

UNITRIN INC  
Form 4  
September 02, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(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)  
09/01/2005

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)  
Treasurer

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                    | 09/01/2005                           |  | M                              | 2,500 A \$ 25.37  | 8,485.1204 (1)  | D  |   |
| Common Stock                    | 09/01/2005                           |  | F                              | 1,702 D \$ 46.36  | 6,783.1204 (1)  | D  |   |
| Common Stock                    | 09/01/2005                           |  | M                              | 4,037 A \$ 33.7354  | 10,820.1204 (1)   | D  |   |
| Common Stock                    | 09/01/2005                           |  | F                              | 3,260 D \$ 46.36  | 7,560.1204 (1)  | D  |   |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Appreciation Right <sup>(2)</sup> <sup>(3)</sup> | \$ 25.37   | 09/01/2005                           |  | M                              | 2,500   | 08/05/2005 02/05/2013                                    | Common Stock  |
| Employee Stock Options <sup>(3)</sup>                  | \$ 33.7354   | 09/01/2005                           |  | M                              | 4,037   | 11/13/2001 05/13/2008                                    | Common Stock  |
| Employee Stock Options <sup>(3)</sup>                  | \$ 46.36   | 09/01/2005                           |  | A                              | 3,260   | 03/01/2006 05/13/2008                                    | Common Stock  |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |           |       |
|--|---------------|-----------|-----------|-------|
|  | Director      | 10% Owner | Officer   | Other |
| BOSCHELLI JOHN MICHAEL<br>ONE EAST WACKER DRIVE<br>CHICAGO, IL 60601 |               |           | Treasurer |       |

## Signatures

John M.  
Boschelli 09/02/2005

\*\*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) Included in the total are 454,1204 shares held in Issuer's 401(k) Plan.

## Edgar Filing: UNITRIN INC - Form 4

- (2) Stock appreciation right ("SAR") was granted in tandem with employee stock option. Exercise of the SAR results in termination of the tandem option.
- (3) Rights to buy.
- (4) Reporting person holds a total of 58,854 options under the Unitrin, Inc. 1990, 1997 and 2002 Stock Option Plans, including 22,613 which have tandem SARs.

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.