

DRAUT ERIC JOHN  
Form 4  
August 26, 2005

**FORM 4**

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

OMB APPROVAL

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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 \*  
DRAUT ERIC JOHN

(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)  
08/24/2005

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)  
Executive Vice President & CFO

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 Ownership (Instr. 4)
			Code	V	Amount or Price (A) or (D)		
Common Stock	08/24/2005		M		9,845 A \$ 25.37	72,430	D
Common Stock	08/24/2005		M		2,378 A \$ 36.9	74,808	D
Common Stock	08/24/2005		M		11,249 A \$ 37.82	86,057	D
Common Stock	08/24/2005		M		9,807 A \$ 38.76	95,864	D
Common Stock	08/24/2005		M		575 A \$ 38.95	96,439	D

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Common Stock 08/24/2005 F 28,260 D \$ 47.31 68,179 D

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

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**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 Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Options <sup>(1)</sup>	\$ 25.37	08/24/2005		M	9,845	08/05/2005 02/05/2013	Common Stock	9,845
Employee Stock Options <sup>(1)</sup>	\$ 47.31	08/24/2005		A	7,080	02/24/2006 02/05/2013	Common Stock	7,080
Employee Stock Options <sup>(1)</sup>	\$ 36.9	08/24/2005		M	1,895	05/03/2004 05/03/2010	Common Stock	1,895
Employee Stock Options <sup>(1)</sup>	\$ 47.31	08/24/2005		A	1,642	02/24/2006 05/03/2010	Common Stock	1,642
Employee Stock Options <sup>(1)</sup>	\$ 36.9	08/24/2005		M	483	05/03/2004 05/03/2010	Common Stock	483
Employee Stock Options <sup>(1)</sup>	\$ 47.31	08/24/2005		A	417	02/24/2006 05/03/2010	Common Stock	417
Employee Stock Options <sup>(1)</sup>	\$ 37.82	08/24/2005		M	9,836	12/04/2002 05/05/2009	Common Stock	9,836
Employee Stock Options <sup>(1)</sup>	\$ 47.31	08/24/2005		A	8,640	02/24/2006 05/05/2009	Common Stock	8,640

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Employee Stock Options <sup>(1)</sup>	\$ 37.82	08/24/2005	M	1,413	12/04/2002	05/05/2009	Common Stock	1,413
Employee Stock Options <sup>(1)</sup>	\$ 47.31	08/24/2005	A	1,240	02/24/2006	05/05/2009	Common Stock	1,240
Employee Stock Options <sup>(1)</sup>	\$ 38.76	08/24/2005	M	837	06/03/2002	05/05/2009	Common Stock	837
Employee Stock Options <sup>(1)</sup>	\$ 47.31	08/24/2005	A	744	02/24/2006	05/05/2009	Common Stock	744
Employee Stock Options <sup>(1)</sup>	\$ 38.76	08/24/2005	M	414	06/03/2002	05/03/2010	Common Stock	414
Employee Stock Options <sup>(1)</sup>	\$ 47.31	08/24/2005	A	368	02/24/2006	05/03/2010	Common Stock	368
Employee Stock Options <sup>(1)</sup>	\$ 38.76	08/24/2005	M	5,568	06/03/2002	05/03/2010	Common Stock	5,568
Employee Stock Options <sup>(1)</sup>	\$ 47.31	08/24/2005	A	4,957	02/24/2006	05/03/2010	Common Stock	4,957
Employee Stock Options <sup>(1)</sup>	\$ 38.76	08/24/2005	M	2,358	06/03/2002	05/03/2010	Common Stock	2,358
Employee Stock Options <sup>(1)</sup>	\$ 47.31	08/24/2005	A	2,099	02/24/2006	05/03/2010	Common Stock	2,099
Employee Stock Options <sup>(1)</sup>	\$ 38.76	08/24/2005	M	630	06/03/2002	05/03/2010	Common Stock	630
Employee Stock Options <sup>(1)</sup>	\$ 47.31	08/24/2005	A	560	02/24/2006	05/03/2010	Common Stock	560
Employee Stock Options <sup>(1)</sup>	\$ 38.95	08/24/2005	M	575	06/06/2002	05/05/2009	Common Stock	575
Employee Stock Options <sup>(1)</sup>	\$ 47.31	08/24/2005	A	513	02/24/2006	05/05/2009	Common Stock	513

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DRAUT ERIC JOHN ONE EAST WACKER DRIVE CHICAGO, IL 60601	X		Executive Vice President & CFO	

## Signatures

Eric J. Draut                      08/25/2005

\_\_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.

(2) Reporting person holds a total of 343,714 options under the Unitrin, Inc. 1990, 1997 and 2002 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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