SEC Form 4	
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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OWR APPF	ROVAL
OMB Number:	3235-0287
Estimated average b	urden

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

	tions may cont ction 1(b).	inue. See		Fil						Securities Excl					hou	rs per respo	ise:	0.5
I	nd Address o a Joseph	f Reporting Perso	on*				lame an	d Ticke	er or Tr	ading Symbol			k all applic Director	able)	109		suer vner specify	
(Last) HUMAN 500 W M	`	iirst) EET	(Mid	ldle)		3. Date of 02/24/20		Transa	iction (I	Month/Day/Ye	ar)		•	below)	Chief L	egal Offi.	below) cer	
(Street) LOUISV (City)		Y State)	402 (Zip)		_ 4	4. If Amen	dment, C	Date of	Origina	al Filed (Month	n/Day/Ye		6. Ind Line) X	Form fi	led by O led by M	up Filing (C ne Reportii Iore than O	ig Perso	n
		Ta	able I	- Non-Deri	vati	ive Sec	urities	Acq	uired	, Dispose	d of, o	r Benefic	ially	Owned				
1. Title of	itle 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 Dis Of (D) (Instr. 3, 4 and 5)			sposed 5. Amount Securities Beneficiall Owned Fol Reported		s Ily ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	ect In irect B) O	Nature of direct eneficial wnership
								Code	v	Amount	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)				nstr. 4)
Humana	Common			02/24/202	3			м		3,293(10)	A	\$0		7,5	49	D		
Humana	Common			02/24/202	3			F		1,245 ⁽¹¹⁾	D	\$510.24	425	6,3	04	D		
Humana	Common			02/27/202	3			S		2,048	D	\$507.972	28 ⁽¹²⁾	4,2	56	D		
Humana	Common			02/27/202	3			G		69 ⁽¹³⁾	D	\$0		4,1	87	D		
Humana	Common													23	1	I		ee ootnote ⁽¹⁾
			Tab	le II - Deriva (e.g.,						Disposed ons, conve				Owned				
1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Yea	Ex	. Deemed ecution Date, any		nsaction de (Instr.	5. Numb of Derivati	Ē	xpiratio	Exercisable and on Date Day/Year)	Am	itle and ount of urities	č		9. Numb derivativ Securiti	ve Ov	nership	11. Nature of Indirec Beneficia

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. Transa Code (8)		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties red	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title an Amount o Securities Underlyin Derivative (Instr. 3 ar	f g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Options ⁽²⁾	\$350.7875							(2)	02/24/2027	Humana Common	4,656		4,656	D	
Options ⁽³⁾	\$376.61							(3)	02/22/2028	Humana Common	4,598		4,598	D	
Options ⁽⁴⁾	\$425.055							(4)	02/21/2029	Humana Common	3,932		3,932	D	
Options ⁽⁵⁾	\$510.2425	02/24/2023		Α		4,162		(5)	02/24/2030	Humana Common	4,162	\$ <mark>0</mark>	4,162	D	
Restricted Stock Units ⁽⁶⁾	(6)							(7)	(7)	Humana Common	373		373	D	
Restricted Stock Units ⁽⁶⁾	(6)							(8)	(8)	Humana Common	724		724	D	
Restricted Stock Units ⁽⁶⁾	(6)	02/24/2023		A		1,078		(9)	(9)	Humana Common	1,078	\$0	1,078	D	

Explanation of Responses:

1. Shares held for the benefit of reporting person as of January 31, 2023 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).

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 buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/24/2023, vesting in three annual increments from 2/24/24 to 2/24/26.

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 02/22/2021, 33% of the award is vesting on 12/15/21, 12/15/22, and 12/15/23.

8. 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.

9. Restricted stock units granted to reporting person on 02/24/2023, 33% of the award is vesting on 12/15/23, 12/15/24, and 12/15/25.

10. Performance Stock Units vested on 2/24/23, not required to be reported until vest.

11. Disposition reported represents shares withheld for payment of tax liability associated with vesting of Performance Stock Units on 2/24/23.

12. Price reported is weighted average sales price.

13. Disposition reported represents gift/charitable donation, effective February 27, 2023, in which no value was received in return.

<u>Joseph C. Ventura</u>

** Signature of Reporting Person

02/28/2023 Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.