

UNITEDHEALTH GROUP INC  
Form FWP  
February 28, 2006

Filed pursuant to Rule 433

Registration No. 333-127610

**UNITEDHEALTH GROUP INCORPORATED**

**5.375% NOTES DUE MARCH 15, 2016**

**FINAL TERM SHEET**

Dated February 27, 2006

Issuer:	UnitedHealth Group Incorporated
Ratings:	A2/A
Security Type:	SEC Registered
Size:	\$750,000,000
Maturity:	March 15, 2016
Coupon:	5.375%
Price:	99.622% of face amount
Trade Date:	February 27, 2006
Settlement:	March 2, 2006 (T+3)
Yield to maturity:	5.424%
Spread to Benchmark Treasury:	0.83% (83 basis points)
Benchmark Treasury:	U.S. Treasury 4.500% due February 15, 2016
Benchmark Treasury Spot and Yield:	99-8; 4.594%
Interest Payment Dates:	March 15 and September 15, commencing  September 15, 2006
Redemption Provisions:	
Make-Whole Call:	At any time at a discount rate of U.S. Treasury plus  15 basis points
CUSIP:	91324PAQ5
Joint Book-Running Managers:	J.P. Morgan Securities Inc. Citigroup Global Markets Inc. Goldman, Sachs & Co.
Co-Managers:	Banc of America Securities LLC BB&T Capital Markets, a division of Scott and  Stringfellow, Inc. BNY Capital Markets, Inc. Deutsche Bank Securities Inc. Fifth Third Securities, Inc. KeyBanc Capital Markets, A Division of McDonald  Investment Inc. LaSalle Financial Services, Inc. Lazard Capital Markets LLC Lehman Brothers Inc. Mellon Financial Markets, LLC Merrill Lynch, Pierce, Fenner & Smith  Incorporated

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Morgan Keegan & Company, Inc.  
NatCity Investments, Inc.  
Piper Jaffray & Co.  
PNC Capital Markets LLC  
Greenwich Capital Markets, Inc.  
The Williams Capital Group, L.P.  
Wachovia Capital Markets, LLC  
Wells Fargo Brokerage Services, LLC

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov).**

**Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling J.P. Morgan Securities Inc. at 1-212-834-4533 (collect) or Citigroup Global Markets Inc. at 1-877-858-5407 (toll free).**

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