

UNITED THERAPEUTICS Corp
Form 3
June 27, 2016

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)

| | | | | | |
|---|---|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â BENKOWITZ MICHAEL</p> <p>(Last) (First) (Middle)</p> <p>C/O UNITED THERAPEUTICS CORPORATION,Â 1040 SPRING STREET</p> <p>(Street)</p> <p>SILVER SPRING,Â MDÂ 20910</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/26/2016</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>UNITED THERAPEUTICS Corp [UTHR]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>President and COO</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|--|---|--|

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 | 1,088 | D | Â |

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

SEC 1473 (7-02)

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.

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) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|----------------------|---------------------------|-----------------|--------------|----------------------------|-----------|---------------------------------------|---|
| Share Tracking Award | 01/02/2018 ⁽¹⁾ | 01/02/2023 | Common Stock | 100,000 | \$ 53.83 | D | Â |
| Share Tracking Award | 03/13/2016 ⁽²⁾ | 03/13/2025 | Common Stock | 37,200 | \$ 163.3 | D | Â |
| Share Tracking Award | 03/14/2015 ⁽³⁾ | 03/14/2024 | Common Stock | 40,000 | \$ 94.96 | D | Â |
| Share Tracking Award | 03/15/2013 ⁽⁴⁾ | 03/15/2022 | Common Stock | 6,450 | \$ 47.5 | D | Â |
| Share Tracking Award | 03/15/2014 ⁽⁵⁾ | 03/15/2023 | Common Stock | 18,400 | \$ 61.06 | D | Â |
| Stock Options | 03/15/2017 ⁽⁶⁾ | 03/15/2026 | Common Stock | 39,200 | \$ 120.26 | D | Â |
| Share Tracking Award | 04/04/2012 ⁽⁷⁾ | 04/04/2021 | Common Stock | 21,750 | \$ 68.14 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BENKOWITZ MICHAEL C/O UNITED THERAPEUTICS CORPORATION 1040 SPRING STREET SILVER SPRING, MD 20910 | Â | Â | Â President and COO | Â |

Signatures

/s/ John S. Hess, Jr. under Power of Attorney 06/27/2016

**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) These share tracking awards cliff vest on January 2, 2018, and settle in cash only.
 - (2) These share tracking awards vest in one-fourth increments on each of March 13, 2016, 2017, 2018 and 2019, and settle in cash only.
 - (3) These share tracking awards vest in one-fourth increments on each of March 14, 2015, 2016, 2017 and 2018, and settle in cash only. Of the outstanding awards, 20,000 are vested as of the date of this filing.
 - (4) These share tracking awards vested in one-fourth increments on each of March 15, 2013, 2014, 2015 and 2016, and settle in cash only. All of the remaining awards are fully vested.
 - (5) These share tracking awards vest in one-fourth increments on each of March 15, 2014, 2015, 2016 and 2017, and settle in cash only. Of the outstanding awards, 9,200 are vested as of the date of this filing, and the remaining 9,200 are expected to vest on March 15, 2017.

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- (6) These stock options vest in one-fourth increments on each of March 15, 2017, 2018, 2019 and 2020.
- (7) These share tracking awards vested in one-fourth increments on each of April 4, 2012, 2013, 2014 and 2015, and settle in cash only. All remaining awards are fully vested.

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.