UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 4 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| [|] Check t | this bo | x if r | o longer | subject | to | Section | 16. | Form | 4 | or | Form | 5 |
|---|-----------|---------|--------|----------|---------|----|---------|-----|------|---|----|------|---|
| | oblinatio | ne may | conti | nue | | | | | | | | | |

1. Name and Address of Reporting Person(s)

Anderson, David H. 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
 [] 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.Securit or Dispos | | cquired(A) (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 Common Stock, par value \$0.01 per share | 10/12/01 | A(1) V | 438 | А | \$9.28 | 66,825 3,655,631 87,780 199,881 159,753 | I I I | Betty Oakes Trust D. H. Anderson Trust Daughter Kristin K. H. Anderson Trust Linda L. Anderson Trust |

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 | 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 |
|-----------------------------------|-------------------------------------------------------|----------------------------|----------------------------|-------------------------------------------------------------------------|-------------------------------------------|
| | Security | | Code V | A D | Date Exercisable Expiration Date |

Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially

Owned (Columns 1,3 and 7 through 11)

| , | Trans- 7)Title and Amount tion of Underlying te Securities | Amount or Number of Shares | 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 |
|---|------------------------------------------------------------------|----------------------------------|-------------------------------------------|-------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-----------------------------------------------------|
|---|------------------------------------------------------------------|----------------------------------|-------------------------------------------|-------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-----------------------------------------------------|

Explanation of Responses:

(1) Directors' Quarterly Stock Compensation

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

SIGNATURE OF REPORTING PERSON /S/ By: Carl E. Edwards, Jr. For: David H. Anderson DATE 11/8/01