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UNITEDHEALTH GROUP INC

Form 4

Common

Common

Stock

Stock

September 26, 2013

September 26	5, 2013								
FORM	4						PPROVAL		
	UNITEDS		RITIES AND EXC shington, D.C. 20		COMMISSION	OMB Number:	3235-0287		
Check this if no long subject to Section 10	er STATEMI	ENT OF CHAN	GES IN BENEFI SECURITIES	CIAL OW	NERSHIP OF	Expires: Estimated a burden hou	ırs per		
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940									
(Print or Type R	esponses)								
	ddress of Reporting Po DALE DOUGLAS		r Name and Ticker or	Γrading	5. Relationship of Reporting Person(s) to Issuer				
		UNITE [UNH]	DHEALTH GROU	JP INC	(Check all applicable)				
(Last) (First) (Middle) 3. Date of I (Month/Da			f Earliest Transaction Oay/Year)		_X_ Director 10% Owner Officer (give title Other (specify				
C/O UNITEDHEALTH 09/24/2013 GROUP, 9900 BREN ROAD EAST									
			endment, Date Original hth/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
MINNETON	NKA, MN 55343				Form filed by M Person	More than One R	eporting		
(City)	(State) (Z	Zip) Tabl	e I - Non-Derivative	Securities Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securi TransactionAcquired Code Disposed (Instr. 8) (Instr. 3,	(A) or 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	09/24/2013		Code V Amount A 57 (1)	(D) Price A \$0	912,936	D			
Common Stock					2,200	I	by Trust 1		
Common Stock					2,200	I	by Trust 2		

by Trust 3

by Trust 4

(3)

2,200

9,200

I

I

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Common Stock	9,200	I	by Trust 5
Common Stock	9,200	I	by Trust 6
Common Stock	9,200	Ι	by Trust 7

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title Amour Underl Securit (Instr.	nt of ying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
LEATHERDALE DOUGLAS W C/O UNITEDHEALTH GROUP 9900 BREN ROAD EAST MINNETONKA, MN 55343	X					

Signatures

Amy L. Schneider, Attorney-in-Fact for Douglas W. 09/26/2013 Leatherdale

> Date **Signature of Reporting Person

2 Reporting Owners

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Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents dividend equivalents paid on vested deferred stock units. The dividend equivalents are immediately vested but must be retained by the director until the director's completion of service on the Board.
- These shares are held in an irrevocable trust for the benefit of the reporting person's grandchild. The reporting person disclaims beneficial ownership of the shares held by his grandchild's irrevocable trust, and this report should not be deemed an admission that the reporting person is the beneficial owner of the shares held by the irrevocable trust for the purposes of Section 16 or for any other purpose.
- These shares are held in an irrevocable trust for the benefit of the reporting person's child. The reporting person disclaims beneficial ownership of the shares held by his child's irrevocable trust, and this report should not be deemed an admission that the reporting person is the beneficial owner of the shares held by the irrevocable trust for the purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.