if no lo subject Section Form 4 Form 5 obligat may co	2011 M 4 UNITER this box onger to 16. to 5 Filed pu	MENT OI Irsuant to S	W F CHA Section Public	ashingto NGES I SECU 16(a) of Utility H	on, D.C. 2 N BENE JRITIES the Secur	FICI	AL OWI Exchange ny Act of	OMMISSION NERSHIP OF e Act of 1934, 1935 or Section 0	OMB Number: Expires: Estimated burden ho response.	ours per		
(Print or Type	e Responses)											
1. Name and UNITRIN	Address of Reportin	g Person <u>*</u>	Symbol		nd Ticker (or Trac	ling	5. Relationship of Issuer	Reporting Pe	erson(s) to		
(Last)	(First)	(Middle)			Transactio	n		(Chec	k all applicab	le)		
ONE EAS	T WACKER DR	IVE,	(Month 03/28/	/Day/Year /2011)			Director Officer (give below)		e) % Owner er (specify ng(Check rson eporting lly Owned		
					Date Origin	nal		6. Individual or Joint/Group Filing(Check				
Filed CHICAGO, IL 60601				Ionth/Day/Y	ear)			Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Та	ble I - Noi	n-Derivativ	e Seci	urities Acq	uired, Disposed of	, or Benefici	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	Code (Instr. 8)	4. Securit or Dispos (Instr. 3, 4)	ed of (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	03/28/2011			S	24,801	D	\$ 10.5003	10,033,139	I	By Trinity Universal Insurance Company, a wholly-owned subsidiary		
Common Stock	03/29/2011			S	40,000	D	\$ 10.5062 (2)	9,993,139	I	By Trinity Universal Insurance Company, a wholly-owned subsidiary		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities	5		(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	751 1	or		
						Exercisable	Date	Title	Number		
				<u> </u>					of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
UNITRIN INC ONE EAST WACKER DRIVE CHICAGO, IL 60601		Х				
TRINITY UNIVERSAL INSURANCE CO 12790 MERIT DRIVE SUITE 400 DALLAS, TX 75250		Х				
• •••••••••••••••••••••••••••••••••••						

Signatures

Scott Renwick, Senior Vice President, Unitrin, Inc. & Asst. Secretary, Trinity Universal Insurance Company

**Signature of Reporting Person

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).

This is the weighted average sale price per share for the transactions executed on 03/28/2011. These sales were executed in multiple lots
(1) at prices ranging from \$10.50 through \$10.51 per share. The reporting person undertakes to provide full information regarding the number of shares sold at each separate price upon request by the Commission staff, the issuer or a security holder of the issuer.

(2)

03/30/2011

Date

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This is the weighted average sale price per share for the transactions executed on 03/29/2011. These sales were executed in multiple lots at prices ranging from \$10.50 through \$10.545 per share. The reporting person undertakes to provide full information regarding the number of shares sold at each separate price upon request by the Commission staff, the issuer or a security holder of the issuer.

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.