

Edgar Filing: ROTH WILLIAM G - Form 4

ROTH WILLIAM G  
 Form 4  
 December 17, 2002

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

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)  
 Roth, William G.  
 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  
 12/13/02
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)  
 Director
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)	2A. Deemed Execution Date, if any (Month/ Day/Year)	3. Trans- action Code  Code V	4. Securities Acquired(A) or Disposed of (D)  A or Amount D Price	5) Amount of Securities Beneficially Owned Following Reported Transaction(s)
----------------------	---------------------------------------------------------	-----------------------------------------------------------------------	-------------------------------------------	----------------------------------------------------------------------------------	------------------------------------------------------------------------------------------------

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)	3A. Deemed Execution Date, if any (Month/ Day/Year)	4) Trans- action Code  Code V	5) Number of Derivative Securities Acquired (A) or Disposed of (D)  A D
------------------------------------	--------------------------------------------------------------------	---------------------------------------------------------	-----------------------------------------------------------------------	-------------------------------------------	----------------------------------------------------------------------------------------

Edgar Filing: ROTH WILLIAM G - Form 4

-----  
 Non-Qualified Stock            \$13.3750            12/13/02            A            12,483  
 Option (right to buy)

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) Transaction Date	3A Deemed Execution Date, if any (Month/Day/Year)	7) Title and Amount of Underlying Securities	8) Price of Derivative Security	9) Number of Derivative Securities Beneficially Owned Following Reported Transaction
Non-Qualified Stock Option (right to buy)	12/13/02		Common stock, par value \$0.01 per share	12,483	12,483

SIGNATURE OF REPORTING PERSON  
 /S/ By: Carl E. Edwards, Jr.  
 For: William G. Roth  
 DATE 12/17/02

- \* 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, use additional sheets. See instructions for filing procedure.