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UNITRIN INC
Form 13F-HR
November 02, 2007

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2007

Check here if Amendment []; Amendment Number:
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: UNITRIN, INC.
Address: One East Wacker Drive, 10th Floor
Chicago, IL 60601

13F File Number: 28-02715

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Richard Roeske
Title: Vice President
Phone: 312-661-4600

Signature, Place, and Date of Signing:

/s/ Richard Roeske Chicago, IL November 02, 2007

Report Type (Check only one.):

[X] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1
Form13F Information Table Entry Total: 119
Form13F Information Table Value Total: \$1,314,287 (thousands)
List of Other Included Managers:

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Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional managers with respect to which this report is filed, other than the manager filing this report.

No.	13F File Number	Name
01	28-00121	TRINITY UNIVERSAL INSURANCE COMPANY

FORM 13F INFORMATION TABLE								
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
ABBOTT LABS	COM	002824100	3753	70000	SH		OTHER	01
ALPHARMA INC	CL A	020813101	3037	142200	SH		OTHER	01
ALTRIA GROUP INC	COM	02209S103	15644	225000	SH		OTHER	01
AMERICAN EXPRESS CO	COM	025816109	3426	57700	SH		OTHER	01
AMERICAN INTL GROUP INC	COM	026874107	2943	43500	SH		OTHER	01
AMERIPRISE FINL INC	COM	03076C106	966	15300	SH		OTHER	01
AMERIPRISE FINL INC	COM	03076C106	1580	25040	SH		OTHER	01
ANHEUSER BUSCH COS INC	COM	035229103	2599	52000	SH		OTHER	01
APPLE INC	COM	037833100	2302	15000	SH		OTHER	01
AUTOMATIC DATA PROCESSING IN	COM	053015103	2297	50000	SH		OTHER	01
AVALONBAY CMNTYS INC	COM	053484101	1889	16000	SH		OTHER	01
BAKER HUGHES INC	COM	057224107	48655	538400	SH		DEFINED	01
BANK OF AMERICA CORPORATION	COM	060505104	4273	85000	SH		OTHER	01
BEARINGPOINT INC	COM	074002106	2526	623800	SH		OTHER	01
BIO RAD LABS INC	CL A	090572207	1376	15200	SH		OTHER	01
BLACK & DECKER CORP	COM	091797100	1208	14500	SH		OTHER	01
BOSTON PROPERTIES INC	COM	101121101	2452	23600	SH		OTHER	01
BP PLC	SPONSORED ADR	055622104	2427	35000	SH		OTHER	01
BRUNSWICK CORP	COM	117043109	1090	47700	SH		OTHER	01
CAMDEN PPTY TR	SH BEN INT	133131102	1831	28500	SH		OTHER	01
CATERPILLAR INC DEL	COM	149123101	3529	45000	SH		OTHER	01
CHEVRON CORP NEW	COM	166764100	8841	94480	SH		OTHER	01
CITIGROUP INC	COM	172967101	7341	157300	SH		OTHER	01
COCA COLA CO	COM	191216100	7327	127500	SH		OTHER	01
CONOCOPHILLIPS	COM	20825C104	8163	93000	SH		OTHER	01
CONSECO INC	COM NEW	208464883	3618	226100	SH		OTHER	01
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	1961	47100	SH		OTHER	01
DISCOVERY HOLDING CO	CL A COM	25468Y107	7192	249300	SH		OTHER	01
DONNELLEY R R & SONS CO	COM	257867101	2208	60400	SH		OTHER	01
DOUGLAS EMMETT INC	COM	25960P109	2097	84800	SH		OTHER	01
ELECTRONICS FOR IMAGING INC	COM	286082102	1214	45200	SH		OTHER	01
EMERSON ELEC CO	COM	291011104	3662	68800	SH		OTHER	01
ESSEX PPTY TR INC	COM	297178105	2069	17600	SH		OTHER	01
EXPEDIA INC DEL	COM	30212P105	2707	84900	SH		OTHER	01
EXXON MOBIL CORP	COM	30231G102	21789	235400	SH		OTHER	01
FOOT LOCKER INC	COM	344849104	2571	167700	SH		OTHER	01
FORD MTR CO DEL	COM PAR \$0.01	345370860	388	45717	SH		DEFINED	
FORTUNE BRANDS INC	COM	349631101	1842	22600	SH		OTHER	01
GENERAL ELECTRIC CO	COM	369604103	1987	48000	SH		DEFINED	01
GENERAL ELECTRIC CO	COM	369604103	9315	225000	SH		OTHER	01
GOLDMAN SACHS GROUP INC	COM	38141G104	1084	5000	SH		SOLE	
GRAINGER W W INC	COM	384802104	1268	13900	SH		OTHER	01
HALLIBURTON CO	COM	406216101	2880	75000	SH		OTHER	01
HARLEY DAVIDSON INC	COM	412822108	1289	27900	SH		OTHER	01
HARTFORD FINL SVCS GROUP INC	COM	416515104	18371	198500	SH		DEFINED	
HOME DEPOT INC	COM	437076102	2109	65000	SH		OTHER	01

