

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

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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 Pursua9nt to
Items 2(d) or 2(e) []

6. Citizenship or Place of Organization
Delaware

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

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

Page 3 of 6 Pages

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 |
| | 0 |
| Beneficially Owned by | 9. Sole Dispositive Power |
| | 0 |
| Each Reporting Person | 10. Shared Dispositive Power |
| With | 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

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
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

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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

Scott Renwick
Secretary