common<br>Stock,<br>Par Value<br>\$0.01 Per<br>Share | 11,301  | I | L. C. Norris<br>Trust (1)             |
| Common<br>Stock,<br>Par Value<br>\$0.01 Per<br>Share | 1,000   | I | Lily (1)                              |
| Common<br>Stock,<br>Par Value<br>\$0.01 Per<br>Share | 183,259 | I | GRAT (1)                              |
| Common<br>Stock,<br>Par Value<br>\$0.01 Per<br>Share | 321,750 | I | John W. Norris,<br>Jr. Trust A (1)    |
| Common<br>Stock,<br>Par Value<br>\$0.01 Per<br>Share | 1,560   | I | Norris-Newman<br>Minors Trust (1)     |
| Common<br>Stock,<br>Par Value<br>\$0.01 Per<br>Share | 21,992  | I | W.H. Norris<br>Revocable Trust<br>(1) |

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

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SEC 1474  
(9-02)

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

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| 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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| NORRIS JOHN W III<br>2140 LAKE PARK BLVD.<br>RICHARDSON, TX 75080 |               | X         |         |       |

## Signatures

/s/ Sarah Braley, attorney-in-fact for Mr. John W. Norris III 11/08/2018

\*\*Signature of Reporting Person
Date

## Explanation of Responses:

- \* 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).
- (1) 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.

### Remarks:

Attorney-in-fact pursuant to power of attorney dated December 8, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.