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LENNOX INTERNATIONAL INC

Form 4

February 08, 2002

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- [] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.
- 1. Name and Address of Reporting Person(s)

Stinson, Terry Dean

5400 Miramar Lane

Colleyville, TX 76034

- 2. Issuer Name and Ticker or Trading Symbol Lennox International Inc. (LII)
- 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
- 4. Statement for Month/Year 1/02
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - [X] Director [] 10% Owner
 - [] Officer (give title below) [] Other (specify below)
 - Director
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - [X] 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	2)Trans- action Date (Month/ Day/Year)	action action Date Code (Month/		ties A sed of A or D	5) Amount of Securities Beneficially Owned at End of Month		
Common Stock, par value	1/2/02	A(1) V	891	А	\$9.8150	13,404	D

1

Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1 through 6)

Security or Property Den	2)Conversion or Exercise Price of	3)Trans- action Date	4)Trans- action Code	5) Number of Deri Securities Acqui or Disposed of (red (A)
	Derivative Security		Code V	A	D

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Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1,3 and 7 through 11)

1)Title of Derivative Security	2)Conversion or Exercise	3)Trans- action	4)Trans- action	5) Number of Der Securities Acqu	
	Price of	Date	Code	or Disposed of	(D)
	Derivative		C - d - 77	7	D
	Security		Code V	A	D

SIGNATURE OF REPORTING PERSON /S/ By: Carl E. Edwards, Jr. For: Terry Dean Stinson DATE 2/5/02