MUNSELL WILLIAM A
Form 3
November 12, 2004

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)

1. Name and Address of Reporting Person *
Â MUNSELL WILLIAM A
(Last) (First) (Middle)

C/O UNITEDHEALTH GROUP INCORPORATED,Â 9900 BREN ROAD EAST
(Street)

MINNETONKA,Â MNÂ 55343
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
11/04/2004

3. Issuer Name **and** Ticker or Trading Symbol
UNITEDHEALTH GROUP INC [UNH]

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
CEO, Specialized Care Services

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

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

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	8,553 (1)	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)

	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 (2)	10/13/2009	Common Stock	40	$ 10.0313	D	Â
Non-Qualified Stock Option (right to buy)	Â (3)	02/06/2008	Common Stock	7,504	$ 13.0625	D	Â
Non-Qualified Stock Option (right to buy)	Â (4)	07/26/2010	Common Stock	60,000	$ 19.5469	D	Â
Non-Qualified Stock Option (right to buy)	Â (5)	01/17/2011	Common Stock	90,000	$ 26.3438	D	Â
Non-Qualified Stock Option (right to buy)	Â (6)	01/07/2012	Common Stock	80,000	$ 34.775	D	Â
Non-Qualified Stock Option (right to buy)	Â (7)	02/12/2013	Common Stock	50,000	$ 40.12	D	Â
Non-Qualified Stock Option (right to buy)	Â (8)	08/05/2012	Common Stock	60,000	$ 41.07	D	Â
Non-Qualified Stock Option (right to buy)	Â (9)	10/28/2013	Common Stock	35,000	$ 52.35	D	Â
Non-Qualified Stock Option (right to buy)	Â (10)	05/10/2014	Common Stock	15,000	$ 60.34	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MUNSELL WILLIAM A C/O UNITEDHEALTH GROUP INCORPORATED 9900 BREN ROAD EAST MINNETONKA,Â MNÂ 55343	Â	Â	Â CEO, Specialized Care Services	Â

Signatures

William A. Munsell	11/12/2004
**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) Shares were purchased under the Employee Stock Purchase Plan

(2) The option is exercisable in four equal annual installments beginning December 1, 2000.

(3)

The option is exercisable as follows: 25% on 2/6/99; 18.75% on each of August 1, 2001, 2002 and 2003; and 18.75% on February 6, 2004.

(4) The option is exercisable in four equal annual installments beginning 7/26/01.

(5) The option is exercisable in four equal annual installments beginning 1/17/02.

(6) The option is exercisable in four equal annual installments beginning 1/7/03.

(7) The option is exercisable in four equal annual installments beginning 2/12/04.

(8) The option is exercisable in four equal annual installments beginning 8/5/03.

(9) The option is exercisable in four equal annual installments beginning 10/28/04.

(10) The option is exercisable in four equal annual installments beginning 5/10/05.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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