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UNITRIN INC
Form 13F-HR
February 14, 2006

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2005

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 February 13, 2006

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: 2
Form13F Information Table Entry Total: 139
Form13F Information Table Value Total: \$1,209,889 (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
02	28-00117	UNITED INSURANCE COMPANY OF AMERICA

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OTH MANA
ABBOTT LABS	COM	002824100	394	10000	SH		OTHER	
ABBOTT LABS	COM	002824100	2366	60000	SH		OTHER	01
ALTRIA GROUP INC	COM	02209S103	2615	35000	SH		OTHER	
ALTRIA GROUP INC	COM	02209S103	14197	190000	SH		OTHER	01
AMERICAN EXPRESS CO	COM	025816109	386	7500	SH		OTHER	
AMERICAN EXPRESS CO	COM	025816109	2583	50200	SH		OTHER	01
AMERICAN INTL GROUP INC	COM	026874107	580	8500	SH		OTHER	
AMERICAN INTL GROUP INC	COM	026874107	2388	35000	SH		OTHER	01
AMERIPRISE FINL INC	COM	03076C106	164	4000	SH		OTHER	
AMERIPRISE FINL INC	COM	03076C106	1954	47640	SH		OTHER	01
ANHEUSER BUSCH COS INC	COM	035229103	301	7000	SH		OTHER	
ANHEUSER BUSCH COS INC	COM	035229103	1933	45000	SH		OTHER	01
ARAMARK CORP	CL B	038521100	1528	55000	SH		OTHER	01
AUTOMATIC DATA PROCESSING IN	COM	053015103	275	6000	SH		OTHER	
AUTOMATIC DATA PROCESSING IN	COM	053015103	1377	30000	SH		OTHER	01
AUTONATION INC	COM	05329W102	1147	52800	SH		OTHER	01
BAKER HUGHES INC	COM	057224107	48685	801000	SH		DEFINED	01
BANK OF AMERICA CORPORATION	COM	060505104	531	11500	SH		OTHER	
BANK OF AMERICA CORPORATION	COM	060505104	2769	60000	SH		OTHER	01
BEARINGPOINT INC	COM	074002106	2682	341200	SH		OTHER	01
BELO CORP	COM SER A	080555105	1460	68200	SH		OTHER	01
BLACK & DECKER CORP	COM	091797100	2209	25400	SH		OTHER	01
BP PLC	SPONSORED ADR	055622104	867	13500	SH		OTHER	
BP PLC	SPONSORED ADR	055622104	4495	70000	SH		OTHER	01
BRUNSWICK CORP	COM	117043109	3277	80600	SH		OTHER	01
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	1474	62800	SH		OTHER	01
CENDANT CORP	COM	151313103	531	30800	SH		OTHER	01
CHEVRON CORP NEW	COM	166764100	856	15080	SH		OTHER	
CHEVRON CORP NEW	COM	166764100	4508	79400	SH		OTHER	01
CITIGROUP INC	COM	172967101	560	11531	SH		DEFINED	
CITIGROUP INC	COM	172967101	3461	71309	SH		DEFINED	01
CITIGROUP INC	COM	172967101	1301	26800	SH		OTHER	
CITIGROUP INC	COM	172967101	6333	130500	SH		OTHER	01
COCA COLA CO	COM	191216100	746	18500	SH		OTHER	
COCA COLA CO	COM	191216100	4333	107500	SH		OTHER	01
COLGATE PALMOLIVE CO	COM	194162103	384	7000	SH		OTHER	
COLGATE PALMOLIVE CO	COM	194162103	1563	28500	SH		OTHER	01
CONOCOPHILLIPS	COM	20825C104	727	12500	SH		OTHER	
CONOCOPHILLIPS	COM	20825C104	3782	65000	SH		OTHER	01
CONSECO INC	COM NEW	208464883	2813	121400	SH		OTHER	01
DISCOVERY HOLDING CO	CL A COM	25468Y107	2142	141400	SH		OTHER	01
DONNELLEY R R & SONS CO	COM	257867101	2066	60400	SH		OTHER	01
ECHOSTAR COMMUNICATIONS NEW	CL A	278762109	1919	70600	SH		OTHER	01
EMERSON ELEC CO	COM	291011104	426	5700	SH		OTHER	
EMERSON ELEC CO	COM	291011104	2144	28700	SH		OTHER	01

