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LENNOX INTERNATIONAL INC

Form 4

January 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)

Anderson, David H.

2140 Lake Park Blvd.

Richardson, Texas 75080-2254

- 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 12/01
- 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)
- 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)	3.Trans- action Code	4.Securi or Dispo		cquired(A) (D) Price	5) Amount of Securities Beneficially Owned at End of Month	6. Fc (I Ir
Common Stock, par value \$0.01 per share Common Stock, par value \$0.01 per share	12/31/01	S	3,086	D	\$9.6600	66,825 3,561,663 89,930 199,881 203,935	I I I I

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

1) Title of Derivative	2)Conversion	3)Trans-	4)Trans-	5) Number of Derivative
Security	or Exercise	action	action	Securities Acquired (A)
	Price of	Date	Code	or Disposed of (D)

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Derivative

Security	Code V A	D

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

3)Trans-	7) Title and Amount		8)Price	9)Numb
action	of Underlying		of Deri-	Deriva
Date	Securities		vative	Securi
		Amount or	Security	Benefi
		Number of		Owned
	Title	Shares		End of
	action	Date Securities	action of Underlying Date Securities Amount or Number of	action of Underlying of Deri- Date Securities vative Amount or Security Number of

SIGNATURE OF REPORTING PERSON /S/ By: Carl E. Edwards, Jr. For: David H. Anderson DATE 1/7/02