UNITEDHEALTH GROUP INC
Form 10-Q/A
January 20, 2004

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 10-Q/A
QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2003
or
TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from to

Commission file number: 1-10864

# UnitedHealth Group Incorporated 

(Exact name of registrant as specified in its charter)

Minnesota<br>(State or other jurisdiction of incorporation or organization)<br>UnitedHealth Group Center<br>9900 Bren Road East<br>Minnetonka, Minnesota<br>(Address of principal executive offices)<br>41-1321939<br>(I.R.S. Employer<br>Identification No.)<br>55343<br>(Zip Code)

(952) 936-1300
(Registrant stelephone number, including area code)
Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes $p$ No o

As of August 11, 2003, 596,223,753 shares of the registrant s Common Stock, $\$ .01$ par value per share, were issued and outstanding.

## Edgar Filing: UNITEDHEALTH GROUP INC - Form 10-Q/A

## Explanatory Note

The Company is filing this amendment to its Quarterly Report on Form 10-Q, originally filed with the Securities and Exchange Commission on August 13, 2003, solely for the purpose of refiling Exhibit 10.

## Item 6. Exhibits and Reports on Form 8-K

(a) The following exhibits are filed in response to Item 601 of Regulation S-K.

Exhibit
Number

## Description

Exhibit 10 Amendments to Pharmacy Benefit Management Agreement between United HealthCare Services, Inc. and Merck Medco Managed Care, LLC
Exhibit 31
Certifications Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

Pursuant to Rule 24b-2 of the Securities Exchange Act of 1934, as amended, confidential portions of this Exhibit have been redacted and filed separately with the Securities and Exchange Commission pursuant to a request for confidential treatment.
(b) Reports on Form 8-K

The Company filed two Current Reports on Form 8-K during the quarter ended June 30, 2003. These reports were filed on May 8, 2003 and May 21, 2003. The May 8, 2003 report provided information regarding a declaration by the Board of Directors of a two-for-one stock split of the Company s common stock in the form of a 100 percent common stock dividend issuable on June 18, 2003 to shareholders of record on June 2, 2003. The May 21, 2003 report provided information pursuant to Regulation FD relating to presentations by officers of the Company at investor meetings and conferences.

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

## UNITEDHEALTH GROUP INCORPORATED

/s/ STEPHEN J. HEMSLEY

Stephen J. Hemsley
/s/ PATRICK J. ERLANDSON

Patrick J. Erlandson

President and Chief Operating Officer

Chief Financial Officer and
Chief Accounting Officer

Dated: January 20, 2004

Dated: January 20, 2004

## EXHIBITS

Exhibit
Number

## Description

| Exhibit 10 | Amendments to Pharmacy Benefit Management Agreement between United HealthCare Services, |
| :---: | :--- |
| Inc. and Merck Medco Managed Care, LLC |  |
| Exhibit 31 | Certifications Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 |

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