

Edgar Filing: BROWN DAVID V - Form 4

BROWN DAVID V
 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)
 Brown, David V.
 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)
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/ Date/Year | 3. Trans- action Code Code V | 4. Securities Acquired (A) or Disposed of (D) A or Amount D Price | 5) Amount Securiti Benefici Owned at Followin Reported Transact |
|----------------------|---|---|---------------------------------------|---|---|
|----------------------|---|---|---------------------------------------|---|---|

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

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 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: David V. Brown
 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.