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	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

					U	Secuo	)US III	i) of the	e investr	nent c	Company Act	01 1940								
1. Name and Address of Reporting Person*  Cox Heather							2. Issuer Name <b>and</b> Ticker or Trading Symbol HUMANA INC [ HUM ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) HUMANA INC.						3. Date of Earliest Transaction (Month/Day/Year) 02/25/2022								Director 10% Owner  X Officer (give title Other (specify below)  Chief Dig Health & Analyt Off.						
500 W. MAIN ST.  (Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line)														
LOUISVILLE KY 40202					-	X Form filed by One Reporting Person Form filed by More than One Reporting Person														
(City)	(S		(Zip)	lon Dori	voti.					-d D	ionood	of or D	noficio	Ily Oyens						
1. Title of Security (Instr. 3) 2. Tr. Date				2. Transac Date (Month/Da	tion	2A. E Exec if any	Deemed cution Date,				s Acquired (A) or of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount	(A) or (D)	Price	Transactio (Instr. 3 ar				(Instr. 4)		
Humana Common 02				02/25/2	02/25/2022				M		3,967(11)	A	\$0	7,231		D				
Humana Common 02/25/2				2022	22			F		1,217 <sup>(12)</sup>	D	\$428.27	6,014		D		See			
Humana Common													38	380		I Foo				
		T	able I								posed of			y Owned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	n Date e (Month/Day/Year) Exe if a (Mo		cution Date, T		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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)  8. Price of Derivative Security		ive Owners Form: Direct ( or Indiring ed ction(s)		Benefici D) Owners ect (Instr. 4)		
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares							
Options <sup>(1)</sup>	\$332.675								(1)	ı	09/01/2025	Humana Common	10,155	10,155		.55 D				
Options <sup>(2)</sup>	\$307.965								(2)		02/25/2026	Humana Common	5,388		5,3	,388 D				
Options <sup>(3)</sup>	\$350.7875								(3)	ı	02/24/2027	Humana Common	5,372		5,3	,372 D				
Options <sup>(4)</sup>	\$376.61								(4)		02/22/2028	Humana Common	4,057		4,0	057 D				
Options <sup>(5)</sup>	\$425.055								(5)		02/21/2029	Humana Common	2,877		2,8	377	D			
Restricted Stock Units <sup>(6)</sup>	(6)								(7)		(7)	Humana Common	357		35	7 D				
Restricted Stock Units <sup>(6)</sup>	(6)								(8)		(8)	Humana Common	658		65	558 D				
Restricted Stock Units <sup>(6)</sup>	(6)								(9)		(9)	Humana Common	794		79	94	D			

## **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.

11. Performance Stock Units vested on 2/25/22, not required to be reported until vest.

12. Disposition reported represents shares withheld for payment of tax liability associated with vesting of Performance Stock Units on 2/25/22.

Heather Cox

03/01/2022

\*\* Signature of Reporting Person

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.