

UNITED THERAPEUTICS Corp

Form 4

April 07, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

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

(Last) (First) (Middle)

C/O UNITED THERAPEUTICS  
CORPORATION, 1040 SPRING  
STREET

(Street)

SILVER SPRING, MD 20910

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/03/2014

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
CEO

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

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 04/03/2014                              |                                                             | M <sup>(1)</sup>                     | 3,833 A                                                                 | \$ 34.56<br>(2)                                                                                                    | 3,973                                                                   | D                                                                 |
| Common<br>Stock                       | 04/03/2014                              |                                                             | S <sup>(1)</sup>                     | 3,833 D                                                                 | \$<br>93.1449<br>(3)                                                                                               | 140                                                                     | D                                                                 |
| Common<br>Stock                       | 04/03/2014                              |                                                             | M <sup>(1)</sup>                     | 5,233 A                                                                 | \$ 30.75<br>(2)                                                                                                    | 5,373                                                                   | D                                                                 |
| Common<br>Stock                       | 04/03/2014                              |                                                             | S <sup>(1)</sup>                     | 3,830 D                                                                 | \$<br>94.0431                                                                                                      | 1,543                                                                   | D                                                                 |

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|              |            |                  |     |   |                                 |            |   |           |
|--------------|------------|------------------|-----|---|---------------------------------|------------|---|-----------|
| Common Stock | 04/03/2014 | S <sup>(1)</sup> | 603 | D | <sup>(4)</sup><br>\$<br>93.6375 | 940        | D |           |
| Common Stock | 04/03/2014 | S <sup>(1)</sup> | 800 | D | <sup>(5)</sup><br>\$<br>95.1925 | 140        | D |           |
| Common Stock |            |                  |     |   |                                 | 166        | I | By Spouse |
| Common Stock |            |                  |     |   |                                 | 533,094.05 | I | By Trusts |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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) |  | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------|---------------------------------------------------------------|--|-------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date | Title                                                         |  | Amount or Number of Shares    |
| Stock Options                              | \$ 34.56 <sup>(2)</sup>                                | 04/03/2014                           |                                                    | M <sup>(1)</sup>               | 3,833                                                                                   | 12/30/2005                                               | 12/30/2015      | Common Stock                                                  |  | 3,833                         |
| Stock Options                              | \$ 30.75 <sup>(2)</sup>                                | 04/03/2014                           |                                                    | M <sup>(1)</sup>               | 5,233                                                                                   | 12/26/2009                                               | 12/31/2017      | Common Stock                                                  |  | 5,233                         |

## Reporting Owners

| Reporting Owner Name / Address                                                   | Relationships                    |
|----------------------------------------------------------------------------------|----------------------------------|
|                                                                                  | Director 10% Owner Officer Other |
| ROTHBLATT MARTINE A<br>C/O UNITED THERAPEUTICS CORPORATION<br>1040 SPRING STREET | X CEO                            |

SILVER SPRING, MD 20910

## Signatures

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

04/07/2014

\_\_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.
- (2) Exercise price and number of shares/awards has been adjusted to reflect the issuer's two-for-one stock split on September 22, 2009.  
This transaction was executed in multiple trades at prices ranging from \$92.95 to \$93.45. 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 \$92.43 to \$93.38. 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 \$93.47 to \$93.91. 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) This transaction was executed in multiple trades at prices ranging from \$94.78 to \$95.73. 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.
- (6)

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.