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UNITRIN INC
Form 13F-HR
August 13, 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: June 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 August 12, 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: 186
Form13F Information Table Value Total: \$1,085,464 (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	2446	60000	SH		OTHER	02
ABBOTT LABS	COM	002824100	408	10000	SH		OTHER	
ALTRIA GROUP INC	COM	02209S103	2002	40000	SH		OTHER	
ALTRIA GROUP INC	COM	02209S103	10010	200000	SH		OTHER	02
AMERICAN EXPRESS CO	COM	025816109	2579	50200	SH		OTHER	02
AMERICAN EXPRESS CO	COM	025816109	385	7500	SH		OTHER	
AMERICAN INTL GROUP INC	COM	026874107	2495	35000	SH		OTHER	02
AMERICAN INTL GROUP INC	COM	026874107	606	8500	SH		OTHER	
AMERISOURCEBERGEN CORP	COM	03073E105	1363	22800	SH		OTHER	02
AMERISOURCEBERGEN CORP	COM	03073E105	1363	22800	SH		OTHER	01
ANHEUSER BUSCH COS INC	COM	035229103	378	7000	SH		OTHER	
ANHEUSER BUSCH COS INC	COM	035229103	2430	45000	SH		OTHER	02
ARAMARK CORP	CL B	038521100	414	14400	SH		OTHER	02
ARAMARK CORP	CL B	038521100	414	14400	SH		OTHER	01
AUTONATION INC	COM	05329W102	390	22800	SH		OTHER	02
AUTONATION INC	COM	05329W102	390	22800	SH		OTHER	01
BAKER HUGHES INC	COM	057224107	86196	2289400	SH		DEFINED	01
BANK OF AMERICA CORPORATION	COM	060505104	2462	29100	SH		OTHER	02
BANK OF AMERICA CORPORATION	COM	060505104	398	4700	SH		OTHER	
BLACK & DECKER CORP	COM	091797100	1243	20000	SH		OTHER	02
BLACK & DECKER CORP	COM	091797100	1243	20000	SH		OTHER	01
BP PLC	SPONSORED ADR	055622104	3750	70000	SH		OTHER	02
BP PLC	SPONSORED ADR	055622104	670	12500	SH		OTHER	
BRUNSWICK CORP	COM	117043109	575	14100	SH		OTHER	02
BRUNSWICK CORP	COM	117043109	575	14100	SH		OTHER	01
BURLINGTON RES INC	COM	122014103	619	17100	SH		OTHER	02
BURLINGTON RES INC	COM	122014103	619	17100	SH		OTHER	01
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	350	17800	SH		OTHER	02
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	350	17800	SH		OTHER	01
CAREMARK RX INC	COM	141705103	856	26000	SH		OTHER	02
CAREMARK RX INC	COM	141705103	856	26000	SH		OTHER	01
CENDANT CORP	COM	151313103	832	34000	SH		OTHER	02
CENDANT CORP	COM	151313103	832	34000	SH		OTHER	01
CENTURYTEL INC	COM	156700106	676	22500	SH		OTHER	02
CENTURYTEL INC	COM	156700106	676	22500	SH		OTHER	01
CHEVRONTEXACO CORP	COM	166764100	612	6500	SH		OTHER	
CHEVRONTEXACO CORP	COM	166764100	3341	35500	SH		OTHER	02
CITIGROUP INC	COM	172967101	465	9994	SH		DEFINED	01
CITIGROUP INC	COM	172967101	897	19300	SH		OTHER	
CITIGROUP INC	COM	172967101	4729	101700	SH		OTHER	02
CITIGROUP INC	COM	172967101	536	11531	SH		DEFINED	
CITIGROUP INC	COM	172967101	2851	61315	SH		DEFINED	02
