#### UNITEDHEALTH GROUP INC

Form 4

February 12, 2013

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

Expires:

3235-0287

January 31, 2005

0.5

Estimated average

**OMB APPROVAL** 

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* RENFRO LARRY C

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

UNITEDHEALTH GROUP INC

(Check all applicable)

EVP, UHG and CEO, Optum

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner X\_ Officer (give title

(Month/Day/Year) 02/08/2013

[UNH]

below)

Other (specify below)

C/O UNITEDHEALTH GROUP, 9900 BREN ROAD EAST

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

MINNETONKA, MN 55343

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Price

57.74

2. Transaction Date 2A. Deemed 1. Title of Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned **Following** 

6. Ownership Form: Direct (D) or Indirect (I)

(Instr. 4)

Indirect Beneficial Ownership (Instr. 4)

7. Nature of

(A) or

Reported

Transaction(s) (Instr. 3 and 4)

Common Stock

02/08/2013

Code V Amount (D) F D 3.576

251,174.043 D

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

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SEC 1474 (9-02)

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

#### Edgar Filing: UNITEDHEALTH GROUP INC - Form 4

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.                | 5.                     | 6. Date Exer | cisable and | 7. Title        | and      | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|-------------------|------------------------|--------------|-------------|-----------------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | TransactionNumber |                        | Expiration D | ate         | Amour           | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code              | of                     | (Month/Day/  | Year)       | Underl          | ying     | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)        | Derivative             | e            |             | Securit         | ies      | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |                   | Securities<br>Acquired |              |             | (Instr. :       | 3 and 4) |             | Owne   |
|             | Security    |                     |                    |                   |                        |              |             |                 |          |             | Follo  |
|             | ·           |                     |                    |                   | (A) or                 |              |             |                 |          |             | Repo   |
|             |             |                     |                    |                   | Disposed               |              |             |                 |          |             | Trans  |
|             |             |                     |                    |                   | of (D)                 |              |             |                 |          |             | (Instr |
|             |             |                     |                    |                   | (Instr. 3,             |              |             |                 |          |             |        |
|             |             |                     |                    |                   | 4, and 5)              |              |             |                 |          |             |        |
|             |             |                     |                    |                   |                        |              |             |                 | A        |             |        |
|             |             |                     |                    |                   |                        |              |             |                 | Amount   |             |        |
|             |             |                     |                    |                   |                        | Date         |             |                 | or       |             |        |
|             |             |                     |                    |                   |                        | Exercisable  |             | Title Number of |          |             |        |
|             |             |                     |                    |                   |                        |              |             |                 |          |             |        |
|             |             |                     |                    | Code V            | (A) (D)                |              |             |                 | Shares   |             |        |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

RENFRO LARRY C C/O UNITEDHEALTH GROUP 9900 BREN ROAD EAST MINNETONKA, MN 55343

EVP, UHG and CEO, Optum

## **Signatures**

Dannette L. Smith, Attorney-in-Fact for Larry C. Renfro

02/12/2013

\*\*Signature of Reporting Person

Date

### **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).

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.

Reporting Owners 2