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HENRY CL

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)

Henry, C. L. (Jerry)

2140 Lake Park Blvd.

Richardson, Texas 75080-2254

- 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
 - [] 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/	3.Trans- action Code	ction or Dispose ode		D)	5) Amount of Securities Beneficially Owned at	6. Fo (D In
Common Stock, par value \$0.01 per share	Day/Year) 10/12/01	Code V A(1) V	Amount 		Price \$9.28	End of Month 	(I D

1

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

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

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

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

SIGNATURE OF REPORTING PERSON /S/ By: Carl E. Edwards, Jr. For: C. L. Henry
DATE 11/8/01