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EQUIFAX INC	COM	294429105	2715	71400	SH	OTHER	01
EXXON MOBIL CORP	COM	30231G102	1988	35400	SH	OTHER	
EXXON MOBIL CORP	COM	30231G102	11234	200000	SH	OTHER	01
FEDERAL HOME LN MTG CORP	COM	313400301	229	3500	SH	OTHER	
FEDERAL HOME LN MTG CORP	COM	313400301	1372	21000	SH	OTHER	01
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	276	10000	SH	DEFINED	02
FORTUNE BRANDS INC	COM	349631101	2060	26400	SH	OTHER	01
GAP INC DEL	COM	364760108	2187	124000	SH	OTHER	01
GENERAL ELECTRIC CO	COM	369604103	1682	48000	SH	DEFINED	
GENERAL ELECTRIC CO	COM	369604103	1402	40000	SH	OTHER	
GENERAL ELECTRIC CO	COM	369604103	5994	171000	SH	OTHER	01
GOLDMAN SACHS GROUP INC	COM	38141G104	639	5000	SH	SOLE	
HARLEY DAVIDSON INC	COM	412822108	1864	36200	SH	OTHER	01
HARTFORD FINL SVCS GROUP INC	COM	416515104	19265	224300	SH	DEFINED	02
HOME DEPOT INC	COM	437076102	283	7000	SH	OTHER	
HOME DEPOT INC	COM	437076102	1417	35000	SH	OTHER	01
HSBC HLDGS PLC	SPON ADR NEW	404280406	523	6500	SH	OTHER	
HSBC HLDGS PLC	SPON ADR NEW	404280406	3058	38000	SH	OTHER	01
INTEL CORP	COM	458140100	784	31400	SH	OTHER	
INTEL CORP	COM	458140100	4106	164500	SH	OTHER	01
JOHNSON & JOHNSON	COM	478160104	781	13000	SH	OTHER	
JOHNSON & JOHNSON	COM	478160104	4508	75000	SH	OTHER	01
JP MORGAN CHASE & CO	COM	46625H100	635	16000	SH	OTHER	
JP MORGAN CHASE & CO	COM	46625H100	3326	83800	SH	OTHER	01
KNIGHT RIDDER INC	COM	499040103	1139	18000	SH	OTHER	01
KRAFT FOODS INC	CL A	50075N104	873	31000	SH	DEFINED	01
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	2316	43000	SH	OTHER	01
LAUDER ESTEE COS INC	CL A	518439104	167	5000	SH	OTHER	
LAUDER ESTEE COS INC	CL A	518439104	2916	87100	SH	OTHER	01
LENNAR CORP	CL A	526057104	1281	21000	SH	OTHER	01
LIBERTY GLOBAL INC	COM SER C	530555309	1444	68136	SH	OTHER	01
LIMITED BRANDS INC	COM	532716107	1513	67700	SH	OTHER	01
LIZ CLAIBORNE INC	COM	539320101	1884	52600	SH	OTHER	01
MASCO CORP	COM	574599106	1932	64000	SH	OTHER	01
MATTEL INC	COM	577081102	1218	77000	SH	OTHER	01
MBIA INC	COM	55262C100	1925	32000	SH	OTHER	01
MCDONALDS CORP	COM	580135101	506	15000	SH	OTHER	
MCDONALDS CORP	COM	580135101	1855	55000	SH	OTHER	01
MCGRAW HILL COS INC	COM	580645109	1033	20000	SH	OTHER	
MCGRAW HILL COS INC	COM	580645109	3614	70000	SH	OTHER	01
MCI INC	COM	552691107	290	14676	SH	DEFINED	01
MEDIMMUNE INC	COM	584699102	2697	77000	SH	OTHER	01
MERRILL LYNCH & CO INC	COM	590188108	339	5000	SH	OTHER	
MERRILL LYNCH & CO INC	COM	590188108	1849	27300	SH	OTHER	01
MGIC INVT CORP WIS	COM	552848103	2264	34400	SH	OTHER	01
MICROSOFT CORP	COM	594918104	539	20600	SH	OTHER	
MICROSOFT CORP	COM	594918104	2905	111100	SH	OTHER	01
NATIONAL SEMICONDUCTOR CORP	COM	637640103	1585	61000	SH	OTHER	01
NEWS CORP	CL A	65248E104	246	15800	SH	OTHER	
NEWS CORP	CL A	65248E104	1658	106600	SH	OTHER	01
NORTHROP GRUMMAN CORP	COM	666807102	364730	6067711	SH	DEFINED	01
NORTHROP GRUMMAN CORP	COM	666807102	95983	1596789	SH	SOLE	
OCCIDENTAL PETE CORP DEL	COM	674599105	288	3600	SH	OTHER	
OCCIDENTAL PETE CORP DEL	COM	674599105	1598	20000	SH	OTHER	01
OMNICARE INC	COM	681904108	1511	26400	SH	OTHER	01
PEPSI BOTTLING GROUP INC	COM	713409100	1339	46800	SH	OTHER	01
PEPSICO INC	COM	713448108	892	15100	SH	OTHER	
PEPSICO INC	COM	713448108	4136	70000	SH	OTHER	01
PRAXAIR INC	COM	74005P104	238	4500	SH	OTHER	
PRAXAIR INC	COM	74005P104	1059	20000	SH	OTHER	01
PROCTER & GAMBLE CO	COM	742718109	955	16500	SH	OTHER	
PROCTER & GAMBLE CO	COM	742718109	5313	91800	SH	OTHER	01

