

LENNOX INTERNATIONAL INC

Form 4

June 05, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
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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 III2. Issuer Name **and** Ticker or Trading  
Symbol  
LENNOX INTERNATIONAL INC  
[LIH]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)  
06/04/2013☒ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|

|                                                      |            |  |                  | (A)<br>or<br>(D) | Price |             |         |
|------------------------------------------------------|------------|--|------------------|------------------|-------|-------------|---------|
| Common<br>Stock, Par<br>Value<br>\$0.01 Per<br>Share | 06/04/2013 |  | S <sup>(1)</sup> | 1,500            | D     | \$<br>63.48 | 272,416 |

|                                                      |  |  |  |  |  |  |        |   |                                   |
|------------------------------------------------------|--|--|--|--|--|--|--------|---|-----------------------------------|
| Common<br>Stock, Par<br>Value<br>\$0.01 Per<br>Share |  |  |  |  |  |  | 16,147 | I | B.W. Norris<br>Revocable<br>Trust |
|------------------------------------------------------|--|--|--|--|--|--|--------|---|-----------------------------------|

|                      |  |  |  |  |  |  |        |   |                       |
|----------------------|--|--|--|--|--|--|--------|---|-----------------------|
| Common<br>Stock, Par |  |  |  |  |  |  | 15,823 | I | Spouse <sup>(2)</sup> |
|----------------------|--|--|--|--|--|--|--------|---|-----------------------|

Value  
\$0.01 Per  
Share

Common  
Stock, Par  
Value  
\$0.01 Per  
Share

12,225 I

B.w. Norris  
Trust

Common  
Stock, Par  
Value  
\$0.01 Per  
Share

11,301 I

L. C. Norris  
Trust

Common  
Stock, Par  
Value  
\$0.01 Per  
Share

2,545,105 I

Norris  
Family Ltd.  
P <sup>(2)</sup>

Common  
Stock, Par  
Value  
\$0.01 Per  
Share

12,225 I

W.h. Norris  
Trust

Common  
Stock, Par  
Value  
\$0.01 Per  
Share

1,000 I

Daughter

Common  
Stock, Par  
Value  
\$0.01 Per  
Share

9,547 I

Son

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

**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 control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of Derivative<br>Securities<br>Beneficially<br>Owned |
|-----------------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------|
|-----------------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------|

# Edgar Filing: LENNOX INTERNATIONAL INC - Form 4

Security

Acquired  
(A) or  
Disposed  
of (D)  
(Instr. 3,  
4, and 5)

Follo  
Repo  
Trans  
(Instr

| Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|

## 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/ James K. Markey, attorney-in-fact for Mr. John W.  
Norris III

06/05/2013

\_\_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) This sale was effected pursuant to a Rule 10b5-1 trading plan.
- (2) 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 the power of attorney dated May 12, 2010.

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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