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| <p><b>FORM 4</b></p> <p><input type="checkbox"/> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p> | <p><b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b><br/>Washington, D.C. 20549</p> <p><b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b></p> <p>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940</p> | <p>OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287<br/>Expires: January 31, 2005<br/>Estimated average burden hours per response: . . . . 0.5</p> |
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| <p>1. Name and Address of Reporting Person*<br/><b>Booth, Thomas W.</b></p> <p>(Last) (First) (Middle)<br/><b>2140 Lake Park Boulevard</b></p> <p>(Street)<br/><b>Richardson, TX 75080</b></p> <p>(City) (State) (Zip)</p> | <p>2. Issuer Name and Ticker or Trading Symbol<br/><b>Lennox International Inc. LII</b></p> | <p>4. Statement for (Month/Day/Year)<br/><b>04/11/2003</b></p> | <p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br/><input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)</p> <p>Description</p> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person<br/><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
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| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                                      |                                                    |                                |   |                                                                    |     |           |                                                                                               |                                                          |                                                       |
|----------------------------------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|---|--------------------------------------------------------------------|-----|-----------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| 1. Title of Security (Instr. 3)                                                  | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4, and 5) |     |           | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|                                                                                  |                                      |                                                    | Code                           | V | Amount                                                             | A/D | Price     |                                                                                               |                                                          |                                                       |
| Common Stock, par value \$0.01 per share                                         |                                      |                                                    |                                |   |                                                                    |     | \$        | 659,669.00                                                                                    | D (1)                                                    |                                                       |
| Common Stock, par value \$0.01 per share                                         | 03/27/2003                           |                                                    | G                              | V | 1000.00                                                            | D   | \$14.2700 | 140,932.00                                                                                    | I (2)                                                    | Booth Charitable Trust                                |
| Common Stock, par value \$0.01 per share                                         |                                      |                                                    |                                |   |                                                                    |     | \$        | 37,520.00                                                                                     | I                                                        | Daughter Carolyn Booth                                |
| Common Stock, par value \$0.01 per share                                         |                                      |                                                    |                                |   |                                                                    |     | \$        | 38,531.00                                                                                     | I                                                        | Daughter Kathleen Booth                               |
| Common Stock, par value \$0.01 per share                                         |                                      |                                                    |                                |   |                                                                    |     | \$        | 40,062.00                                                                                     | I                                                        | Thomas Booth Trust                                    |
| Common Stock, par value \$0.01 per share                                         |                                      |                                                    |                                |   |                                                                    |     | \$        | 2,007,956.00                                                                                  | I (3)                                                    | Trust FBO Richard Booth                               |
| Common Stock, par value \$0.01 per share                                         |                                      |                                                    |                                |   |                                                                    |     | \$        | 70,343.00                                                                                     | I                                                        | By Spouse                                             |

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |                                                        |                                      |                                                    |                               |   |                                                                                        |   |                                                                  |    |                                                               |                            |                                           |                                                                                                   |                                                                                   |                                                       |
|----------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|-------------------------------|---|----------------------------------------------------------------------------------------|---|------------------------------------------------------------------|----|---------------------------------------------------------------|----------------------------|-------------------------------------------|---------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|-------------------------------------------------------|
| 1. Title of Derivative Security (Instr. 3)                                                                                                   | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr.8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |   | 6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year) |    | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr.5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr.4) | 10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr.4) | 11. Nature of Indirect Beneficial Ownership (Instr.4) |
|                                                                                                                                              |                                                        |                                      |                                                    | Code                          | V | A                                                                                      | D | DE                                                               | ED | Title                                                         | Amount or Number of Shares |                                           |                                                                                                   |                                                                                   |                                                       |

**Explanation of Responses:**

(1) 1,588 restricted shares previously reported vested on 12/31/02 and released on 3/28/03 with the closing price as of 12/31/02. 942 shares were retained and 646 shares were allotted for taxes on the release date.

(2) The reporting person has only a remainder interest in the trust and disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

(3) The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

By:

/s/ Carl E. Edwards, Jr.

Attorney-in-fact for Thomas W. Booth

\*\* Signature of Reporting Person

Date:

04/11/2003

SEC 1474 (9-02)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.