

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)
Major, John E.
2140 Lake Park Blvd.
Richardson, TX 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 Code V	4. Securities Acquired (A) or Disposed of (D) A or D Price			5) Amount of Securities Beneficially Owned at End of Month	6. Ownership Form: Direct (D) or Indirect (I)	7) Nature of Indirect Beneficial Ownership
----------------------	---	---------------------------------------	--	--	--	--	---	---

Common Stock, par value
\$0.01 per share

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 Derivative Security	3) Trans- action Date	4) Trans- action Code		5) Number of Derivative Securities Acquired (A) or Disposed of (D)	6) Date Exercisable and Expiration Date	
			Code	V A	D	Date Exercisable	Expiration Date
Non-Qualified Stock Option (right to buy)	\$7.5300	12/20/01	G(1)	V	12,000	12/09/94	12/09/04
Non-Qualified Stock Option (right to buy)	\$7.5300	12/20/01	G(1)	V	12,000	12/09/94	12/09/04
Non-Qualified Stock Option (right to buy)	\$7.5300	12/20/01	G(1)	V	12,000	12/09/94	12/09/04
Non-Qualified Stock Option (right to buy)	\$7.5300	12/20/01	G(1)	V	12,000	12/09/94	12/09/04

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

1) Title of Derivative Security	3) Trans- action Date	7) Title and Amount of Underlying Securities		8) Price of Deri- vative Security	9) Number of Derivative Securities Beneficially Owned at End of Month	10) Ownership Form of Derivative Security: or Direct (D) or Indirect (I)	11) Nature of Indirect Beneficial Ownership
		Title		Amount or Number of Shares			
Non-Qualified Stock Option (right to buy)	12/20/01	Common Stock, par value \$0.01 per share		12,000		D	
Non-Qualified Stock Option (right to buy)	12/20/01	Common Stock, par value \$0.01 per share		12,000	43,320	D	
Non-Qualified Stock Option (right to buy)	12/20/01	Common Stock, par value \$0.01 per share		12,000	12,000	I	Daughter, Barbara Major
Non-Qualified Stock Option (right to buy)	12/20/01	Common Stock, par value \$0.01 per share		12,000	12,000	I	Son, John R. Major

Explanation of Responses:

(1) Gift to minor child who shares the reporting person's household using a Black-Scholes valuation of \$1.6606/share in order to qualify as a gift under the \$10,000 IRS gift limitation per parent per child.

- Attorney-in-fact pursuant to the power of attorney dated 7/9/99.

SIGNATURE OF REPORTING PERSON
/S/ By: Carl E. Edwards, Jr.

For: John E. Major

DATE 01/07/02