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HSBC HLDGS PLC	SPON ADR NEW	404280406	4167	45000	SH	OTHER	01
IDEARC INC	COM	451663108	1146	36400	SH	OTHER	01
INTEL CORP	COM	458140100	5169	199900	SH	OTHER	01
INTERMEC INC	COM	458786100	330621	12657764	SH	DEFINED	01
ISHARES TR	MSCI EAFE IDX	464287465	62884	761400	SH	DEFINED	01
JOHNSON & JOHNSON	COM	478160104	5782	88000	SH	OTHER	01
JP MORGAN CHASE & CO	COM	46625H100	4573	99800	SH	OTHER	01
KINETIC CONCEPTS INC	COM NEW	49460W208	2274	40400	SH	OTHER	01
KRAFT FOODS INC	CL A	50075N104	3303	95705	SH	OTHER	01
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1557	19900	SH	OTHER	01
LAUDER ESTEE COS INC	CL A	518439104	735	17300	SH	OTHER	01
LENNAR CORP	CL A	526057104	476	21000	SH	OTHER	01
LIMITED BRANDS INC	COM	532716107	1669	72900	SH	OTHER	01
LIZ CLAIBORNE INC	COM	539320101	2194	63900	SH	OTHER	01
LOWES COS INC	COM	548661107	224	8000	SH	OTHER	01
MASCO CORP	COM	574599106	1557	67200	SH	OTHER	01
MCDONALDS CORP	COM	580135101	3813	70000	SH	OTHER	01
MCGRAW HILL COS INC	COM	580645109	4582	90000	SH	OTHER	01
MDS INC	COM	55269P302	4791	222300	SH	OTHER	01
MEDTRONIC INC	COM	585055106	1354	24000	SH	OTHER	01
MERRILL LYNCH & CO INC	COM	590188108	3564	50000	SH	OTHER	01
MICROCHIP TECHNOLOGY INC	COM	595017104	999	27500	SH	OTHER	01
MICRON TECHNOLOGY INC	COM	595112103	1482	133500	SH	OTHER	01
MICROSOFT CORP	COM	594918104	3585	121700	SH	OTHER	01
MUELLER WTR PRODS INC	COM SER B	624758207	938	85305	SH	OTHER	01
NATIONAL SEMICONDUCTOR CORP	COM	637640103	3745	138100	SH	OTHER	01
NEWS CORP	CL A	65248E104	2802	127400	SH	OTHER	01
NORTHROP GRUMMAN CORP	COM	666807102	416599	5341019	SH	DEFINED	01
NORTHROP GRUMMAN CORP	COM	666807102	73865	946981	SH	SOLE	
OCCIDENTAL PETE CORP DEL	COM	674599105	3140	49000	SH	OTHER	01
OMNICARE INC	COM	681904108	3830	115600	SH	OTHER	01
PARTNERRE LTD	COM	G6852T105	1556	19700	SH	OTHER	01
PEMCO AVIATION INC	COM	706444106	223	54175	SH	DEFINED	01
PEPSICO INC	COM	713448108	6234	85100	SH	OTHER	01
PRAXAIR INC	COM	74005P104	2848	34000	SH	OTHER	01
PROCTER & GAMBLE CO	COM	742718109	7688	109300	SH	OTHER	01
PROLOGIS	SH BEN INT	743410102	2282	34400	SH	OTHER	01
