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UNITRIN INC
Form 13F-HR
November 04, 2004

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, 2004

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 04, 2004

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: 182
Form13F Information Table Value Total: \$938,296 (thousands)

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List of Other Included Managers:

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 DSCRETN	OTH MANA
ABBOTT LABS	COM	002824100	2542	60000	SH		OTHER	02
ABBOTT LABS	COM	002824100	424	10000	SH		OTHER	
ALTRIA GROUP INC	COM	02209S103	9408	200000	SH		OTHER	02
ALTRIA GROUP INC	COM	02209S103	1882	40000	SH		OTHER	
AMERICAN EXPRESS CO	COM	025816109	386	7500	SH		OTHER	
AMERICAN EXPRESS CO	COM	025816109	2583	50200	SH		OTHER	02
AMERICAN INTL GROUP INC	COM	026874107	578	8500	SH		OTHER	
AMERICAN INTL GROUP INC	COM	026874107	2380	35000	SH		OTHER	02
AMERISOURCEBERGEN CORP	COM	03073E105	1225	22800	SH		OTHER	01
AMERISOURCEBERGEN CORP	COM	03073E105	1225	22800	SH		OTHER	02
ANHEUSER BUSCH COS INC	COM	035229103	2248	45000	SH		OTHER	02
ANHEUSER BUSCH COS INC	COM	035229103	350	7000	SH		OTHER	
ARAMARK CORP	CL B	038521100	348	14400	SH		OTHER	02
ARAMARK CORP	CL B	038521100	348	14400	SH		OTHER	01
AUTONATION INC	COM	05329W102	598	35000	SH		OTHER	01
AUTONATION INC	COM	05329W102	598	35000	SH		OTHER	02
BAKER HUGHES INC	COM	057224107	50921	1164700	SH		DEFINED	01
BANK OF AMERICA CORPORATION	COM	060505104	407	9400	SH		OTHER	
BANK OF AMERICA CORPORATION	COM	060505104	2522	58200	SH		OTHER	02
BELO CORP	COM SER A	080555105	687	30500	SH		OTHER	02
BELO CORP	COM SER A	080555105	687	30500	SH		OTHER	01
BLACK & DECKER CORP	COM	091797100	1255	16200	SH		OTHER	01
BLACK & DECKER CORP	COM	091797100	1255	16200	SH		OTHER	02
BP PLC	SPONSORED ADR	055622104	4027	70000	SH		OTHER	02
BP PLC	SPONSORED ADR	055622104	719	12500	SH		OTHER	
BRUNSWICK CORP	COM	117043109	911	19900	SH		OTHER	02
BRUNSWICK CORP	COM	117043109	911	19900	SH		OTHER	01
BURLINGTON RES INC	COM	122014103	698	17100	SH		OTHER	02
BURLINGTON RES INC	COM	122014103	698	17100	SH		OTHER	01
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	815	40200	SH		OTHER	02
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	815	40200	SH		OTHER	01
CENDANT CORP	COM	151313103	333	15400	SH		OTHER	01
CENDANT CORP	COM	151313103	333	15400	SH		OTHER	02
CHEVRONTEXACO CORP	COM	166764100	4259	79400	SH		OTHER	02
CHEVRONTEXACO CORP	COM	166764100	809	15080	SH		OTHER	
CITIGROUP INC	COM	172967101	852	19300	SH		OTHER	
CITIGROUP INC	COM	172967101	509	11531	SH		DEFINED	
CITIGROUP INC	COM	172967101	4487	101700	SH		OTHER	02
CITIGROUP INC	COM	172967101	2705	61315	SH		DEFINED	02
CITIGROUP INC	COM	172967101	441	9994	SH		DEFINED	01
COCA COLA CO	COM	191216100	4305	107500	SH		OTHER	02
COCA COLA CO	COM	191216100	741	18500	SH		OTHER	
COLGATE PALMOLIVE CO	COM	194162103	316	7000	SH		OTHER	
COLGATE PALMOLIVE CO	COM	194162103	1288	28500	SH		OTHER	02

