SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
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hours per response: 0.5

5. Relationship of Reporting Person(s) to Issuer

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

1. Name and Address of Reporting Person

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

2. Issuer Name and Ticker or Trading Symbol

Shrank William H														X		(give title		10% Ov Other (:		
(Last) (First) (Middle) HUMANA INC. 500 W MAIN ST						3. Date of Earliest Transaction (Month/Day/Year) 05/01/2022									Chief Medical Officer					
						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) LOUISVILLE KY 40202					_									X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(S ¹	tate)	(Zip)																	
		Tab	le I - N	lon-Deriv	vative	e Sec	uritie	es Ao	cquire	ed, D	isposed o	of, or Be	enefici	ially (Owneo	4				
Date				2. Transact Date (Month/Day		Execu if any	Deemed cution Date, ly nth/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an			nd 5) Securi Benefi Owned		es ially Following	Form (D) or	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership	
										v	Amount	(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Humana				05/01/2	022	22			М		4,926 ⁽¹⁰⁾	A		\$ <mark>0</mark>		6,204		D		
Humana	Common			05/01/2	022				F		2,250(11)	D	\$449.8	9.8145 3		,954		D		
	Common			05/01/2					М		504	A	\$(4,458		<u> </u>	D		
Humana Common 05/01/202									F		164(11)	D	\$449.8		4,294			D		
		Т	able I								posed of , converti				wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	a Transaction Date Exercise ice of rivative		4. Transaction Code (Instr. 8)				6. Date Exer Expiration D (Month/Day/		ate	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		Der Sec (Ins	Price of rivative curity str. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	10. Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownershi (Instr. 4)		
																			1	
					Code	v			Date Exercis	sable	Expiration Date	Title	Amour or Numbe of Shares	ər						
Options ⁽¹⁾	\$248.005				Code	v	and 5	5)				Title Humana Common	or Numbe of	er S		6,842		D		
Options ⁽¹⁾ Options ⁽²⁾	\$248.005 \$350.7875				Code	v	and 5	5)	Exerci)	Date	Humana	or Numbe of Shares	er s 2		6,842	-	D		
<u> </u>					Code	v	and 5	5)	Exerci)	Date 05/01/2026	Humana Common Humana	or Numbe of Shares 6,842	er 5 2 2						
Options ⁽²⁾	\$350.7875				Code	v	and 5	5)	(1)))))	Date 05/01/2026 02/24/2027	Humana Common Humana Common Humana	or Numbe of Shares 6,842 5,372	er 5 2 2 7		5,372		D		
Options ⁽²⁾ Options ⁽³⁾	\$350.7875 \$376.61	05/01/2022			Code	v	and 5	5)	(1) (2) (3))))))	Date 05/01/2026 02/22/2027 02/22/2028	Humana Common Humana Common Humana Humana	or Numbe of Shares 6,842 5,372 4,057	9r 5 22 23 24 25	\$0	5,372 4,057		D D		
Options ⁽²⁾ Options ⁽³⁾ Options ⁽⁴⁾ Restricted Stock	\$350.7875 \$376.61 \$425.055	05/01/2022				v 	and 5	(D)	(1) (2) (3) (4)))))	Date 05/01/2026 02/24/2027 02/22/2028 02/21/2029	Humana Common Humana Common Humana Common Humana	or Numbe of Shares 6,842 5,372 4,05 ^o 3,162	9r 3 2 2 7 5	\$0	5,372 4,057 3,165		D D D		
Options ⁽²⁾ Options ⁽³⁾ Options ⁽⁴⁾ Restricted Stock Units ⁽⁵⁾	\$350.7875 \$376.61 \$425.055 (5)	05/01/2022				v 	and 5	(D)	(1) (2) (3) (4) (6))))))	Date 05/01/2026 02/24/2027 02/22/2028 02/21/2029 (6)	Humana Common Humana Common Humana Common Humana Humana	or Numbe of Shares 6,842 5,372 4,057 3,165 504	ar s 22 23 7 55	\$0	5,372 4,057 3,165 0		D D D D		

Explanation of Responses:

1. Right to buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 5/1/19, vesting in three increments from 5/1/20 to 5/1/22.

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

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 02/22/2021, vesting in three annual increments from 2/22/22 to 2/22/24.

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 02/21/2022, vesting in three annual increments from 2/21/23 to 2/21/25.

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 5/1/19, 33% of the award is vesting on 5/1/20, 5/1/21, and 5/1/22.

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

11. Shares disposed of represent withholding of taxes on restricted/performance stock unit vesting.

William H. Shrank

05/03/2022 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.

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.