SEC Form	4
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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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

1. Name and Addres <u>Huval Timoth</u>	ss of Reporting Person [*] 1 <u>y S.</u>		2. Issuer Name and T HUMANA IN		• •	(Check	tionship of Reportin all applicable) Director Officer (give title	10% 0	s) to Issuer 10% Owner Other (specify		
(Last) HUMANA INC. 500 WEST MAI		maano)	3. Date of Earliest Tra 12/15/2020	ansaction (Mo	nth/Day/Year)	Х	below) Chief Admini	below			
	-	4	4. If Amendment, Dat	e of Original F	Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street) LOUISVILLE	KY 4	0202				Line) X	Form filed by One Form filed by Mor Person				
(City)	(State) (Z	Zip)									
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security (Instr. 3) Date (Month/Day/Ye			2A. Deemed Execution Date, if any	3. Transaction Code (Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and	5)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial		

	(Month/Day/Year)	if any (Month/Day/Year)	Code (Instr. 8)			(_)(Beneficially Owned Following	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(instr. 4)
Humana Common	12/15/2020		М		513	Α	\$0	7,435	D	
Humana Common	12/15/2020		F		235	D	\$390.485	7,200	D	
Humana Common	12/15/2020		М		460	A	\$0	7,660	D	
Humana Common	12/15/2020		F		211	D	\$390.485	7,449	D	
Humana Common	12/15/2020		М		404	A	\$0	7,853	D	
Humana Common	12/15/2020		F		185	D	\$390.485	7,668	D	
Humana Common	12/16/2020		S		746	D	\$387.2668 ⁽⁹⁾	6,922	D	

 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. Transa Code (8)				6. Date Exerc Expiration Da (Month/Day/N	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options ⁽¹⁾	\$268.47							(1)	02/19/2025	Humana Common	2,208		2,208	D	
Options ⁽²⁾	\$307.965							(2)	02/25/2026	Humana Common	4,071		4,071	D	
Options ⁽³⁾	\$350.7875							(3)	02/24/2027	Humana Common	6,088		6,088	D	
Restricted Stock Units ⁽⁴⁾	(4)	12/15/2020		М			513	(6)	(6)	Humana Common	513	\$0	0	D	
Restricted Stock Units ⁽⁴⁾	(4)	12/15/2020		М			460	(7)	(7)	Humana Common	460	\$0	460	D	
Restricted Stock Units ⁽⁵⁾	(5)	12/15/2020		м			404	(8)	(8)	Humana Common	404	\$0	808	D	

Explanation of Responses:

Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/19/18, vesting in three increments from 02/19/19 to 02/19/21.
 Right to buy pursuant to the Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/25/19, vesting in three increments from 02/25/20 to 02/25/22.

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 02/24/2020, vesting in three annual increments from 2/24/21 to 2/24/23.

4. Right to receive one share per restricted stock unit pursuant to the Company's 2011 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. 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).

6. Restricted stock units granted to reporting person on 02/19/18, 33% of the award is vesting on 12/15/18, 12/15/19, and 12/15/20.

 $7. \ Restricted \ stock \ units \ granted \ to \ reporting \ person \ on \ 02/25/19, \ 33\% \ of \ the \ award \ is \ vesting \ on \ 12/15/19, \ 12/15/20, \ and \ 12/15/21.$

8. Restricted stock units granted to reporting person on 02/24/2020, 33% of the award is vesting on 12/15/20, 12/15/21, and 12/15/22.

Remarks:

<u>Timothy S. Huval</u>

<u>12/17/2020</u> Date

** Signature of Reporting Person

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.

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