

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

McCallister, Michael B.  
 3400 Lakeside Drive, Building 2B  
 Miramar, FL 33027  
 USA

2. Issuer Name and Ticker or Trading Symbol

Humana Inc.  
 HUM

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

4. Statement for Month/Year

January 31, 1998

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)

Division I President

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. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month Price	6. Director (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Common (1)				0	D	
Common (1)				28,954.6	I	HRSP(4)

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. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities	10. Date Exercisable and Expiration Date (Month/Day/Year)	11. Nature of Indirect Beneficial Ownership (D) or Indirect Beneficial Ownership (I)
Common (2)	5.7980				09/01/91 - 09/01/98	Common (1) 1999		1999		D
Common (3)	6.8694				03/02/92 - 03/02/99	Common (1) 5,000		5,000		D
Common (3)	11.0131				09/13/91 - 09/13/00	Common (1) 2,000		2,000		D
Common (3)	11.0131				09/13/92 - 09/13/00	Common (1) 2,000		2,000		D
Common (3)	11.0131				09/13/93 - 09/13/00	Common (1) 2,000		2,000		D
Common (3)	8.9098				11/18/92 - 11/18/01	Common (1) 1,000		1,000		D
Common (3)	8.9098				11/18/93 - 11/18/01	Common (1) 1,000		1,000		D
Common (3)	8.9098				11/18/94 - 11/18/01	Common (1) 1,000		1,000		D
Common (3)	6.5625				04/14/95 - 04/14/03	Common (1) 31,250		31,250		D
Common (3)	6.5625				04/14/96 - 04/14/03	Common (1) 31,250		31,250		D
Common (3)	6.5625				04/14/97 - 04/14/03	Common (1) 31,250		31,250		D
Common (3)	6.5625				04/14/98 - 04/14/03	Common (1) 31,250		31,250		D
Common (3)	23.0625				01/12/96 - 01/12/05	Common (1) 14,167		14,167		D

Common (3)	23.0625					01/12/1997	01/12/1995	Common (1)	14,167	14,167	D
Common (3)	23.0625					01/12/1998	01/12/1995	Common (1)	14,166	14,166	D
Common (5)	15.625					07/11/1997	07/11/1996	Common (1)	45,000	45,000	D
Common (5)	15.625					07/11/1998	07/11/1996	Common (1)	45,000	45,000	D
Common (5)	15.625					07/11/1999	07/11/1996	Common (1)	45,000	45,000	D
Common (5)	18.8125					1/9/1998	1/9/1997	Common (1)	6,667	6,667	D
Common (5)	18.8125					1/9/1999	1/9/1997	Common (1)	6,667	6,667	D
Common (5)	18.8125					1/9/2000	1/9/1997	Common (1)	6,666	6,666	D
Common (5)	23.4375					7/10/1998	7/10/1997	Common (1)	13,334	13,334	D
Common (5)	23.4375					7/10/1999	7/10/1997	Common (1)	13,333	13,333	D
Common (5)	23.4375					7/10/2000	7/10/1997	Common (1)	13,333	13,333	D
Common-ISO (5)	20.1563	1/15/1998	A	V		1/15/1999	1/15/1998	Common (1)	4,961	4,961	D
Common-ISO (5)	20.1563	1/15/1998	A	V		1/15/2000	1/15/1998	Common (1)	4,961	4,961	D
Common-ISO (5)	20.1563	1/15/1998	A	V		1/15/2001	1/15/1998	Common (1)	4,961	4,961	D
Common-NQ (5)	20.1563	1/15/1998	A	V		1/15/1999	1/15/1998	Common (1)	8,373	8,373	D
Common-NQ (5)	20.1563	1/15/1998	A	V		1/15/2000	1/15/1998	Common (1)	8,372	8,372	D
Common-NQ (5)	20.1563	1/15/1998	A	V		1/15/2001	1/15/1998	Common (1)	8,372	8,372	D
Phantom Stock Units (6)	1-for-1					(6)	(6)	Common (1)	683.53	683.53	D

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) Right to buy pursuant to the Company's 1981 Non-Qualified Stock Option Plan.

(3) Right to buy pursuant to the Company's 1989 Stock Option Plan for Employees.

(4) Shares held for my benefit as of December 31, 1997 pursuant to the Humana Retirement and Savings Plan ("HRSP") exempt under Rule 16b-3(c).

(5) Right to buy pursuant to the Company's 1996 Stock Incentive Plan for Employees.

(6) Phantom Stock Units held for my benefit as of December 31, 1997, under the Humana Excess Plan exempt under Rule 16b-3(d).