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CONOCOPHILLIPS	COM	20825C104	2096	25300	SH	OTHER	02
CONOCOPHILLIPS	COM	20825C104	365	4400	SH	OTHER	
DONNELLEY R R & SONS CO	COM	257867101	817	26100	SH	OTHER	02
DONNELLEY R R & SONS CO	COM	257867101	817	26100	SH	OTHER	01
ECHOSTAR COMMUNICATIONS NEW	CL A	278762109	286	9200	SH	OTHER	02
ECHOSTAR COMMUNICATIONS NEW	CL A	278762109	286	9200	SH	OTHER	01
EMERSON ELEC CO	COM	291011104	1652	26700	SH	OTHER	02
EMERSON ELEC CO	COM	291011104	186	3000	SH	OTHER	
EQUIFAX INC	COM	294429105	996	37800	SH	OTHER	02
EQUIFAX INC	COM	294429105	996	37800	SH	OTHER	01
EXXON MOBIL CORP	COM	30231G102	1711	35400	SH	OTHER	
EXXON MOBIL CORP	COM	30231G102	9666	200000	SH	OTHER	02
FEDERAL HOME LN MTG CORP	COM	313400301	2936	45000	SH	OTHER	02
FEDERAL HOME LN MTG CORP	COM	313400301	522	8000	SH	OTHER	
FEDERAL NATL MTG ASSN	COM	313586109	3804	60000	SH	OTHER	02
FEDERAL NATL MTG ASSN	COM	313586109	634	10000	SH	OTHER	
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	523	10000	SH	DEFINED	02
FORTUNE BRANDS INC	COM	349631101	1274	17200	SH	OTHER	02
FORTUNE BRANDS INC	COM	349631101	1274	17200	SH	OTHER	01
FOX ENTMT GROUP INC	CL A	35138T107	766	27600	SH	OTHER	02
FOX ENTMT GROUP INC	CL A	35138T107	766	27600	SH	OTHER	01
GAP INC DEL	COM	364760108	1156	62000	SH	OTHER	02
GAP INC DEL	COM	364760108	1156	62000	SH	OTHER	01
GENERAL ELEC CO	COM	369604103	1612	48000	SH	DEFINED	
GENERAL ELEC CO	COM	369604103	1175	35000	SH	OTHER	
GENERAL ELEC CO	COM	369604103	5709	170000	SH	OTHER	02
GOLDMAN SACHS GROUP INC	COM	38141G104	466	5000	SH	SOLE	
HARTFORD FINL SVCS GROUP INC	COM	416515104	18672	301500	SH	DEFINED	02
HSBC HLDGS PLC	SPON ADR NEW	404280406	88	1100	SH	OTHER	
HSBC HLDGS PLC	SPON ADR NEW	404280406	614	7700	SH	OTHER	02
IMATION CORP	COM	45245A107	813	22850	SH	OTHER	01
IMATION CORP	COM	45245A107	813	22850	SH	OTHER	02
INTEL CORP	COM	458140100	630	31400	SH	OTHER	
INTEL CORP	COM	458140100	3300	164500	SH	OTHER	02
INTERNATIONAL BUSINESS MACHS	COM	459200101	429	5000	SH	OTHER	
INTERNATIONAL BUSINESS MACHS	COM	459200101	1629	19000	SH	OTHER	02
JOHNSON & JOHNSON	COM	478160104	789	14000	SH	OTHER	
JOHNSON & JOHNSON	COM	478160104	5070	90000	SH	OTHER	02
JPMORGAN & CHASE & CO	COM	46625H100	2384	60000	SH	OTHER	02
JPMORGAN & CHASE & CO	COM	46625H100	596	15000	SH	OTHER	
KNIGHT RIDDER INC	COM	499040103	589	9000	SH	OTHER	02
KNIGHT RIDDER INC	COM	499040103	589	9000	SH	OTHER	01
KRAFT FOODS INC	CL A	50075N104	2538	80000	SH	OTHER	02
KRAFT FOODS INC	CL A	50075N104	634	20000	SH	OTHER	
KRAFT FOODS INC	CL A	50075N104	983	31000	SH	DEFINED	02
KROGER CO	COM	501044101	698	45000	SH	OTHER	01
KROGER CO	COM	501044101	698	45000	SH	OTHER	02
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1526	34900	SH	OTHER	01
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1526	34900	SH	OTHER	02
LENNAR CORP	CL A	526057104	762	16000	SH	OTHER	02
LENNAR CORP	CL A	526057104	762	16000	SH	OTHER	01
LIBERTY MEDIA INTL INC	COM SER A	530719103	426	12768	SH	OTHER	02
LIBERTY MEDIA INTL INC	COM SER A	530719103	426	12768	SH	OTHER	01
LILLY ELI & CO	COM	532457108	601	10000	SH	OTHER	
LILLY ELI & CO	COM	532457108	2702	45000	SH	OTHER	02
LIMITED BRANDS INC	COM	532716107	753	33800	SH	OTHER	01
LIMITED BRANDS INC	COM	532716107	756	33900	SH	OTHER	02
LIZ CLAIBORNE INC	COM	539320101	585	15500	SH	OTHER	01
LIZ CLAIBORNE INC	COM	539320101	585	15500	SH	OTHER	02
MARSH & MCLENNAN COS INC	COM	571748102	732	16000	SH	OTHER	
MARSH & MCLENNAN COS INC	COM	571748102	3203	70000	SH	OTHER	02
MASCO CORP	COM	574599106	1105	32000	SH	OTHER	02