PRUDENTIAL FINL INC	COM	744320102	1952	20000	SH	OTHER	01
PUBLIC STORAGE	COM	74460D109	1785	22700	SH	OTHER	01
QUALCOMM INC	COM	747525103	1268	30000	SH	OTHER	01
RIO TINTO PLC	SPONSORED ADR	767204100	2404	7000	SH	OTHER	01
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	3123	38000	SH	OTHER	01
SAFECO CORP	COM	786429100	1690	27600	SH	OTHER	01
SCRIPPS E W CO OHIO	CL A	811054204	2755	65600	SH	OTHER	01
SIMON PPTY GROUP INC NEW	COM	828806109	2130	21300	SH	OTHER	01
SL GREEN RLTY CORP	COM	78440X101	1752	15000	SH	OTHER	01
SNAP ON INC	COM	833034101	3701	74700	SH	OTHER	01
SOVEREIGN BANCORP INC	COM	845905108	2398	140750	SH	OTHER	01
SUN MICROSYSTEMS INC	COM	866810104	2880	512400	SH	OTHER	01
SUNTRUST BKS INC	COM	867914103	3027	40000	SH	OTHER	01
SYSCO CORP	COM	871829107	1957	55000	SH	OTHER	01
TARGET CORP	COM	87612E106	3814	60000	SH	OTHER	01
TAUBMAN CTRS INC	COM	876664103	2327	42500	SH	OTHER	01
TENET HEALTHCARE CORP	COM	88033G100	3439	1023400	SH	OTHER	01
TEXAS INSTRS INC	COM	882508104	2389	65300	SH	OTHER	01
THERMO FISHER SCIENTIFIC INC	COM	883556102	1154	20000	SH	OTHER	01
THOR INDS INC	COM	885160101	1620	36000	SH	OTHER	01
TIFFANY & CO NEW	COM	886547108	1356	25900	SH	OTHER	01
TOTAL S A	SPONSORED ADR	89151E109	3889	48000	SH	OTHER	01
TRANSOCEAN INC	ORD	G90078109	2487	22000	SH	OTHER	01
UNITED TECHNOLOGIES CORP	COM	913017109	3219	40000	SH	OTHER	01
UNITEDHEALTH GROUP INC	COM	91324P102	1041	21500	SH	OTHER	01

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UNIVERSAL AMERN FINL CORP	COM	913377107	1141	50000	SH	DEFINED	
VANGUARD INTL EQUITY INDEX F	EMR MKT ETF	922042858	16003	154200	SH	DEFINED	01
VIRGIN MEDIA INC	COM	92769L101	2912	120000	SH	OTHER	01
WAL MART STORES INC	COM	931142103	3405	78000	SH	OTHER	01
WALGREEN CO	COM	931422109	5669	120000	SH	OTHER	01
WALTER INDS INC	COM	93317Q105	998	37100	SH	OTHER	01
WASHINGTON MUT INC	COM	939322103	3079	87200	SH	OTHER	01
WEINGARTEN RLTY INVS	SH BEN INT	948741103	1982	47800	SH	OTHER	01
WHOLE FOODS MKT INC	COM	966837106	1469	30000	SH	OTHER	01
XEROX CORP	COM	984121103	3203	184700	SH	OTHER	01
ZALE CORP NEW	COM	988858106	3522	152200	SH	OTHER	01