SEC Form 4

Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OMB APPROVAL

12		
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person (Check all applicable) LENNOX INTERNATIONAL INC [LII] Sessa Daniel M Director 10% Owner Officer (give title Other (specify Х 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Middle) (Last) (First) 03/15/2023 EVP, Chief HR Officer 2140 LAKE PARK BLVD 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) Line) RICHARDSON TX 75080 X Form filed by One Reporting Person Form filed by More than One Reporting Person (City) (State) (Zip)

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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock, Par Value \$0.01 Per Share	03/15/2023		A		2,713	A	\$240.73	46,969	D	
Common Stock, Par Value \$0.01 Per Share	03/15/2023		F		661	D	\$240.73	46,308	D	
Common Stock, Par Value \$0.01 Per Share	03/16/2023		S ⁽¹⁾		200	D	\$240.9875 ⁽²⁾	46,108	D	
Common Stock, Par Value \$0.01 Per Share	03/16/2023		s		57	D	\$242.21	46,051	D	
Common Stock, Par Value \$0.01 Per Share	03/16/2023		s		209	D	\$243.5859 ⁽³⁾	45,842	D	
Common Stock, Par Value \$0.01 Per Share	03/16/2023		s		443	D	\$245.6949 ⁽⁴⁾	45,399	D	
Common Stock, Par Value \$0.01 Per Share	03/16/2023		s		543	D	\$246.7868 ⁽⁵⁾	44,856	D	
Common Stock, Par Value \$0.01 Per Share	03/16/2023		s		600	D	\$247.7125 ⁽⁶⁾	44,256	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. Transa Code (8)		5. Number 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 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				

Explanation of Responses:

1. These sales (collectively) were effected pursuant to a Rule 10b5-1 trading plan.

2. Reflects a weighted average sale price of \$240.9875 at prices ranging from \$240.910 to \$241.065 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price

3. Reflects a weighted average sale price of \$243.5859 at prices ranging from \$243.2775 to \$244.070 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

4. Reflects a weighted average sale price of \$245.6948 at prices ranging from \$245.200 to \$246.080 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price

5. Reflects a weighted average sale price of \$246.7868 at prices ranging from \$246.310 to \$247.2725 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price

6. Reflects a weighted average sale price of \$247.7125 at prices ranging from \$247.350 to \$248.105 per share. The Reporting Person will provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

> /s/ John D. Torres, attorney-in-03/17/2023 fact for Daniel M. Sessa

** 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.

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.