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MASCO CORP	COM	574599106	1105	32000	SH	OTHER	01
MATTEL INC	COM	577081102	698	38500	SH	OTHER	01
MATTEL INC	COM	577081102	698	38500	SH	OTHER	02
MAYTAG CORP	COM	578592107	520	28300	SH	OTHER	01
MAYTAG CORP	COM	578592107	520	28300	SH	OTHER	02
MBIA INC	COM	55262C100	931	16000	SH	OTHER	02
MBIA INC	COM	55262C100	931	16000	SH	OTHER	01
MCDONALDS CORP	COM	580135101	420	15000	SH	OTHER	
MCDONALDS CORP	COM	580135101	1542	55000	SH	OTHER	02
MCGRAW HILL COS INC	COM	580645109	797	10000	SH	OTHER	
MCGRAW HILL COS INC	COM	580645109	2789	35000	SH	OTHER	02
MCI INC	COM	552691107	246	14676	SH	DEFINED	01
MEDIMMUNE INC	COM	584699102	379	16000	SH	OTHER	01
MEDIMMUNE INC	COM	584699102	379	16000	SH	OTHER	02
MERCK & CO INC	COM	589331107	462	14000	SH	OTHER	
MERCK & CO INC	COM	589331107	2475	75000	SH	OTHER	02
MERRILL LYNCH & CO INC	COM	590188108	1357	27300	SH	OTHER	02
MERRILL LYNCH & CO INC	COM	590188108	124	2500	SH	OTHER	
MGIC INVT CORP WIS	COM	552848103	1038	15600	SH	OTHER	01
MGIC INVT CORP WIS	COM	552848103	1038	15600	SH	OTHER	02
MICROSOFT CORP	COM	594918104	570	20600	SH	OTHER	
MICROSOFT CORP	COM	594918104	3072	111100	SH	OTHER	02
NEWS CORP LTD	SP ADR PFD	652487802	1670	53300	SH	OTHER	02
NEWS CORP LTD	SP ADR PFD	652487802	91	2900	SH	OTHER	
NORTHROP GRUMMAN CORP	COM	666807102	434275	8143157	SH	DEFINED	01
NORTHROP GRUMMAN CORP	COM	666807102	25318	474743	SH	SOLE	
OFFICE DEPOT INC	COM	676220106	544	36200	SH	OTHER	02
OFFICE DEPOT INC	COM	676220106	544	36200	SH	OTHER	01
OMNICOM GROUP INC	COM	681919106	833	11400	SH	OTHER	01
OMNICOM GROUP INC	COM	681919106	833	11400	SH	OTHER	02
PEPSI BOTTLING GROUP INC	COM	713409100	451	16600	SH	OTHER	02
PEPSI BOTTLING GROUP INC	COM	713409100	451	16600	SH	OTHER	01
PEPSICO INC	COM	713448108	735	15100	SH	OTHER	
PEPSICO INC	COM	713448108	3406	70000	SH	OTHER	02
PFIZER INC	COM	717081103	1071	35000	SH	OTHER	
PFIZER INC	COM	717081103	6426	210000	SH	OTHER	02
PROCTER & GAMBLE CO	COM	742718109	671	12400	SH	OTHER	
PROCTER & GAMBLE CO	COM	742718109	4968	91800	SH	OTHER	02
REYNOLDS & REYNOLDS CO	CL A	761695105	530	21500	SH	OTHER	01
