

UNITRIN INC
Form 4
June 13, 2007

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BOSCHELLI JOHN MICHAEL

(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)

06/11/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Vice President and Treasurer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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)
Common Stock	06/11/2007		M	110 A \$ 43.1	22,612.1333 (2)	D	
Common Stock	06/11/2007		M	913 A \$ 43.85	23,525.1333 (2)	D	
Common Stock	06/11/2007		M	3,957 A \$ 44.37	27,482.1333 (2)	D	
Common Stock	06/11/2007		F	4,682 (1) D \$ 48.31	22,800.1333 (2)	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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options ⁽³⁾	\$ 43.1	06/11/2007		M			110	08/01/2006	02/01/2015	Common Stock	110
Employee Stock Options ⁽³⁾	\$ 48.31	06/11/2007		A		101		12/11/2007	02/01/2015	Common Stock	101
Employee Stock Options ⁽³⁾	\$ 43.85	06/11/2007		M			913	08/09/2004	05/03/2010	Common Stock	913
Employee Stock Options ⁽³⁾	\$ 48.31	06/11/2007		A		852		12/11/2007	05/03/2010	Common Stock	852
Employee Stock Options ⁽³⁾	\$ 44.37	06/11/2007		M			3,957	08/03/2006	02/03/2014	Common Stock	3,957
Employee Stock Options ⁽³⁾	\$ 48.31	06/11/2007		A		3,729		12/11/2007	02/03/2014	Common Stock	3,729

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BOSCHELLI JOHN MICHAEL ONE EAST WACKER DRIVE CHICAGO, IL 60601	Vice President and Treasurer

Signatures

John M.
Boschelli

06/12/2007

 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) This includes 485.1330 shares held in Issuer's 401(k) plan and 10,000 shares of restricted stock subject to forfeiture and other restrictions until vesting on 9/1/2010.
- (3) Rights to buy.
- (4) Following the last transaction reported in this table, the reporting person holds a total of 73,645 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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