VIE RICHARD CARL

Form 4

December 18, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

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obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * VIE RICHARD CARL			2. Issuer Name and Ticker or Trading Symbol UNITRIN INC [UTR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
ONE EAST W	VACKER I	DRIVE	(Month/Day/Year) 12/14/2006	_X_ Director 10% Owner _X_ Officer (give title Other (specify below) Chairman		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
CHICAGO, IL 60601			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	le I - Non-	Derivative S	Securit	ies Acqui	red, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities or Dispose (Instr. 3, 4	d of (I and 5) (A) or	0)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/14/2006		Code V M	Amount 4,146	(D)	Price \$ 45.33	594,108 (2)	D	
Common Stock	12/14/2006		M	18,835	A	\$ 45.33	612,943 (2)	D	
Common Stock	12/14/2006		M	15,685	A	\$ 45.33	628,628 (2)	D	
Common Stock	12/14/2006		M	726	A	\$ 45.33	629,354 (2)	D	
Common Stock	12/14/2006		M	39,198	A	\$ 45.33	668,552 (2)	D	

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Common Stock	12/14/2006	M	41,925	A	\$ 45.33	710,477 (2)	D
Common Stock	12/14/2006	F	112,611 (1)	D	\$ 50.83	597,866 (2)	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secur (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	An or Nu of S
Employee Stock Options (3)	\$ 45.33	12/14/2006		M		4,146	08/08/2005	05/14/2007	Common Stock	4,
Employee Stock Options (3)	\$ 45.33	12/14/2006		M		18,835	08/08/2005	05/13/2008	Common Stock	18
Employee Stock Options (3)	\$ 50.83	12/14/2006		A	17,599		06/14/2007	05/13/2008	Common Stock	17
Employee Stock Options (3)	\$ 45.33	12/14/2006		M		15,685	08/08/2005	05/13/2008	Common Stock	15
Employee Stock Options (3)	\$ 50.83	12/14/2006		A	14,656		06/14/2007	05/13/2008	Common Stock	14
Employee Stock Options (3)	\$ 45.33	12/14/2006		M		726	08/08/2005	05/02/2011	Common Stock	7
Employee Stock Options (3)	\$ 50.83	12/14/2006		A	677		06/14/2007	05/02/2011	Common Stock	e
Employee Stock	\$ 45.33	12/14/2006		M		39,198	08/08/2005	05/02/2011	Common Stock	39

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(Options (3)									
,	Employee Stock Options (3)	\$ 50.83	12/14/2006	A	36,629		06/14/2007	05/02/2011	Common Stock	36
,	Employee Stock Options (3)	\$ 45.33	12/14/2006	M	41	1,925	08/08/2005	05/02/2011	Common Stock	41
,	Employee Stock Options (3)	\$ 50.83	12/14/2006	A	39,177		06/14/2007	05/02/2011	Common Stock	39

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
VIE RICHARD CARL ONE EAST WACKER DRIVE CHICAGO, IL 60601	X		Chairman					

Signatures

Richard C. Vie 12/15/2006

**Signature of Person

**Bate

Date

Explanation of Responses:

- * 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).
- (1) This reflects shares withheld or surrendered, either actually or constructively, to the Issuer in payment of the exercise price and/or taxes due in connection with the exercise of options disclosed in Table II.
- Included in these shares are 15,834 shares held in a trust, the trustee of which is reporting person's wife. The reporting person disclaims

 (2) beneficial ownership of these shares, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such shares for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.
- (3) Rights to buy.
- (4) Following the last transaction reported in this table, the reporting person holds a total of 1,398,926 options under the Unitrin, Inc. stock option plans.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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