UNITED THERAPEUTICS Corp

Form 4

March 13, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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January 31, 2005

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Form 4 or Form 5 obligations may continue. See Instruction

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if no longer

Section 16.

subject to

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

1(b).

(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]

Issuer

below)

(Check all applicable)

Chairman & Co-CEO

5. Relationship of Reporting Person(s) to

(Last)

(First)

(Street)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 03/11/2015

_X__ Director X_ Officer (give title

10% Owner Other (specify

C/O UNITED THERAPEUTICS CORPORATION, 1040 SPRING

STREET

4. 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

SILVER SPRING, MD 20910

| (City) | (State) | (Zip) Tak | le I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | |
|--------------------------------------|---|-----------------------|---|-----------|--|-----------------------|--|--|--|--|--|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | ction Date 2A. Deemed | | nor Dispo | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. 7. Nature Ownership Form: Beneficia Direct (D) Ownershi or Indirect (Instr. 4) (I) (Instr. 4) | | | |
| Common Stock | 03/11/2015 | | Code V $M_{\underline{(1)}}$ | 2,211 | A | \$ 63.22 | 2,451 | D | | | |
| Common Stock | 03/11/2015 | | S <u>(1)</u> | 400 | D | \$ 160.2738 (2) | 2,051 | D | | | |
| Common Stock | 03/11/2015 | | S <u>(1)</u> | 670 | D | \$ 161.42 (3) | 1,381 | D | | | |
| Common Stock | 03/11/2015 | | S(1) | 841 | D | \$ 162.4518 | 540 | D | | | |

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| | | | | | <u>(4)</u> | | | |
|-----------------|------------|--------------|-------|---|-----------------------|------------|---|--------------|
| Common Stock | 03/11/2015 | S <u>(1)</u> | 300 | D | \$ 163.94 (5) | 240 | D | |
| Common Stock | 03/12/2015 | M <u>(1)</u> | 4,115 | A | \$ 34.56 (6) | 4,355 | D | |
| Common Stock | 03/12/2015 | S(1) | 3,600 | D | \$ 162.916 (7) | 755 | D | |
| Common Stock | 03/12/2015 | S <u>(1)</u> | 515 | D | \$ 163.5912 (8) | 240 | D | |
| Common Stock | 03/12/2015 | M <u>(1)</u> | 5,547 | A | \$ 30.75 (6) | 5,787 | D | |
| Common Stock | 03/12/2015 | S(1) | 3,633 | D | \$ 163.025 (9) | 2,154 | D | |
| Common Stock | 03/12/2015 | S(1) | 1,814 | D | \$ 163.719 (10) | 340 | D | |
| Common Stock | 03/12/2015 | S(1) | 100 | D | \$ 165.13 | 240 | 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. T | itle of | 2. | 3. Transaction Date | 3A. Deemed | 4. 5. Number | | 6. Date Exercisable and | | 7. Title and Amount of | |
|------|---------|-------------|---------------------|--------------------|---------------------------|---------------------|-------------------------|------------|------------------------|--------|
| Der | ivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction of Derivative | | Expiration Date | | Underlying Securities | |
| Sec | urity | or Exercise | | any | Code Securities | | (Month/Day/Year) | | (Instr. 3 and 4) | |
| (Ins | str. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | (Instr. 8) Acquired | | | | |
| | | Derivative | | | | (A) or | | | | |
| | | Security | | | | Disposed of | | | | |
| | | _ | | | | (D) | | | | |
| | | | | | | (Instr. 3, 4, | | | | |
| | | | | | | and 5) | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | Amount |
| | | | | | | | Date | Expiration | TT: 41 | or |
| | | | | | | | Exercisable | Date | Title | Number |
| | | | | | C 1 W | (A) (D) | | | | of |
| | | | | | Code V | (A) (D) | | | | Shares |
| | | \$ 63.22 | 03/11/2015 | | $M_{(1)}^{(1)}$ | 2,211 | 12/31/2010 | 12/31/2020 | | 2,211 |

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| Stock Options | | | | | | | Common Stock | |
|------------------|-----------------|------------|--------------------------------|-------|------------|------------|-----------------|-------|
| Stock Options | \$ 34.56 (6) | 03/12/2015 | M <u>(1)</u> | 4,115 | 12/30/2005 | 12/30/2015 | Common Stock | 4,115 |
| Stock Options | \$ 30.75 | 03/12/2015 | $\mathbf{M}_{\underline{(1)}}$ | 5,547 | 12/26/2009 | 12/31/2017 | Common Stock | 5,547 |

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

**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 \$159.76 to \$160.60. 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.
- This transaction was executed in multiple trades at prices ranging from \$161.02 to \$161.74. 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.
- This transaction was executed in multiple trades at prices ranging from \$162.17 to \$163.08. 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.
- This transaction was executed in multiple trades at prices ranging from \$163.82 to \$164.00. 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) 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 \$162.43 to \$163.2601. 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.
- This transaction was executed in multiple trades at prices ranging from \$163.4901 to \$163.955. 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.
- (9) This transaction was executed in multiple trades at prices ranging from \$162.42 to \$163.38. 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

Reporting Owners 3

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of the issuer full information regarding the number of shares and prices at which the transaction was effected.

This transaction was executed in multiple trades at prices ranging from \$163.7186 to \$164.12. The price reported above reflects the (10) 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.

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.