

Edgar Filing: LITTON INDUSTRIES INC - Form SC 13D/A

LITTON INDUSTRIES INC  
Form SC 13D/A  
April 13, 2001

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 7)

Litton Industries, Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

538021 10 6

-----  
(CUSIP Number)

Scott Renwick  
Unitrin, Inc.  
One East Wacker Drive  
Chicago, IL 60601  
(312) 661-4520

-----  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

April 3, 2001

-----  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of ss.ss.240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. [ ]

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. Seess.240.13d-7 for other parties to whom copies are to be sent.

(Continued on following pages)

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SCHEDULE 13D

CUSIP No. 538021 10 6

Page 2 of 6 Pages

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Unitrin, Inc.  
95-4255452

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) [ ]

(b) [ ]

3. SEC Use Only

4. Source of Funds (See Instructions)

N/A

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to  
Items 2(d) or 2(e) [ ]

6. Citizenship or Place of Organization

Delaware

7. Sole Voting Power

0

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person  
With

8. Shared Voting Power

0

9. Sole Dispositive Power

0

10. Shared Dispositive Power

0

11. Aggregate Amount Beneficially Owned by Each Reporting Person

0

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares  
(See Instructions) [ ]

13. Percent of Class Represented by Amount in Row (11)

0

14. Type of Reporting Person (See Instructions)

HC, CO

CUSIP No. 538021 10 6

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1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Trinity Universal Insurance Company 75-0620550

2. Check the Appropriate Box if a Member of a Group (See Instructions)

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(a) [ ]  
(b) [ ]

-----  
3. SEC Use Only  
-----

4. Source of Funds (See Instructions) N/A  
-----

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to  
Items 2(d) or 2(e) [ ]  
-----

6. Citizenship or Place of Organization Texas  
-----

	7. Sole Voting Power
	0
Number of	-----
Shares	8. Shared Voting Power
Beneficially	0
Owned by	-----
Each	9. Sole Dispositive Power
Reporting	0
Person	-----
With	10. Shared Dispositive Power
	0

-----  
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
0  
-----

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares  
(See Instructions) [ ]  
-----

13. Percent of Class Represented by Amount in Row (11)  
0  
-----

14. Type of Reporting Person (See Instructions)  
IC, CO  
-----

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1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

United Insurance Company of America 36-1896670  
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2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a) [ ]  
(b) [ ]  
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3. SEC Use Only  
-----

4. Source of Funds (See Instructions) N/A  
-----

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to  
Items 2(d) or 2(e) [ ]  
-----

6. Citizenship or Place of Organization  
Illinois

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-----  
Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person  
With

7. Sole Voting Power  
0

-----  
8. Shared Voting Power  
0

-----  
9. Sole Dispositive Power  
0

-----  
10. Shared Dispositive Power  
0

-----

11. Aggregate Amount Beneficially Owned by Each Reporting Person  
0

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares  
(See Instructions) [ ]

13. Percent of Class Represented by Amount in Row (11)  
0

14. Type of Reporting Person (See Instructions)  
IC, CO

CUSIP No. 538021 10 6

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1. Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Union National Life Insurance Company 72-0340280

2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a) [ ]  
(b) [ ]

3. SEC Use Only

4. Source of Funds (See Instructions) N/A

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to  
Items 2(d) or 2(e) [ ]

6. Citizenship or Place of Organization Louisiana

-----  
Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person  
With

7. Sole Voting Power  
0

-----  
8. Shared Voting Power  
0

-----  
9. Sole Dispositive Power  
0

-----  
10. Shared Dispositive Power  
0

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11. Aggregate Amount Beneficially Owned by Each Reporting Person  
0

-----  
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares  
(See Instructions) [ ]

-----  
13. Percent of Class Represented by Amount in Row (11)  
0

-----  
14. Type of Reporting Person (See Instructions)  
IC, CO

Amendment No. 7 to Schedule 13D

Page 6 of 6 Pages

This Amendment No. 7 amends and supplements the Schedule 13D originally filed by Unitrin, Inc., Trinity Universal Insurance Company and United Insurance Company of America, dated April 6, 1990, as amended by Amendment No. 1 thereto, dated August 20, 1993, Amendment No. 2 thereto, dated October 5, 1995, Amendment No. 3 thereto, dated December 29, 2000, which Amendment No. 3 added Union National Life Insurance Company as a filing person, Amendment No. 4 thereto, dated January 16, 2001, Amendment No. 5 thereto, dated January 24, 2001, and Amendment No. 6 thereto, dated January 31, 2001. Terms used herein and not otherwise defined have the meanings given such terms in the original Schedule 13D, dated April 6, 1990, or in Amendment No. 6 thereto.

Item 1. Security and Issuer

The class of equity securities to which this Schedule 13D relates is the common stock, par value \$1.00 per share, of Litton Industries, Inc., a Delaware corporation (the "Issuer"). The principal executive offices of the Issuer are located at 21240 Burbank Boulevard, Woodland Hills, California 91367-6675.

Item 4. Purpose of Transaction

Item 4 of Schedule 13D is hereby amended to add the following to the end of Item 4:

"On April 3, 2001, Northrop announced the completion of the purchase of all tendered shares of the Issuer in connection with the Transaction. As a result, neither Unitrin nor any of the Unitrin Subsidiaries is the beneficial owner of any shares of the Issuer."

Item 5. Interest in Securities of the Issuer

Item 5 of Schedule 13D is hereby amended and restated in its entirety to read as follows:

"As of April 3, 2001, the filing persons no longer beneficially own any equity securities of the Issuer."

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete

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and correct.

DATE: April 13, 2001

UNITRIN, INC.

By: /s/ Scott Renwick

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Scott Renwick  
Secretary