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ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	246	4000	SH	OTHER	
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	2091	34000	SH	OTHER	01
SNAP ON INC	COM	833034101	3839	102200	SH	OTHER	01
SOVEREIGN BANCORP INC	COM	845905108	2962	137000	SH	OTHER	01
SUN MICROSYSTEMS INC	COM	866810104	852	203300	SH	OTHER	01
SUNTRUST BKS INC	COM	867914103	473	6500	SH	OTHER	
SUNTRUST BKS INC	COM	867914103	2183	30000	SH	OTHER	01
SYSCO CORP	COM	871829107	171	5500	SH	OTHER	
SYSCO CORP	COM	871829107	932	30000	SH	OTHER	01
TARGET CORP	COM	87612E106	550	10000	SH	OTHER	
TARGET CORP	COM	87612E106	2474	45000	SH	OTHER	01
TIFFANY & CO NEW	COM	886547108	1731	45200	SH	OTHER	01
TOTAL S A	SPONSORED ADR	89151E109	506	4000	SH	OTHER	
TOTAL S A	SPONSORED ADR	89151E109	2528	20000	SH	OTHER	01
TRIBUNE CO NEW	COM	896047107	2451	81000	SH	OTHER	01
UNITED PARCEL SERVICE INC	CL B	911312106	301	4000	SH	OTHER	
UNITED PARCEL SERVICE INC	CL B	911312106	1879	25000	SH	OTHER	01
UNITEDHEALTH GROUP INC	COM	91324P102	249	4000	SH	OTHER	
UNITEDHEALTH GROUP INC	COM	91324P102	1243	20000	SH	OTHER	01
UNIVERSAL AMERN FINL CORP	COM	913377107	754	50000	SH	DEFINED	
UNOVA INC	COM	91529B106	427832	12657764	SH	DEFINED	01
VIACOM INC	CL B	925524308	652	20000	SH	OTHER	01
WAL MART STORES INC	COM	931142103	562	12000	SH	OTHER	
WAL MART STORES INC	COM	931142103	3089	66000	SH	OTHER	01
WALGREEN CO	COM	931422109	885	20000	SH	OTHER	
WALGREEN CO	COM	931422109	3983	90000	SH	OTHER	01
WASHINGTON MUT INC	COM	939322103	3793	87200	SH	OTHER	01
WATSON PHARMACEUTICALS INC	COM	942683103	1196	36800	SH	OTHER	01
WHOLE FOODS MKT INC	COM	966837106	186	2400	SH	OTHER	
WHOLE FOODS MKT INC	COM	966837106	929	12000	SH	OTHER	01
WILMINGTON TRUST CORP	COM	971807102	1759	45200	SH	OTHER	01
XEROX CORP	COM	984121103	3018	206000	SH	OTHER	01