

UNITED THERAPEUTICS Corp
Form 4
October 01, 2015

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person *
ROTHBLATT MARTINE A

2. Issuer Name and Ticker or Trading Symbol
UNITED THERAPEUTICS Corp
[UTHR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & Co-CEO

(Last) (First) (Middle)
C/O UNITED THERAPEUTICS CORPORATION, 1040 SPRING STREET

3. Date of Earliest Transaction (Month/Day/Year)
09/30/2015

(Street)
SILVER SPRING, MD 20910

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 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)
			Code	V	Amount or Price		
Common Stock	09/30/2015		M ⁽¹⁾		2,211 A \$ 63.22	2,451	D
Common Stock	09/30/2015		S ⁽¹⁾		1,092 D \$ 131.6498	1,359	D
Common Stock	09/30/2015		S ⁽¹⁾		219 D \$ 132.3456	1,140	D
Common Stock	09/30/2015		S ⁽¹⁾		300 D \$ 133.6	840	D

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Stock						<u>(4)</u>			
Common Stock	09/30/2015	S ⁽¹⁾	100	D	\$ 135.68	740		D	
Common Stock	09/30/2015	S ⁽¹⁾	100	D	\$ 137	640		D	
Common Stock	09/30/2015	S ⁽¹⁾	200	D	\$ 138.955	440	<u>(5)</u>	D	
Common Stock	09/30/2015	S ⁽¹⁾	100	D	\$ 139.79	340		D	
Common Stock	09/30/2015	S ⁽¹⁾	100	D	\$ 142.94	240		D	
Common Stock	10/01/2015	M ⁽¹⁾	4,115	A	\$ 34.56	4,355	<u>(6)</u>	D	
Common Stock	10/01/2015	S ⁽¹⁾	3,890	D	\$ 129.5462	465	<u>(7)</u>	D	
Common Stock	10/01/2015	S ⁽¹⁾	225	D	\$ 130.195	240		D	
Common Stock						166		I	By Spouse
Common Stock						625,031.05		I	By Trusts

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

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(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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 63.22	09/30/2015		M ⁽¹⁾	2,211	12/31/2010 12/31/2020	Common Stock 2,211		

Stock Options	\$ 34.56	10/01/2015	M ⁽¹⁾	4,115	12/30/2005	12/30/2015	Common Stock	4,115
Stock Options	\$ 52.65				12/31/2009	12/31/2019	Common Stock	440,612

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROTHBLATT MARTINE A C/O UNITED THERAPEUTICS CORPORATION 1040 SPRING STREET SILVER SPRING, MD 20910	X		Chairman & Co-CEO	

Signatures

/s/ John S. Hess, Jr. under Power of Attorney
10/01/2015

__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).
- (1) This exercise of stock options and corresponding sale of shares was pursuant to a Rule 10b5-1 trading plan entered into by the reporting person.
This transaction was executed in multiple trades at prices ranging from \$131.18 to \$132.10. The price reported above reflects the weighted average price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (2) This transaction was executed in multiple trades at prices ranging from \$132.30 to \$132.51. The price reported above reflects the weighted average price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (3) This transaction was executed in multiple trades at prices ranging from \$133.39 to \$133.79. The price reported above reflects the weighted average price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (4) This transaction was executed in multiple trades at prices ranging from \$138.75 to \$139.16. The price reported above reflects the weighted average price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (5) Exercise price and number of shares/awards has been adjusted to reflect the issuer's two-for-one stock split on September 22, 2009.
- (6) This transaction was executed in multiple trades at prices ranging from \$129.13 to \$130.1001. The price reported above reflects the weighted average price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (7) Adjusted downward to reflect the exercise and sale of 2,211 shares on February 18, 2015, which was initially reported in error as the exercise of 2,211 options granted to the reporting person on December 31, 2009.
- (8) Adjusted upward to reflect the exercise and sale of 2,211 shares on February 18, 2015 from the stock option granted on December 31, 2009, which was initially reported in error as the exercise of 2,211 options granted to the reporting person on December 31, 2010.
- (9)

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.