

UNITRIN INC
Form 4
July 05, 2007

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KONAR EDWARD JAMES

(Last) (First) (Middle)
ONE EAST WACKER DRIVE

(Street)

CHICAGO, IL 60601

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
UNITRIN INC [UTR]

3. Date of Earliest Transaction
(Month/Day/Year)
07/03/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice President

6. 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/03/2007		M		554 A \$ 47	33,776.14 ⁽²⁾	D
Common Stock	07/03/2007		M		1,942 A \$ 47	35,718.14 ⁽²⁾	D
Common Stock	07/03/2007		M		993 A \$ 47	36,711.14 ⁽²⁾	D
Common Stock	07/03/2007		M		3,593 A \$ 47	40,304.14 ⁽²⁾	D
Common Stock	07/03/2007		M		1,776 A \$ 42.98	42,080.14 ⁽²⁾	D

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Common Stock 07/03/2007 F 8,279 (1) D \$ 50.87 33,801.14 (2) D

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

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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. Transaction Code (Instr. 8)	5. Number of 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 Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	
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	1,942
Employee Stock Options (3)	\$ 50.87	07/03/2007		A			1,837	01/03/2008	05/02/2011	Common Stock	1,837
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	3,593
Employee Stock Options (3)	\$ 50.87	07/03/2007		A			3,399	01/03/2008	05/02/2011	Common Stock	3,399

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 CHICAGO, IL 60601			Vice President	

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.
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