COCA COLA CO	COM	191216100	5427	107500	SH		OTHER	02
COCA COLA CO	COM	191216100	934	18500	SH		OTHER	

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COLGATE PALMOLIVE CO	COM	194162103	1461	25000	SH	OTHER	02
COLGATE PALMOLIVE CO	COM	194162103	409	7000	SH	OTHER	
CONOCOPHILLIPS	COM	20825C104	336	4400	SH	OTHER	
CONOCOPHILLIPS	COM	20825C104	1930	25300	SH	OTHER	02
DONNELLEY R R & SONS CO	COM	257867101	862	26100	SH	OTHER	01
DONNELLEY R R & SONS CO	COM	257867101	862	26100	SH	OTHER	02
ECHOSTAR COMMUNICATIONS NEW	CL A	278762109	283	9200	SH	OTHER	01
ECHOSTAR COMMUNICATIONS NEW	CL A	278762109	283	9200	SH	OTHER	02
EMERSON ELEC CO	COM	291011104	191	3000	SH	OTHER	
EMERSON ELEC CO	COM	291011104	1697	26700	SH	OTHER	02
EQUIFAX INC	COM	294429105	936	37800	SH	OTHER	02
EQUIFAX INC	COM	294429105	936	37800	SH	OTHER	01
EXXON MOBIL CORP	COM	30231G102	1572	35400	SH	OTHER	
EXXON MOBIL CORP	COM	30231G102	8882	200000	SH	OTHER	02
FAIR ISAAC CORP	COM	303250104	781	23400	SH	OTHER	01
FAIR ISAAC CORP	COM	303250104	781	23400	SH	OTHER	02
FEDERAL HOME LN MTG CORP	COM	313400301	3165	50000	SH	OTHER	02
FEDERAL HOME LN MTG CORP	COM	313400301	633	10000	SH	OTHER	
FEDERAL NATL MTG ASSN	COM	313586109	714	10000	SH	OTHER	
FEDERAL NATL MTG ASSN	COM	313586109	4282	60000	SH	OTHER	02
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	548	10000	SH	DEFINED	02
FORTUNE BRANDS INC	COM	349631101	1297	17200	SH	OTHER	02
FORTUNE BRANDS INC	COM	349631101	1297	17200	SH	OTHER	01
FOX ENTMT GROUP INC	CL A	35138T107	737	27600	SH	OTHER	01
FOX ENTMT GROUP INC	CL A	35138T107	737	27600	SH	OTHER	02
GAP INC DEL	COM	364760108	1504	62000	SH	OTHER	02
GAP INC DEL	COM	364760108	1504	62000	SH	OTHER	01
GENERAL ELEC CO	COM	369604103	1134	35000	SH	OTHER	
GENERAL ELEC CO	COM	369604103	5508	170000	SH	OTHER	02
GENERAL ELEC CO	COM	369604103	1555	48000	SH	DEFINED	
GOLDMAN SACHS GROUP INC	COM	38141G104	471	5000	SH	SOLE	
HARTFORD FINL SVCS GROUP INC	COM	416515104	20725	301500	SH	DEFINED	02
IMATION CORP	COM	45245A107	974	22850	SH	OTHER	01
IMATION CORP	COM	45245A107	974	22850	SH	OTHER	02
INTEL CORP	COM	458140100	867	31400	SH	OTHER	
INTEL CORP	COM	458140100	4540	164500	SH	OTHER	02
INTERNATIONAL BUSINESS MACHS	COM	459200101	441	5000	SH	OTHER	
INTERNATIONAL BUSINESS MACHS	COM	459200101	1763	20000	SH	OTHER	02
J P MORGAN CHASE & CO	COM	46625H100	2326	60000	SH	OTHER	02
J P MORGAN CHASE & CO	COM	46625H100	582	15000	SH	OTHER	
JOHNSON & JOHNSON	COM	478160104	5013	90000	SH	OTHER	02
JOHNSON & JOHNSON	COM	478160104	780	14000	SH	OTHER	
KNIGHT RIDDER INC	COM	499040103	648	9000	SH	OTHER	02
KNIGHT RIDDER INC	COM	499040103	648	9000	SH	OTHER	01
KRAFT FOODS INC	CL A	50075N104	2534	80000	SH	OTHER	02
