

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
Common Stock	09/21/2007		M		3,684	A	\$ 48.93
Common Stock	09/21/2007		M		2,335	A	\$ 48.93
Common Stock	09/21/2007		M		2,289	A	\$ 48.93
Common Stock	09/21/2007		M		1,250	A	\$ 44.37

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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 <sup>(2)</sup>	\$ 48.93	09/21/2007		M		3,842		05/17/2007	05/01/2012	Common Stock	3,842
Employee Stock Options <sup>(2)</sup>	\$ 49.75	09/21/2007		A		3,794		03/21/2008	05/01/2012	Common Stock	3,794
Employee Stock Options <sup>(2)</sup>	\$ 48.93	09/21/2007		M		3,684		05/17/2007	05/03/2010	Common Stock	3,684
Employee Stock Options <sup>(2)</sup>	\$ 49.75	09/21/2007		A		3,636		03/21/2008	05/03/2010	Common Stock	3,636
Employee Stock Options <sup>(2)</sup>	\$ 48.93	09/21/2007		M		2,335		05/17/2007	02/03/2014	Common Stock	2,335
Employee Stock Options <sup>(2)</sup>	\$ 49.75	09/21/2007		A		2,307		03/21/2008	02/03/2014	Common Stock	2,307
Employee Stock Options <sup>(2)</sup>	\$ 48.93	09/21/2007		M		2,289		05/17/2007	02/03/2015	Common Stock	2,289

