

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person * MARGULIS HEIDI S (Last) (First) (Middle) HUMANA INC., 500 WEST MAIN STREET (Street) LOUISVILLE KY 40202 (City) (State) (Zip)	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 X Officer (give title below) Other (specify below) Senior V.P. - Public Affairs
	3. Date of Earliest Transaction (Month/Day/Year) 02/18/2014	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Humana Common								7,136	D	
Humana Common								6,885	I	See Footnote ⁽¹⁾

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options ⁽²⁾	\$ 72.84						(4)	02/20/2020	Humana Common	4,680		4,680	D	
Options ⁽³⁾	\$ 102.155	02/18/2014		A		7,264	(5)	02/18/2021	Humana Common	7,264	\$ 0	7,264	D	
Restricted Stock Units ⁽⁶⁾	(8)						(9)	(9)	Humana Common	2,355		2,355	D	
Restricted Stock Units ⁽⁶⁾	(8)						(10)	(10)	Humana Common	2,820		2,820	D	
Restricted Stock Units ⁽⁷⁾	(8)						(11)	(11)	Humana Common	1,544		1,544	D	
Restricted Stock Units ⁽⁷⁾	(8)	02/18/2014		A		1,591	(12)	(12)	Humana Common	1,591	\$ 0	1,591	D	
Phantom Stock Units	(13)						(13)	(13)	Humana Common	355		355	I	See Footnote (13)

Explanation of Responses:

- Shares held for the benefit of reporting person as of January 31, 2014 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).
- Right to buy pursuant to Humana Inc.'s 2003 Stock Incentive Plan.
- Right to buy pursuant to Humana Inc.'s 2011 Stock Incentive Plan.
- Incentive and Non-Qualified stock options granted to reporting person on 02/20/13, vesting in three increments from 02/20/14 to 02/20/16.
- Incentive and Non-Qualified stock options granted to reporting person on 02/18/14, vesting in three increments from 02/18/15 to 02/18/17.
- Right to receive one share per restricted stock unit pursuant to the Company's 2003 Stock Incentive Plan.
- 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).
- Restricted stock units granted to reporting person on 5/05/11, 100% of the award is vesting on 5/05/14.
- Restricted stock units granted to reporting person on 2/23/12, 100% of the award is vesting on 2/23/15.
- Restricted stock units granted to reporting person on 2/20/13, 100% of the award is vesting on 2/20/16.
- Restricted stock units granted to reporting person on 2/18/14, 100% of the award is vesting on 2/18/17.
- Phantom Stock Units held for the benefit of reporting person as of January 31, 2014 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.

Heidi S. Margulis 02/19/2014

** Signature of Reporting Date
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.

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.