

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Perkins, Bruce D  
500 W. Main St.  
Louisville, KY 40202  
USA

2. Issuer Name and Ticker or Trading Symbol

Humana Inc.  
HUM

3. IRS or Social Security Number of Reporting Person (Voluntary)

400-64-7576

4. Statement for Month/Year

October 1996

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

( ) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other  
(specify below)

Sr. Vice President - Provider Affairs & Reengineering

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) Form filed by One Reporting Person  
( ) Form filed by More than One Reporting Person

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

1. Title of Security	2. Transaction Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month A/D Price	6. Director or Indirect (D or I)	7. Nature of Indirect Beneficial Ownership
Common (1)	10/31/1996	P	2,500	A 18.125 9,501	D	
Common (1)	10/31/1996	I	969.5	A (2) 11,335.5	I	HRSP(2)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable or Disposed of (Date)	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month	10. Director or Indirect (D or I)	11. Nature of Indirect Beneficial Ownership
Common (3)	6.8694				03/02/1992	03/02/1992 Common 249		249	D	
Common (3)	11.0131				09/13/1991	09/13/1991 Common 1,000		1,000	D	
Common (3)	11.0131				09/13/1992	09/13/1992 Common 1,000		1,000	D	
Common (3)	11.0131				09/13/1993	09/13/1993 Common 1,000		1,000	D	
Common (3)	8.9098				11/18/1992	11/18/1992 Common 1,000		1,000	D	
Common (3)	8.9098				11/18/1993	11/18/1993 Common 1,000		1,000	D	
Common (3)	8.9098				11/18/1994	11/18/1994 Common 1,000		1,000	D	
Common (3)	6.5625				04/14/1996	04/14/1996 Common 15,000		15,000	D	
Common (3)	6.5625				04/14/1997	04/14/1997 Common 15,000		15,000	D	
Common (3)	6.5625				04/14/1998	04/14/1998 Common 15,000		15,000	D	
Common (3)	23.0625				01/12/1996	01/12/1996 Common 10,000		10,000	D	
Common (3)	23.0625				01/12/1997	01/12/1997 Common 10,000		10,000	D	

Common (3)	23.0625					01/12 01/12 Common	10,000		10,000	D	
						/98  /05					
Common (4)	15.625					07/11 07/11 Common	33,334		33,334	D	
						/97  /06					
Common (4)	15.625					07/11 07/11 Common	33,333		33,333	D	
						/98  /06					
Common (4)	15.625					07/11 07/11 Common	33,333		33,333	D	
						/99  /06					

Explanation of Responses:

(1) Each share of Common Stock contains a Right adopted on March 5,1987, as amended and restated on February 14,1996, pursuant to the Company's Rights Agreement which entitles holders of the Company's Common Stock in the event certain specified events occur to acquire 1/100th of a share of Series A Participating Preferred Stock at a price of \$145 per fractional share.

(2) Transfer of funds into Company Stock Fund of the Humana Retirement and Savings Plan based on Plan information as of October 31,1996, exempt under Rule 16b-3(f).

(3) Right to buy pursuant to the Company's 1989 Stock Option Plan for Employees; the Plan contains the right to satisfy the tax withholding obligations with Company stock and also contains Limited Rights provisions in the event of a change in control of the Company.

(4) Right to buy pursuant to the Company's 1996 Stock Incentive Plan for Employees; the Plan contains the right to satisfy the tax withholding obligations with Company stock and also contains Limited Rights provisions in the event of a change in control of the Company.