SEC Form	4
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	NOVAL
OMB Number:	3235-0287
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hours per response	0.5

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Check this box if no longer subject to section 16. Form 4 or Form 5 bligations may continue. See nstruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

					0	r Sectio	n 30(h)	of th	e Invest	tment	Company Ac	t of 1940							
1. Name and Address of Reporting Person [*] <u>Renaudin George II</u>						2. Issuer Name and Ticker or Trading Symbol HUMANA INC [HUM]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last)	,	irst)	(Middle)		Date of 2/21/20		t Trai	nsactior	ח (Mor	nth/Day/Year)		below	,	tle Other below		,		
HUMANA INC. 500 W. MAIN STREET					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)	/ILLE K	Y	40202			X Form filed by One Reporting Person Form filed by More than One Reporting Person													
(City)	(S	(State) (Zip)				Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.													
		Tab	le I - I	Non-Deriv	∟ ∕ativ						ditions of Rule	. ,			d				
1. Title of Security (Instr. 3) 2. Transactio Date (Month/Day/N			ion	n 2A. Deemed Execution Date,		3. Transaction Code (Instr. 8)			Acquired	(A) or	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Direct Indirect	7. Nature of Indirect Beneficial Ownership				
									v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)		
Humana	Humana Common			02/22/2024				М		1,104(12)	A	\$ <mark>0</mark>	2,0	651	D				
Humana Common		02/22/2024				F		278(13)	D	\$366.1	05 2,3	2,373		D					
Humana Common		02/21/2024				A		7,250 ⁽⁹⁾	Α	\$ <mark>0</mark>	9,62	9,623(10)		D					
Humana Common													489		Ι	See Footnote ⁽¹⁾			
		٦	Fable								sposed of s, convert			y Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	tion Date,	4. Transactior Code (Instr 8)				6. Date Exer Expiration D (Month/Day/		ate	7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitie Beneficia Owned Followin Reported Transact (Instr. 4)	e Ownersh Pos Form: ally Direct (D or Indirec g (I) (Instr.		Beneficial Ownership ct (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable		Expiration Date	Title	Amount or Number of Shares						
Options ⁽²⁾	\$510.2425								(2	2)	02/24/2030	Humana Common	4,162		4,16	52	D		
Options ⁽³⁾	\$367.21	02/21/2024			Α		6,966		(3	3)	02/21/2031	Humana Common	6,966	\$0	6,96	56	D		
Restricted Stock Units ⁽⁴⁾	(4)								(5	5)	(5)	Humana Common	1,241		1,241		D		
Restricted Stock Units ⁽⁴⁾	(4)								(6	5)	(6)	Humana Common	230		230)	D		
Restricted Stock Units ⁽⁴⁾	(4)			T					(7	7)	(7)	Humana Common	609		609	,	D		

Explanation of Responses:

(4)

(11)

Restricted

Stock Units⁽⁴⁾

Phantom

Units⁽¹¹⁾

Stock

1. Shares held for the benefit of reporting person as of January 31, 2024 under the Humana Retirement Savings Plan including routine payroll deductions, quarterly dividend allocation, and a routine disposition of shares to fund an administrative fee assessment under a Tax-Conditioned Plan, exempt under Rule 16b-3(c).

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See

Footnote⁽¹¹⁾

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(11)

2. Right to buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/24/2023, vesting in three annual increments from 2/24/24 to 2/24/26.

3. Right to buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/21/2024, vesting in three annual increments from 2/21/25 to 2/21/27.

4. Right to receive one share per restricted stock unit pursuant to the Company's 2019 Amended & Restated Stock Incentive Plan. Each restricted stock unit represents a contingent right to receive one share of Humana Inc. common stock, exempt under Rule 16b-3(d)(1) & (3).

5. Restricted stock units granted to reporting person on 9/1/2021, 100% of the award is vesting on 9/1/2024.

6. Restricted stock units granted to reporting person on 2/21/2022, 33% of the award is vesting on 12/15/22, 12/15/23, and 12/15/24.

7. Restricted stock units granted to reporting person on 10/1/2022, 100% of the award is vesting on 10/1/2025.

8. Restricted stock units granted to reporting person on 2/24/2023, 33% of the award is vesting on 12/15/23, 12/15/24, and 12/15/25.

9. Restricted stock units granted to reporting person on 2/21/24.

10. Includes 7,250 restricted stock units representing a contingent right to receive one share of Humana Inc. common stock, exempt under Rule 16b-3(d)(1)&(3) under the Company's 2019 Amended & Restated Plan.

11. Phantom Stock Units held for the benefit of reporting person as of January 31, 2024 based on the value of Humana common stock on a 1-for-1 basis, under the Humana Retirement Equalization Plan. The ending number of units reflects normal fluctuation due to changes in stock price.

12. Includes Performance Stock Units not required to be reported until vest.

13. Shares disposed of represent payment for tax liability on Performance Stock Units vesting on 2/22/24.

George Renaudin II

** Signature of Reporting Person

<u>02/23/2024</u> Date

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

 * 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).

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

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 Number.