

UNITEDHEALTH GROUP INC
Form 3
November 16, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â Mikan George Lawrence III</p> <p>(Last) (First) (Middle)</p> <p>C/O UNITEDHEALTH GROUP INCORPORATED,Â 9900 BREN ROAD EAST</p> <p>(Street)</p> <p>MINNETONKA,Â MNÂ 55343</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>11/07/2006</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>UNITEDHEALTH GROUP INC [UNH]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Exec VP & CFO</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	8,586	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (Right to Buy)	Â <u>(1)</u>	06/01/2011	Common Stock	40,000	\$ 14.17	D	Â
Non-Qualified Stock Option (Right to Buy)	Â <u>(2)</u>	01/07/2012	Common Stock	85,000	\$ 17.38	D	Â
Non-Qualified Stock Option (Right to Buy)	Â <u>(3)</u>	02/12/2013	Common Stock	100,000	\$ 20.06	D	Â
Non-Qualified Stock Option (Right to Buy)	Â <u>(4)</u>	08/05/2012	Common Stock	60,000	\$ 20.53	D	Â
Non-Qualified Stock Option (Right to Buy)	Â <u>(5)</u>	10/28/2013	Common Stock	70,000	\$ 26.17	D	Â
Non-Qualified Stock Option (Right to Buy)	Â <u>(6)</u>	05/10/2014	Common Stock	150,000	\$ 30.17	D	Â
Non-Qualified Stock Option (Right to Buy)	Â <u>(7)</u>	11/04/2014	Common Stock	190,000	\$ 38.87	D	Â
Non-Qualified Stock Option (Right to Buy)	Â <u>(8)</u>	05/02/2015	Common Stock	100,000	\$ 47.34	D	Â
Non-Qualified Stock Option (Right to Buy)	Â <u>(9)</u>	10/31/2015	Common Stock	45,000	\$ 57.89	D	Â
Non-Qualified Stock Option (Right to Buy)	Â <u>(10)</u>	05/02/2016	Common Stock	125,000	\$ 48.58	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mikan George Lawrence III C/O UNITEDHEALTH GROUP INCORPORATED 9900 BREN ROAD EAST MINNETONKA, MN 55343	Â	Â	Â Exec VP & CFO	Â

Signatures

/s/ GEORGE L
MIKAN III

11/16/2006

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The option is exercisable in four equal annual installments beginning 6/1/02.

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- (2) The option is exercisable in four equal annual installments beginning 1/7/03.
- (3) The option is exercisable in four equal annual installments beginning 2/12/04.
- (4) The option is exercisable in four equal annual installments beginning 8/5/03.
- (5) The option is exercisable in four equal annual installments beginning 10/28/04.
- (6) The option is exercisable in four equal annual installments beginning 5/10/05.
- (7) The option is exercisable in four equal annual installments beginning 11/4/04.
- (8) The option is exercisable in four equal annual installments beginning 5/2/2006.
- (9) The option is exercisable in four equal annual installments beginning 10/31/06.
- (10) The stock appreciation rights are exercisable in four equal annual installments beginning 5/2/07.

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.