FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See

Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Name and Address of Reporting Person*     Cox Heather						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  V Officer (give title Other (specify				
(Last) HUMAN 500 W. N	•					Date of Earliest Transaction (Month/Day/Year)     06/01/2022      4. If Amendment, Date of Original Filed (Month/Day/Year)								X Officer (give title Officer (specify below) below) Chief Dig Health & Analyt Off.  6. Individual or Joint/Group Filing (Check Applicable				
(Street) LOUISVILLE KY 40202 (City) (State) (Zip)				-   '''										Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting  Person				
(City)	(3			on-Deri	vative	Sec	uriti	es Ac	cauirea	 I. Di	sposed (	of. or Be	neficia	Ily Owned				
1. Title of Security (Instr. 3)  2. Transact Date (Month/Day				ection	2A. Exe	a. Deemed secution Date,		3. 4 Transaction Code (Instr. 5		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a 5)		d (A) or	5. Amount Securities Beneficiall Owned For Reported	of 6. Fo	Ownership orm: Direct 0) or Indirect (Instr. 4)	Indi Ben Owr	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A) or (D)	Price	Transactio (Instr. 3 an				,	
Humana Common														6,01	4	D		
Humana Common													380	)	Ι	See Footnote <sup>(10)</sup>		
		7	able II								posed of converti			y Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deer Execution if any (Month/I		4. Transaction Code (Instr 8)		on of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Owne Form Direct or Inc (I) (In:	t (D) lirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amount or Number of Shares					
Options <sup>(1)</sup>	\$332.675								(1)		09/01/2025	Humana Common	10,155		10,155	i I	)	
Options <sup>(2)</sup>	\$307.965								(2)		02/25/2026	Humana Common	5,388		5,388	I	)	
Options <sup>(3)</sup>	\$350.7875								(3)		02/24/2027	Humana Common	5,372		5,372	I	)	
Options <sup>(4)</sup>	\$376.61								(4)		02/22/2028	Humana Common	4,057		4,057	I	)	
Options <sup>(5)</sup>	\$425.055								(5)		02/21/2029	Humana Common	2,877		2,877	I	)	
Restricted Stock Units <sup>(6)</sup>	(6)								(7)		(7)	Humana Common	357		357	I	)	
Restricted Stock Units <sup>(6)</sup>	(6)								(8)		(8)	Humana Common	658		658	I	)	
Restricted Stock	(6)								(9)		(9)	Humana Common	794		794	I	)	

## **Explanation of Responses:**

- 1. Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive & Non-Qualified stock options granted to reporting person on 9/1/2018, vesting in three increments from 9/1/19 to 9/1/21.
- 2. Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive & Non-Qualified stock options granted to reporting person on 2/25/2019, vesting in three increments from 2/25/20 to 2/25/22.
- 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 buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/22/2021, vesting in three annual increments from 2/22/22 to 2/22/24.
- 5. Right to buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/21/2022, vesting in three annual increments from 2/21/23 to 2/21/25.
- 6. 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).
- $7. \ Restricted \ stock \ units \ granted \ to \ reporting \ person \ on \ 02/24/2020, \ 33\% \ of \ the \ award \ is \ vesting \ on \ 12/15/20, \ 12/15/21, \ and \ 12/15/22.$
- 8. Restricted stock units granted to reporting person on 02/22/2021, 33% of the award is vesting on 12/15/21, 12/15/22, and 12/15/23.
- 9. Restricted stock units granted to reporting person on 02/21/2022, 33% of the award is vesting on 12/15/22, 12/15/23, and 12/15/24.
- 10. Shares owned by spouse in an Individual Retirement Account.

\*\* Signature of Reporting Person

on Date

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

- $^{\star}$  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.