

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)
 Ashenhurst, Harry J.
 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
 3/01
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Chief Administration Officer
7. Individual or Joint/Group Filing (Check Applicable Line)
 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)) Amount | 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 | 3/5/01 | F V | 2,175 | D \$7.9375 | 152,905 | Direct | |

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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 Month/Day/Year | 4) Trans- action Code Code V | 5) Number of Derivative Securities Acquired (A) or Disposed of (D) A D | 6) Date Exercisable and Expiration Date Date Exercisable Expiration Date |
|------------------------------------|--|---|---|--|--|
|------------------------------------|--|---|---|--|--|

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 Title 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: Direct (D) or Indirect (I) | 11) Nature of Indirect Beneficial Ownership |
|------------------------------------|-----------------------------|---|--|--|---|--|
|------------------------------------|-----------------------------|---|--|--|---|--|

Explanation of Responses:

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

SIGNATURE OF REPORTING PERSON
 /S/ By: Carl E. Edwards, Jr.
 For: Harry J. Ashenhurst
 DATE 04/05/01