UNITRIN INC Form 4 July 05, 2007

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

Common

Common

Stock

Stock

07/03/2007

07/03/2007

(Print or Type Responses)

			Symbol	2. Issuer Name and Ticker or Trading Symbol UNITRIN INC [UTR]				5. Relationship of Reporting Person(s) to Issuer			
								(Check all applicable)			
(Month			(Month/D	3. Date of Earliest Transaction Month/Day/Year) 07/03/2007				DirectorX Officer (give below)		Owner er (specify	
				nendment, Date Original Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Executi any	emed on Date, if /Day/Year)	3. Transacti Code (Instr. 8)	4. Securion(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	07/03/2007			M	554	A	\$ 47	33,776.14 <u>(2)</u>	D		
Common Stock	07/03/2007			M	1,942	A	\$ 47	35,718.14 <u>(2)</u>	D		
Common Stock	07/03/2007			M	993	A	\$ 47	36,711.14 <u>(2)</u>	D		

3,593

\$ 47

M

M

40,304.14 (2) D

42,080.14 (2) D

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Common Stock 07/03/2007 F $\frac{8,279}{(1)}$ D $\frac{\$}{50.87}$ 33,801.14 $\frac{(2)}{2}$ 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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
Employee Stock Options (3)	\$ 47	07/03/2007		M		554	05/27/2005	05/02/2011	Common Stock	554
Employee Stock Options (3)	\$ 50.87	07/03/2007		A	523		01/03/2008	05/02/2011	Common Stock	523
Employee Stock Options (3)	\$ 47	07/03/2007		M		1,942	05/27/2005	05/02/2011	Common Stock	1,94
Employee Stock Options (3)	\$ 50.87	07/03/2007		A	1,837		01/03/2008	05/02/2011	Common Stock	1,83
Employee Stock Options (3)	\$ 47	07/03/2007		M		993	05/27/2005	05/03/2010	Common Stock	993
Employee Stock Options (3)	\$ 50.87	07/03/2007		A	939		01/03/2008	05/03/2010	Common Stock	939
Employee Stock Options (3)	\$ 47	07/03/2007		M		3,593	05/27/2005	05/02/2011	Common Stock	3,59
Employee Stock Options (3)	\$ 50.87	07/03/2007		A	3,399		01/03/2008	05/02/2011	Common Stock	3,39

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Employee Stock Options (3)	\$ 42.98	07/03/2007	M		1,776	02/15/2007	02/05/2013	Common Stock	1,77
Employee Stock Options (3)	\$ 50.87	07/03/2007	A	1,581		01/03/2008	02/05/2013	Common Stock	1,58

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KONAR EDWARD JAMES

ONE EAST WACKER DRIVE Vice President

CHICAGO, IL 60601

Signatures

Scott Renwick, Attorney-in-Fact 07/05/2007

**Signature of Reporting Person 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.
- (2) Included in the total are 4,734.14 shares held in Issuer's 401(k) Plan.
- (3) Rights to buy.
- (4) Reporting person holds a total of 71,972 options under 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.

Reporting Owners 3