KRAFT FOODS INC	CL A	50075N104	634	20000	SH	OTHER	
KRAFT FOODS INC	CL A	50075N104	982	31000	SH	DEFINED	02
KROGER CO	COM	501044101	819	45000	SH	OTHER	01
KROGER CO	COM	501044101	819	45000	SH	OTHER	02
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1386	34900	SH	OTHER	01
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1386	34900	SH	OTHER	02
LENNAR CORP	CL A	526057104	716	16000	SH	OTHER	01
LENNAR CORP	CL A	526057104	716	16000	SH	OTHER	02
LIBERTY MEDIA INTL INC	COM SER A	530719103	393	10600	SH	OTHER	01
LIBERTY MEDIA INTL INC	COM SER A	530719103	393	10600	SH	OTHER	02
LILLY ELI & CO	COM	532457108	3146	45000	SH	OTHER	02
LILLY ELI & CO	COM	532457108	699	10000	SH	OTHER	
LIMITED BRANDS INC	COM	532716107	632	33800	SH	OTHER	01
LIMITED BRANDS INC	COM	532716107	634	33900	SH	OTHER	02
LIZ CLAIBORNE INC	COM	539320101	558	15500	SH	OTHER	01
LIZ CLAIBORNE INC	COM	539320101	558	15500	SH	OTHER	02
MARSH & MCLENNAN COS INC	COM	571748102	3177	70000	SH	OTHER	02

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MARSH & MCLENNAN COS INC	COM	571748102	726	16000	SH	OTHER	
MARSHALL & ILSLEY CORP	COM	571834100	1234	31557	SH	DEFINED	
MASCO CORP	COM	574599106	1107	35500	SH	OTHER	01
MASCO CORP	COM	574599106	1107	35500	SH	OTHER	02
MATTEL INC	COM	577081102	703	38500	SH	OTHER	02
MATTEL INC	COM	577081102	703	38500	SH	OTHER	01
MAYTAG CORP	COM	578592107	694	28300	SH	OTHER	01
MAYTAG CORP	COM	578592107	694	28300	SH	OTHER	02
MBIA INC	COM	55262C100	914	16000	SH	OTHER	02
MBIA INC	COM	55262C100	914	16000	SH	OTHER	01
MCDONALDS CORP	COM	580135101	390	15000	SH	OTHER	
MCDONALDS CORP	COM	580135101	1430	55000	SH	OTHER	02
MCGRAW HILL COS INC	COM	580645109	2680	35000	SH	OTHER	02
MCGRAW HILL COS INC	COM	580645109	766	10000	SH	OTHER	
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	63	1688	SH	OTHER	
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	339	9045	SH	OTHER	02
MEDIMMUNE INC	COM	584699102	374	16000	SH	OTHER	01
MEDIMMUNE INC	COM	584699102	374	16000	SH	OTHER	02
MERCK & CO INC	COM	589331107	665	14000	SH	OTHER	
MERCK & CO INC	COM	589331107	3563	75000	SH	OTHER	02
MERRILL LYNCH & CO INC	COM	590188108	135	2500	SH	OTHER	
MERRILL LYNCH & CO INC	COM	590188108	1474	27300	SH	OTHER	02
MGIC INVT CORP WIS	COM	552848103	1434	18900	SH	OTHER	02
MGIC INVT CORP WIS	COM	552848103	1434	18900	SH	OTHER	01
MICROSOFT CORP	COM	594918104	3173	111100	SH	OTHER	02
MICROSOFT CORP	COM	594918104	588	20600	SH	OTHER	
NEWS CORP LTD	SP ADR PFD	652487802	1355	41200	SH	OTHER	02
NORTHROP GRUMMAN CORP	COM	666807102	477764	8896900	SH	DEFINED	01
OFFICE DEPOT INC	COM	676220106	648	36200	SH	OTHER	02
OFFICE DEPOT INC	COM	676220106	648	36200	SH	OTHER	01
OMNICOM GROUP INC	COM	681919106	865	11400	SH	OTHER	01
