

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)
Schwartz, Michael G.
2140 Lake Park Blvd.
Richardson, TX 75080
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
7/02
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)
 President North American
 Distributed Products
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)			5) Amount of Securities Beneficially Owned at End of Month	6) Owner- ship Form: Direct (D) or Indirect (I)	7) Nature of Indirect Beneficial Ownership
			Amount	A or D	Price			
Common Stock, par value \$0.01 per share	04/05/00	L(1) V	5	A	\$ 8.9750		D	
Common Stock, par value \$0.01 per share	06/09/00	L(1) V	3	A	\$12.6875		D	
Common Stock, par value \$0.01 per share	09/11/00	L(1) V	17	A	\$12.4491		D	
Common Stock, par value \$0.01 per share	01/08/01	L(1) V	25	A	\$ 8.4375		D	
Common Stock, par value \$0.01 per share	04/09/01	L(1) V	21	A	\$10.0200		D	
Common Stock, par value \$0.01 per share	06/08/01	L(1) V	22	A	\$ 9.9709		D	
Common Stock, par value \$0.01 per share	09/10/01	L(1) V	22	A	\$ 9.8500		D	
Common Stock, par value \$0.01 per share	01/07/02	L(1) V	32	A	\$10.1390		D	
Common Stock, par value \$0.01 per share	04/08/02	L(1) V	23	A	\$13.8550		D	
Common Stock, par value \$0.01 per share	06/07/02	L(1) V	19	A	\$16.8600		D	
Common Stock, par value \$0.01 per share	07/18/02	A(2) V	15,500	A		161,832	D	

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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	4) Trans- action Code		5) Number of Derivative Securities Acquired (A) or Disposed of (D)	6) Date Exercisable and Expiration Date	
			Code V	A		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	8) Price of Deri- vative Security		9) Number of Derivative Securities Beneficially Owned at End of Month	10) Owner- ship Form: Derivative Security: Direct (D) or Indirect (I)	11) Nature of Indirect Beneficial Ownership
			Amount or Number of Shares				

Explanation of Responses:

- (1) Acquisition made through broker-administered dividend arrangement from cash dividends paid on ESPP shares.
- (2) Restricted Stock Award.
 - Attorney-in-fact pursuant to the power of attorney dated 7/9/99.

SIGNATURE OF REPORTING PERSON

/S/ By: Carl E. Edwards, Jr.

For: Michael G. Schwartz

DATE 8/8/02