| LENNOX INTERNATIONAL INC  |
|---|
| Form 4  |
| November 09, 2001   |
| 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)                                    |
| Norris, III, John W   |
| 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   |
| 10/01   |
| 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  |

- Individual or Joint/Group Filing (Check [X] Form filed by One Reporting Person
- [ ] Form filed by More than One Reporting Person

| Table I | Non-Derivative Securitie | s Acquired, | Disposed of, | or Beneficially Owned |
|---------|--------------------------|-------------|--------------|-----------------------|
|         |                          | 1           | -            | -                     |

| 1)Title of Security                         | action<br>Date<br>(Month/ | action<br>Code | or Dispo | sed of<br>A<br>or | (D)    | Securities<br>Beneficially | Fo<br>(D<br>In |
|---|---------------------------|----------------|----------|-------------------|--------|----------------------------|----------------|
|   | , icar)                   |                |          | ں<br>             |        | ·                          | ± )<br>        |
| Common Stock, par value<br>\$0.01 per share | 10/12/01                  | A(1) V         | 180      | A                 | \$9.28 |                            | Di             |
| Common Stock, par value<br>\$0.01 per share |                           |                |          |                   |        | 2,882                      | In             |
| Common Stock, par value<br>\$0.01 per share |                           |                |          |                   |        | 990                        | In             |
| Common Stock, par value<br>\$0.01 per share |                           |                |          |                   |        | 1,958                      | In             |
| Common Stock, par value<br>\$0.01 per share |                           |                |          |                   |        | 2,621,406                  | In             |
| Common Stock, par value<br>\$0.01 per share |                           |                |          |                   |        | 16,132                     | In             |
| Common Stock, par value<br>\$0.01 per share |                           |                |          |                   |        | 9,537                      | In             |
| Common Stock, par value<br>\$0.01 per share |                           |                |          |                   |        | 16,807                     | In             |
| Common Stock, par value<br>\$0.01 per share |                           |                |          |                   |        | 2,882                      | In             |

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| Table II (PART 1) Derivative      | Securities Acqui  | red, Disposed o            | of, or Bene                          | ficially Owned  | (Columns 1 |
|-----------------------------------|---|----------------------------|--------------------------------------|---|------------|
| 1)Title of Derivative<br>Security | 2)Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3)Trans-<br>action<br>Date | 4)Trans-<br>action<br>Code<br>Code V | 5)Number of De<br>Securities Acq<br>or Disposed of<br>A | uired (A)  |
|                                   |   |                            |                                      |   |            |

| Table II (PART 2) Der:            | ivative Securities         | Acquired, Disposed                                | of, or Bene          | eficially Owned               | (Columns 1                 |
|-----------------------------------|----------------------------|---|----------------------|-------------------------------|----------------------------|
| 1)Title of Derivative<br>Security | 3)Trans-<br>action<br>Date | 7)Title and Amount<br>of Underlying<br>Securities |                      | 8)Price<br>of Deri-<br>vative | 9)Numb<br>Deriva<br>Securi |
|                                   |                            |   | Amount o<br>Number o | 4                             | Benefi<br>Owned            |
|                                   |                            | Title   | Shares               |                               | End of                     |

SIGNATURE OF REPORTING PERSON
/S/ By: Carl E. Edwards, Jr.
For: John W. Norris, III
DATE 11/8/01