

UNITRIN INC
Form 4
September 25, 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 *
BENGSTON DAVID FREDERICK

(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)
09/21/2007

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	09/21/2007		M	3,842 A \$ 48.93	24,359	D	
Common Stock	09/21/2007		M	3,684 A \$ 48.93	28,043	D	
Common Stock	09/21/2007		M	2,335 A \$ 48.93	30,378	D	
Common Stock	09/21/2007		M	2,289 A \$ 48.93	32,667	D	
Common Stock	09/21/2007		M	1,250 A \$ 44.37	33,917	D	

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Common Stock	09/21/2007	M	1,250	A	\$ 43.1	35,167	D
Common Stock	09/21/2007	F	<u>14,283</u> (1)	D	\$ 49.75	20,884	D

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

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(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. 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 Security (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Options ⁽²⁾	\$ 48.93	09/21/2007		M		3,842	05/17/2007 05/01/2012	Common Stock	3,842
Employee Stock Options ⁽²⁾	\$ 49.75	09/21/2007		A		3,794	03/21/2008 05/01/2012	Common Stock	3,794
Employee Stock Options ⁽²⁾	\$ 48.93	09/21/2007		M		3,684	05/17/2007 05/03/2010	Common Stock	3,684
Employee Stock Options ⁽²⁾	\$ 49.75	09/21/2007		A		3,636	03/21/2008 05/03/2010	Common Stock	3,636
Employee Stock Options ⁽²⁾	\$ 48.93	09/21/2007		M		2,335	05/17/2007 02/03/2014	Common Stock	2,335
Employee Stock Options ⁽²⁾	\$ 49.75	09/21/2007		A		2,307	03/21/2008 02/03/2014	Common Stock	2,307
Employee Stock Options ⁽²⁾	\$ 48.93	09/21/2007		M		2,289	05/17/2007 02/03/2015	Common Stock	2,289

