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SCHJERVEN ROBERT E

Form 4

December 16, 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.
- Name and Address of Reporting Person(s) Schjerven, Robert E.
 812 Woodhaven Rd.

Highland Village, TX 75067

- 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 12/12/02
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

[X] Director [] 10% Owner

[X] Officer (give title below) [] Other (specify below)

Chief Executive Officer

and 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 A	Acquired,	Disposed	of, c	r Beneficially	Owned
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1) Title of Security	action Date (Month/	2A. Demmed Execution Date, if any (M/D/Y)	action Code	4.Securit or Dispos	_	5) Amount of Securities Beneficiall Owned at End of Mont
Common Stock, par value \$.01 per share	12/12/02		A(1)	70 , 800	А	 527 , 266

1

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

1)Title of Derivative	2)Conver	3)Trans-	3A	4)Trans-	5)Number of Derivative
	sion or	action	Demmed	action	Securities Acquired (A)
	Exercise	Date	Execut-	Code	or Disposed of (D)
	Price of	Month/	ion		
	Deri-	Dav/	Date,		

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Vative Security

Security

(Month/Day/Year)
Code V A D

Non-Qualified Stock \$13.5750 12/12/02 A 230,974
Option (right to buy)

Table II (PART 2) Derivativ	e Securiti	es Acquired, Disposed o	of, or Benef	icially Owne	ed (Columns 1
1)Title of Derivative Security	3)Trans- action Date	action of Underlying		8)Price of Deri- vative Security	9) Number of Derivative Securities Beneficially Owned at
		Title	Shares		End of Month
Non-Qualified Stock Option (right to buy)	12/12/02	Common Stock, par value \$0.01 per share	230,974		230,974

SIGNATURE OF REPORTING PERSON /S/ By: Carl E. Edwards, Jr. For: Robert E. Schjerven DATE 12/16/02