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

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) 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

04/01

- 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)
  - Director
- 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

| 2)Trans-        | 3.Trans-                      | 4.Securities Acquired(A)                         |  |  | 5)Amount of<br>Securities   | 6. Ownership  | 7)Nature of<br>Indirect  |
|-----------------|-------------------------------|--|--|--|---|---|--|
| Date<br>(Month/ | Code                          | 0. <b>2</b> 10p00                                | A<br>or  | (2)  | Beneficially<br>Owned at  | (D) or<br>Indirect  | Beneficial<br>Ownership  |
| Day/Year)       | Code V                        | Amount   | D  | Price  | End of Month  | (I)   | ·<br>  |
|                 |                               |  |  |  |   |   |  |
|                 |                               |  |  |  | 66,825  | I   | Betty Oakes Trust  |
| 04/02/01        | A(1) V                        | 391  | Α  | \$10.40  | 3,654,808   | I   | D. H. Anderson Trust   |
|                 |                               |  |  |  | 87,780  | I   | Daughter Kristin   |
|                 |                               |  |  |  | 199,881   | I   | K. H. Anderson Trust   |
|                 |                               |  |  |  | 159,753   | I   | Linda L. Anderson Trust  |
|                 | action Date (Month/ Day/Year) | action action Date Code (Month/ Day/Year) Code V | action action or Dispos<br>Date Code<br>(Month/<br>Day/Year) Code V Amount | action action or Disposed of<br>Date Code A<br>(Month/ or<br>Day/Year) Code V Amount D | action action or Disposed of (D) Date Code A (Month/ or Day/Year) Code V Amount D Price | action action or Disposed of (D) Securities Date Code A Beneficially (Month/ or Owned at Day/Year) Code V Amount D Price End of Month  66,825  04/02/01 A(1) V 391 A \$10.40 3,654,808  87,780  199,881 | action action or Disposed of (D) Securities Form: Direct Date Code A Beneficially (D) or Owned at Indirect Day/Year) Code V Amount D Price End of Month (I)  66,825 I  04/02/01 A(1) V 391 A \$10.40 3,654,808 I  87,780 I 199,881 I |

Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially

Owned (Columns 1 through 6)

| 1)Title of Derivative<br>Security | Derivative 2)Conversion 3)Trans-<br>or Exercise action<br>Price of Date<br>Derivative |  | 4)Trans-<br>action<br>Code | 5)Number of Derivative<br>Securities Acquired (A)<br>or Disposed of (D) | 6)Date Exercisable and<br>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)

3)Trans- 7)Title and Amount action of Underlying 8)Price 1)Title of Derivative 9)Number of 10)Ownership 11)Nature of of Deri-Derivative Security Form of Indirect Derivative Beneficial Date Securities vative Securities Beneficially Amount or Security Security: or Ownership Number of Owned at Direct (D) or Title Shares End of Month Indirect (I)

Explanation of Responses:

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 05/07/01