UNITEDHEALTH GROUP INC

Form 4

Common

Common

Common

Common

Stock

Stock

Stock

Stock

11/30/2004

11/30/2004

11/30/2004

December 01, 2004

Washington, D.C. 20549 Check this box if no longer subject to Section 16. Form 4 or Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Washington, D.C. 20549 Number: Expires: January 3 Expires: 200 Estimated average burden hours per response 0	OIVID AFFICVAL										
Check this box if no longer subject to Section 16. Form 4 or Section 2 or Section 2 or Section 3 or Section 2 or Section 3	OMMICCION	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									
Check this box if no longer subject to Section 16. Form 4 or Section 2 or Section 16. Form 4 or Section 16. SECURITIES SECURITIES SECURITIES Lanuary 3 200 Estimated average burden hours per response 0	2025 0207										
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. Form 4 or SECURITIES SECURITIES Estimated average burden hours per response 0	Expires: January 31,	Check this box									
Section 16. SECURITIES burden hours per response 0	ERSHIP OF										
Form 4 or response 0	•	CECHIDIDE									
Form 5 Eilad murguent to Section 16(a) of the Securities Eychange Act of 1024											
obligations	Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934.										
may continue Section 17(a) of the Public Othicy Holding Company Act of 1933 of Section	obligations may continue Section 17(a) of the Public Utility Holding Company Act of 1935 or Section										
See Instruction 30(h) of the Investment Company Act of 1940)	20(h) at the Investment Comment A at at 10									
1(b).											
(Print or Type Responses)		· Type Perpenses)									
(Finit of Type Responses)		Type Responses)									
1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to	5. Relationship of Reporting Person(s) to	e and Address of Reporting Person * 2 Issuer Name and Ticker or Trading									
MCGUIRE WILLIAM W Symbol Issuer		THE WILLIAM W									
UNITEDHEALTH GROUP INC		· · · · · · · · · · · · · · · · · · ·									
[UNH] (Check all applicable)	(Check all applicable)										
(Last) (First) (Middle) 3. Date of Earliest TransactionX_ Director 10% Owner	X Director 10% Owner	ast) (First) (Middle) 3. Date of Earliest Transaction									
(Month/Day/Year)X_ Officer (give title Other (specify		(Month/Day/Year)									
C/O UNITEDHEALTH GROUP 11/30/2004 below) below) below) Chair & CEO, UnitedHealth Grp		INITEDHEALTH GROUP 11/30/2004									
INCORPORATED, 9900 BREN	от о										
ROAD EAST		DEAST									
(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check	6. Individual or Joint/Group Filing(Check	(Street) 4. If Amendment, Date Original									
Filed(Month/Day/Year) Applicable Line)	**	Filed(Month/Day/Year)									
X Form filed by One Reporting Person Form filed by More than One Reporting											
MINNETONKA, MN 55343 — Form thed by More than One Reporting Person		IETONKA, MN 55343									
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned	aired, Disposed of, or Beneficially Owned	ity) (State) (Zip) Table I - Non-Derivative Securities Acc									
1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) or 5. Amount of 6. 7. Nature	or 5. Amount of 6. 7. Nature	of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A)									
* * /											
	5										
(Month/Day/Year) (Instr. 8) Owned Direct (D) Ownershi Following or Indirect (Instr. 4)	` /	(Month/Day/Year) (Instr. 8) Owned									
Reported (I)											
(A) Transaction(s) (Instr. 4)											
Code V Amount (D) Price (Instr. 3 and 4)	e (Instr. 3 and 4)										

M

M

S

\$

11.7188

10.7657

\$ 80.6

1,000,000 A

1,654,000 D

654,000

1,322,425

1,976,425

322,425

3,184

D

D

D

Ι

by

401(k)

Edgar Filing: UNITEDHEALTH GROUP INC - Form 4

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 required to respond unless the form displays a currently valid OMB control number.

Relationships

(9-02)

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying So (Instr. 3 and 4
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 10.7657	11/30/2004		M	654,000	02/16/1999	10/27/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 11.7188	11/30/2004		M	1,000,000	01/01/1998	02/11/2007	Common Stock

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
MCGUIRE WILLIAM W				
C/O UNITEDHEALTH GROUP				
INCORPORATED	X		Chair & CEO, UnitedHealth Grp	

9900 BREN ROAD EAST MINNETONKA, MN 55343

Signatures

By: David J. Lubben For: William W. 12/01/2004 McGuire

> **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