LENNOX INTERNATIONAL INC Form 4 September 06, 2002

OMB APPROVAL

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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

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

1.	Name and Address of Reporting Person* Norris, Jr., John W.	2.	Issuer Name and Ticker or Trading Symbol Lennox International Inc. (LII)	3.	I.R.S. Identification Person, if an entity (	Number of Reporting (voluntary)
	(Last) (First) (Middle)					
		4.	Statement for Month/Day/Year	5.	If Amendment, Date (Month/Day/Year)	e of Original
	2140 Lake Park Blvd.	_	September 5, 2002			
	(Street)					
		6.	Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.	Individual or Joint/ (Check Applicable Li	
	Richardson, Texas 75080-2254	_	X Director O 10% Owner		X	Form Filed by One Reporting Person
	(City) (State) (Zip)		Officer (give title below)		o	Form Filed by More
			O Other (specify below)			than One Reporting Person

* If the form is filed by more than one reporting person, <i>see</i> instruction 4(b)(v).	

Transaction 2 Date (Month/Day/Year)	cution Date,	3. Transaction 4. Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				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			
09/05/02		P	1,250.00	A	\$15.9600		D	
09/05/02		G (1)	1,250.00	D	\$15.9600	0.00	D	
								JWNorris
						321,750.00	I	Tr A
								v
						663,135.00	I	Megan Norris Tr
						2 643 376 00	ī	Norris Family Ltd P
						-,0.0,0.000		
						321,750.00	I	RWNorris Tr A
								Wife
	Date (Month/Day/Year)  09/05/02	Date (Month/Day/Year)  if any (Month/Day/Year)  09/05/02	Date (Month/Day/Year)  if any (Month/Day/Year)  Code (Instr. 8)  Code V	Date (Month/Day/Year) if any (Month/Day/Year) (Month/Day/Year)  Code V Amount  09/05/02 P 1,250.00	Date (Month/Day/Year) if any (Month/Day/Year) (Month/Day/Year)  Code V  Amount (A) or Amount (D)	Date (Month/Day/Year)  if any (Month/Day/Year)  Code (Instr. 8)  Code (Instr. 3, 4 and 5)  Code V  Amount  Amount  (A) or Amount (D) Price	Date   Cution Date,   If any   (Month/Day/Year)   (Instr. 8)   (Instr. 3, 4 and 5)   Unities Beneficially   Owned Following Reported Transaction(s)   (Instr. 3 and 4)	Date   Code   Disposed of (I)   Owner Following   Direct (D) or   Reported Trans-   Code (Instr. 8)   (Instr. 3, 4 and 5)   Code (Instr. 3)   A and 5   Code (Instr. 4)

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Title of Derivative Security (Instr. 3)	2. Conversion or Exercise 3. Price of Derivative Security	Transaction Date (Month/Day/Year)	3A. Deemed Execution 4. Date, if any (Month/Day/Year)	Transaction 5. Code (Instr. 8)		(A) or Disp	re Securities posed of (D)
				Code V	(A)	<b>(D)</b>	
			3				

	(e.g., puts	s, calls, warra	ants, options, convertible secu	ırities)	
6. Date Exercisable a 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 Securit Beneficially Owned Following Reported Transaction(s) (Instr. 4)		11. Nature of Indirect Beneficial Ownership (Instr. 4)
Date Expira Exercisable Dat					
Explanation of Res	ponses:				
1) Gift to grandson, o the power of attor		a minor. Share	es deposited with his father, Jet	ffrey C. Norris, as custodiar	n. Attorney-in-fact
	/s/ Carl E. Edwa	ds, Jr.	9-05-02		
	**Signature of Ro	eporting	Date		

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.

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