

Edgar Filing: Walsh Christopher James - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Appreciation Rights	02/03/2010 ⁽²⁾	02/03/2019	Common Stock	84,842	\$ 29.74	D	Â
Stock Appreciation Rights	06/05/2009 ⁽³⁾	06/05/2018	Common Stock	70,709	\$ 33.94	D	Â
Stock Appreciation Rights	10/29/2008 ⁽⁴⁾	10/29/2017	Common Stock	80,000	\$ 47.95	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Walsh Christopher James C/O UNITEDHEALTH GROUP INCORPORATED 9900 BREN ROAD EAST MINNETONKA, MN 55343	Â	Â	Â EVP and General Counsel	Â

Signatures

By: Dannette L. Smith, Attorney-in-Fact For: Christopher J. Walsh

10/28/2009

__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).

Includes restricted stock award that vests 25% annually on October 29 from the years 2008 through 2011; restricted stock unit award that

(1) vests 25% annually on June 5 from the years 2009 through 2012; restricted stock unit award that vests 25% annually on February 3 from the years 2010 through 2013; and shares acquired under UnitedHealth Group's Employee Stock Purchase Plan.

(2) The stock appreciation rights vest at a rate of 25% annually on February 3 from the years 2010 through 2013.

(3) The stock appreciation rights vest at a rate of 25% annually on June 5 from the years 2009 through 2012.

(4) The stock appreciation rights vest at a rate of 25% annually on October 29 from the years 2008 through 2011.

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Remarks:

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Exhibit List

Exhibit 24 - Power of Attorney

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.