FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Washington, D.C. 200 To | |
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| CTATEMENT OF CHANCES IN DENETICIAL | OWNEDCHID |
| STATEMENT OF CHANGES IN BENEFICIAL | OWNERSHIP |

| | OMB APPROVAL | | | | | | | | | | |
|--------------------------|---------------------|-----------|--|--|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | | | | |
| Estimated average burden | | | | | | | | | | | |
| Ш | hours per response: | 0.5 | | | | | | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

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 Address of Reporting Person* Rechtin James A. | | | | | | 2. Issuer Name and Ticker or Trading Symbol HUMANA INC [HUM] | | | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | |
|--|---|--|---|-----------------------------|-----------------|--|----------|--|--|---------|--------------------|---|--|--|---|--|--|---------------------------------------|--|
| (Last) (First) (Middle) | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/21/2024 | | | | | | | | X Officer (give title below) President & COO | | | | specify | |
| HUMANA INC. 500 W. MAIN STREET | | | | | 4. 1 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) | (Street) LOUISVILLE KY 40202 | | | | | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) (State) (Zip) | | | | | Rı | 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 - No | n-Deri | vativ | e Se | curities | s Ac | quired | , Dis | sposed o | f, or Be | neficiall | y Owned | | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Da | | | | | Execution Date, | | | 3. Transaction Code (Instr. r) 8) 4. Securities Acquired Disposed Of (D) (Instr | | | | 4 and Securities Beneficially Owned Follow | | Form: I (D) or I | | 7. Nature of ndirect Beneficial Dwnership | | | |
| | | | | | | | | | | v | Amount | (A) or (D) | Price | Reported Transactio (Instr. 3 and | | | | (Instr. 4) | |
| Humana Common | | | | | | | | | | | | | 10 | | | | See Footnote ⁽¹⁾ | | |
| Humana Common 02/21/2 | | | | | /2024 | 2024 | | A | | 4,085(6 | 6) A \$ | | 4,085 ⁽⁷⁾ | | 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 Da if any (Month/Day/ | Date, Transact Code (In: | | | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 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. Ownershi Form: Direct (D) or Indirect (I) (Instr. 4 | Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | ble | Expiration Date | Title | Amount or Number of Shares | | | | | | |
| Options ⁽²⁾ | \$458.185 | | | | | | | | (2) | | 01/08/2031 | Humana Common | 29,230 | | 29,2 | 30 | D | | |
| Options ⁽³⁾ | \$367.21 | 02/21/2024 | | | Α | | 15,772 | | (3) | | 02/21/2031 | Humana | 15,772 | \$0 | 15,7 | 72 | D | | |

Explanation of Responses:

Restricted

Stock

Units⁽⁴⁾

- 1. Shares held in two revocable trusts for the benefit of reporting person and reporting person's spouse, with reporting person and spouse being sole trustees, respectively.
- 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 1/8/2024, vesting in three annual increments from 1/8/25 to 1/8/27.

(5)

(5)

- 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 2/21/2024, 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 1/8/2024, 33% of the award is vesting on 1/8/25, 1/8/26, and 1/8/27.
- 6. Restricted stock units granted to reporting person on 2/21/24.

7. Includes 4,085 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

James A. Rechtin

02/23/2024

6,548

D

** Signature of Reporting Person

6,548

Humana

Commor

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.