

Edgar Filing: LENNOX INTERNATIONAL INC - Form 4

LENNOX INTERNATIONAL INC
Form 4
October 25, 2002

OMB APPROVAL

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549
FORM 4
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box if no longer subject to Section 16. Form 4 or Form 5
obligations may continue. See Instruction 1(b).

(Print of Type Responses)

1. Name and Address of Reporting Person*

Anderson, David H.

(Last) (First) (Middle)

2140 Lake Park Blvd.

(Street)

Richardson, Texas 75080-2254

(City) (State) (Zip)

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/Day/Year

10/24/02

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

7. Individual or Joint/Group Filing (Check Applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans- action Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8) ----- Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- Amount (D) Price	5. Amount Securi Benefi Owned Follow Report Transa (Instr Instr.
Common Stock, par value \$0.01 per share					66,
Common Stock, par value \$0.01 per share	10/24/02		G V	214,731 D	3,348,
Common Stock, par value \$0.01 per share					89,
Common Stock, par value \$0.01 per share					199,
Common Stock, par value \$0.01 per share					203,

FORM 4 (continued)

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

2. Conver- sion or Exer- cise Price	3.	3A. Deemed Execut-	4. Trans- action	5. Number of Derivative Securities Acquired (A) or Disposed	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) -----
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1.	of	Trans-	ion	Code	of(D)	(Month/Day/Year)		Amount
Title of	Deriv-	action	Date if	(Instr.	(Instr. 3,	-----		or
Derivative	ative	Date	any	8)	4 and 5)	Date	Expira-	Number
Security	Secur-	(mm/dd/	(mm/dd/	-----	-----	Exer-	tion	of
(Instr. 3)	ity	yy)	yy)	Code V	(A) (D)	cisable	Date	Title
								Shares

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Explanation of Responses:

SIGNATURE OF REPORTING PERSON
 /S/ By: Carl E. Edwards, Jr.
 For: David H. Anderson
 DATE 10/25/02

- * 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, use the back of this form. If the back of this form is also insufficient, use a separate sheet of paper.
 procedure.