REYNOLDS & REYNOLDS CO	CL A	761695105	530	21500	SH	OTHER	02
ROYAL DUTCH PETE CO	NY REG EUR .56	780257804	1548	30000	SH	OTHER	02
SOVEREIGN BANCORP INC	COM	845905108	1274	58400	SH	OTHER	02
SOVEREIGN BANCORP INC	COM	845905108	1274	58400	SH	OTHER	01
SPX CORP	COM	784635104	743	21000	SH	OTHER	02
SPX CORP	COM	784635104	743	21000	SH	OTHER	01
SUNTRUST BKS INC	COM	867914103	2464	35000	SH	OTHER	02
SUNTRUST BKS INC	COM	867914103	570	8100	SH	OTHER	
SYBASE INC	COM	871130100	414	30000	SH	OTHER	01
SYBASE INC	COM	871130100	414	30000	SH	OTHER	02
TARGET CORP	COM	87612E106	2036	45000	SH	OTHER	02
TARGET CORP	COM	87612E106	453	10000	SH	OTHER	
TIFFANY & CO NEW	COM	886547108	350	11400	SH	OTHER	02
TIFFANY & CO NEW	COM	886547108	350	11400	SH	OTHER	01
TIME WARNER INC	COM	887317105	242	15000	SH	OTHER	
TIME WARNER INC	COM	887317105	565	35000	SH	OTHER	02
UNITED PARCEL SERVICE INC	CL B	911312106	1518	20000	SH	OTHER	02
UNITED PARCEL SERVICE INC	CL B	911312106	304	4000	SH	OTHER	
UNIVERSAL AMERN FINL CORP	COM	913377107	1280	99012	SH	DEFINED	
UNOVA INC	COM	91529B106	177842	12657764	SH	DEFINED	01
VIACOM INC	CL B	925524308	671	20000	SH	OTHER	02
WAL MART STORES INC	COM	931142103	638	12000	SH	OTHER	
WAL MART STORES INC	COM	931142103	3511	66000	SH	OTHER	02

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WALGREEN CO	COM	931422109	3225	90000	SH	OTHER	02
WALGREEN CO	COM	931422109	717	20000	SH	OTHER	
WASHINGTON MUT INC	COM	939322103	1704	43600	SH	OTHER	02
WASHINGTON MUT INC	COM	939322103	1704	43600	SH	OTHER	01
WATSON PHARMACEUTICALS INC	COM	942683103	893	30300	SH	OTHER	02
WATSON PHARMACEUTICALS INC	COM	942683103	893	30300	SH	OTHER	01
WENDYS INTL INC	COM	950590109	370	11000	SH	OTHER	01
WENDYS INTL INC	COM	950590109	370	11000	SH	OTHER	02
WILMINGTON TRUST CORP	COM	971807102	478	13200	SH	OTHER	01
WILMINGTON TRUST CORP	COM	971807102	478	13200	SH	OTHER	02
XEROX CORP	COM	984121103	1450	103000	SH	OTHER	01
XEROX CORP	COM	984121103	1450	103000	SH	OTHER	02
YUM BRANDS INC	COM	988498101	720	17700	SH	OTHER	02
YUM BRANDS INC	COM	988498101	720	17700	SH	OTHER	01