**UNITRIN INC** Form 4

February 10, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

**OMB APPROVAL** 

3235-0287

Expires:

January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

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(b).

1. Name and Address of Reporting Person \* ANNABLE JAMES EDWARD

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First)

(Street)

UNITRIN INC [UTR]

(Check all applicable)

1214 N. ASTOR

(Last)

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

\_X\_\_ Director 10% Owner Officer (give title Other (specify below)

02/08/2005

(Middle)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

CHICAGO, IL 60610

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secu	rities Acquii	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)	3. Transactic Code (Instr. 8)	4. Securit corr Dispos (Instr. 3,	ed of	` ′	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/08/2005		Code V M	Amount 4,000	(D)	Price \$ 29.9548	(Instr. 3 and 4) 24,000	D	
Common Stock	02/08/2005		M	4,000	A	\$ 34.5544	28,000	D	
Common Stock	02/08/2005		M	4,000	A	\$ 25.33	32,000	D	
Common Stock	02/08/2005		M	298	A	\$ 29.9548	32,298	D	
Common Stock	02/08/2005		M	4,000	A	\$ 22.4515	36,298	D	
	02/08/2005		M	298	A		36,596	D	

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Common Stock					\$ 22.4515			
Common Stock	02/08/2005	F	10,251	D	\$ 45.33	26,345	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. Transactic Code (Instr. 8)	5. Number of conderivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and 4
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Employee Director Stock Options (1)	\$ 29.9548	02/08/2005		M		4,000	05/03/2001	05/03/2010	Common Stock
Non-Employee Director Stock Options (1)	\$ 45.33	02/08/2005		A	2,643		08/08/2005	05/03/2010	Common Stock
Non-Employee Director Stock Options (1)	\$ 34.5544	02/08/2005		M		4,000	05/02/2002	05/02/2011	Common Stock
Non-Employee Director Stock Options (1)	\$ 45.33	02/08/2005		A	3,049		08/08/2005	05/02/2011	Common Stock
Non-Employee Director Stock Options (1)	\$ 25.33	02/08/2005		M		4,000	05/07/2004	05/07/2013	Common Stock
Non-Employee Director Stock Options (1)	\$ 45.33	02/08/2005		A	2,235		08/08/2005	05/07/2013	Common Stock
Non-Employee Director Stock Options (1)	\$ 29.9548	02/08/2005		M		298	11/13/2001	05/03/2010	Common Stock

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Non-Employee Director Stock Options (1)	\$ 45.33	02/08/2005	A	196		08/08/2005	05/03/2010	Common Stock
Non-Employee Director Stock Options (1)	\$ 22.4515	02/08/2005	M	4,0	000	08/02/1996	08/02/2005	Common Stock
Stock Options (3)	\$ 22.4515	02/08/2005	M	29	98	11/13/2001	08/02/2005	Common Stock

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

ANNABLE JAMES EDWARD
1214 N. ASTOR X
CHICAGO, IL 60610

# **Signatures**

Scott Renwick, Attorney-in-Fact 02/10/2005

\*\*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) Rights to buy under Unitrin, Inc. 1995 Non-Employee Director Stock Option Plan.
- (2) Reporting person holds a total of 31,825 options under the 1995 Plan and 1,192 options under the 1997 Stock Option Plan.
- (3) Rights to buy under Unitrin, Inc. 1997 Stock Option Plan.

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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