

UNITEDHEALTH GROUP INC

Form 8-K

June 06, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 8-K

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Current Report

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

Date of report (Date of earliest event reported): June 3, 2013

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UNITEDHEALTH GROUP INCORPORATED

(Exact name of registrant as specified in its charter)

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Minnesota	1-10864	41-1321939
(State or other		
jurisdiction of	(Commission File	(I.R.S. Employer
incorporation)	Number)	Identification No.)

UnitedHealth Group Center, 9900 Bren Road East, Minnetonka, Minnesota 55343

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (952) 936-1300

N/A

(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

-- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

-- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

-- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

-- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

## Item 5.07. Submission of Matters to a Vote of Security Holders.

On June 3, 2013, UnitedHealth Group Incorporated (the “Company”) held its annual meeting of shareholders. There were 881,265,144 shares of common stock represented either in person or by proxy at this meeting. The shareholders of the Company voted as follows on the following matters at the annual meeting:

1. Election of Directors. The eleven directors were elected at the annual meeting for a one-year term based upon the following votes:

Director Nominee	For	Against	Abstain	Broker Non-Votes
William C. Ballard, Jr.	745,673,077	60,665,968	8,654,491	66,271,608
Edson Bueno, M.D.	803,194,644	9,853,144	1,945,748	66,271,608
Richard T. Burke	742,946,964	63,363,411	8,683,161	66,271,608
Robert J. Darretta	808,233,976	2,880,549	3,879,011	66,271,608
Stephen J. Hemsley	801,623,882	11,516,795	1,852,859	66,271,608
Michele J. Hooper	808,126,523	3,095,663	3,771,350	66,271,608
Rodger A. Lawson	810,120,650	2,903,197	1,969,689	66,271,608
Douglas W. Leatherdale	740,675,670	65,653,972	8,663,894	66,271,608
Glenn M. Renwick	792,885,002	18,227,812	3,880,722	66,271,608
Kenneth I. Shine, M.D.	805,128,600	6,063,182	3,801,754	66,271,608
Gail R. Wilensky, Ph.D.	746,403,128	59,930,002	8,660,406	66,271,608

2. Non-binding advisory vote on executive compensation. The Company's executive compensation was approved by a non-binding advisory vote based upon the following votes:

For	Against	Abstain	Broker Non-Votes
794,590,178	17,141,385	3,261,973	66,271,608

Ratification of the appointment of Deloitte & Touche LLP. The appointment of Deloitte & Touche LLP as the independent registered public accounting firm for the Company for the fiscal year ending December 31, 2013 was ratified based upon the following votes:

For	Against	Abstain
872,436,290	6,901,848	1,927,006

4. Shareholder proposal requesting additional lobbying disclosure. The shareholder proposal was not approved based upon the following votes:

For	Against	Abstain	Broker Non-Votes
159,872,726	491,354,562	163,766,248	66,271,608

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

UNITEDHEALTH GROUP INCORPORATED

By: /s/ Dannette L. Smith  
Dannette L. Smith  
Secretary to the Board of Directors

Date: June 6, 2013