OMNICOM GROUP INC	COM	681919106	865	11400	SH	OTHER	02
PEPSI BOTTLING GROUP INC	COM	713409100	507	16600	SH	OTHER	02
PEPSI BOTTLING GROUP INC	COM	713409100	507	16600	SH	OTHER	01
PEPSICO INC	COM	713448108	814	15100	SH	OTHER	
PEPSICO INC	COM	713448108	3772	70000	SH	OTHER	02
PFIZER INC	COM	717081103	1200	35000	SH	OTHER	
PFIZER INC	COM	717081103	7199	210000	SH	OTHER	02
PROCTER & GAMBLE CO	COM	742718109	615	11300	SH	OTHER	
PROCTER & GAMBLE CO	COM	742718109	4998	91800	SH	OTHER	02
REYNOLDS & REYNOLDS CO	CL A	761695105	782	33800	SH	OTHER	02
REYNOLDS & REYNOLDS CO	CL A	761695105	782	33800	SH	OTHER	01
ROYAL DUTCH PETE CO	NY REG EUR .56	780257804	1550	30000	SH	OTHER	02
SOVEREIGN BANCORP INC	COM	845905108	1291	58400	SH	OTHER	02
SOVEREIGN BANCORP INC	COM	845905108	1291	58400	SH	OTHER	01
SPX CORP	COM	784635104	975	21000	SH	OTHER	02
SPX CORP	COM	784635104	975	21000	SH	OTHER	02
SUNTRUST BKS INC	COM	867914103	2275	35000	SH	OTHER	02
SUNTRUST BKS INC	COM	867914103	526	8100	SH	OTHER	
SYBASE INC	COM	871130100	540	30000	SH	OTHER	01
SYBASE INC	COM	871130100	540	30000	SH	OTHER	02
SYNOPSYS INC	COM	871607107	1023	36000	SH	OTHER	02
SYNOPSYS INC	COM	871607107	1023	36000	SH	OTHER	01
TARGET CORP	COM	87612E106	1911	45000	SH	OTHER	02
TARGET CORP	COM	87612E106	425	10000	SH	OTHER	
TIFFANY & CO NEW	COM	886547108	420	11400	SH	OTHER	01
TIFFANY & CO NEW	COM	886547108	420	11400	SH	OTHER	02
TIME WARNER INC	COM	887317105	615	35000	SH	OTHER	02
TIME WARNER INC	COM	887317105	264	15000	SH	OTHER	
UNITED PARCEL SERVICE INC	CL B	911312106	301	4000	SH	OTHER	
UNITED PARCEL SERVICE INC	CL B	911312106	1503	20000	SH	OTHER	02
UNIVERSAL AMERN FINL CORP	COM	913377107	1087	99012	SH	DEFINED	

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UNOVA INC	COM	91529B106	256320	12657764	SH	DEFINED	01
VIACOM INC	CL B	925524308	714	20000	SH	OTHER	02
WAL MART STORES INC	COM	931142103	633	12000	SH	OTHER	
WAL MART STORES INC	COM	931142103	3482	66000	SH	OTHER	02
WALGREEN CO	COM	931422109	3259	90000	SH	OTHER	02
WALGREEN CO	COM	931422109	724	20000	SH	OTHER	
WASHINGTON MUT INC	COM	939322103	1685	43600	SH	OTHER	01
WASHINGTON MUT INC	COM	939322103	1685	43600	SH	OTHER	02
WATSON PHARMACEUTICALS INC	COM	942683103	815	30300	SH	OTHER	01
WATSON PHARMACEUTICALS INC	COM	942683103	815	30300	SH	OTHER	02
WENDYS INTL INC	COM	950590109	348	10000	SH	OTHER	01
WENDYS INTL INC	COM	950590109	348	10000	SH	OTHER	02
WILMINGTON TRUST CORP	COM	971807102	491	13200	SH	OTHER	01
WILMINGTON TRUST CORP	COM	971807102	491	13200	SH	OTHER	02
XEROX CORP	COM	984121103	1494	103000	SH	OTHER	01
XEROX CORP	COM	984121103	1494	103000	SH	OTHER	02
YUM BRANDS INC	COM	988498101	659	17700	SH	OTHER	01
YUM BRANDS INC	COM	988498101	659	17700	SH	OTHER	02