SEC Form 4
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## FORM 4

1. Name and Address of Reporting Person\*

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden

0.5

hours per response:

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

nt 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

Huval Timothy S. (Last) (First) (Middle) HUMANA INC.						3. Date of Earliest Transaction (Month/Day/Year) 04/29/2021									Officer	Director Officer (give title			wner (specify	
															(woied	below) below) below) below) below)				
500 WEST MAIN STREET						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable						
(Street) LOUISVILLE KY 40202														1 ´	Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(City) (State) (Zip)																			
		Tab	le I -	Non-Deri	vativ	e Sec	uriti	ies A	\cqui	red,	Disposed	of, or	Benef	icially	v Owned	1				
			2. Transactic Date (Month/Day/	Year)	2A. Deemed Execution Date if any (Month/Day/Yea		Date, Transaction Code (Instr.		4. Securities Acquired (A) or Di Of (D) (Instr. 3, 4 and 5)			Securit		ies ially Following	Form (D) or	nership : Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
						Code	v	Amount	(A) or (D)	Price		Transad	Transaction(s) Instr. 3 and 4)			(				
Humana (	Common			04/29/20	)21				М		1,836	A	\$ <mark>26</mark>	8.47	8,	8,865		D		
Humana Common				04/29/2021				М		2,035	A		7.965		10,900		D			
Humana Common				04/29/2021				S	-	3,871	D		443.5287(10)		7,029		D			
Humana Common 04/30/202									G		822(11)	D		5 <mark>0</mark>	6,207			D		
		1	able								isposed o s, convert				Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exec if any	Deemed ution Date, / th/Day/Year)		nsaction o de (Instr. D S A (/ D o (I		of		iration	ercisable and Date y/Year)	Amou Secur Under Deriva	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
					Code	le V (A)		(D)	Date	e rcisabl	Expiration Date	Title	or	ount nber ıres						
Options <sup>(1)</sup>	\$268.47	04/29/2021			М			1,836	6 (1) 02/19/2025 Humana Common			336	\$ <mark>0</mark>	0		D				
Options <sup>(2)</sup>	\$307.965	04/29/2021			м			2,035	5	(2)	02/25/2026	Huma Comn		035	\$0	2,036		D		
Options <sup>(3)</sup>	\$350.7875									(3)	02/24/2027	, Huma Comn	1 6	88		6,088		D		
Options <sup>(4)</sup>	\$376.61							(4)		02/22/2028 Humana Common			003	5,003		3 D				
Restricted Stock Units <sup>(5)</sup>	(5)									(7)	(7)	Huma Comn		60		460		D		
Restricted Stock Units <sup>(6)</sup>	(6)									(8)	(8)	Huma Comn		08		808		D		
Restricted Stock Units <sup>(6)</sup>	(6)									(9)	(9)	Huma Comn		216		1,216		D		
•	n of Respons	ses: Company's 2011 Stoo	k Ince	ntive Plan. Inc	entive a	nd Non-	-Quali	fied st	ock opti	ions gr	anted to reporti	ng persoi	1 on 02/19	)/18, ves	ting in three	e increments	from 0	)2/19/19 to	02/19/21.	

2. Right to buy pursuant to the Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/25/19, vesting in three increments from 02/25/20 to 02/25/22.

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 receive one share per restricted stock unit pursuant to the Company's 2011 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. 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 02/25/19, 33% of the award is vesting on 12/15/19, 12/15/20, and 12/15/21.

8. 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.

9. 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.

10. Price reported is weighted avg sales price.

11. Shares disposed of represent a gift/charitable dontation effective April 30, 2021, in which no value was received in return.

<u>Timothy S. Huval</u>

\*\* Signature of Reporting Person

05/03/2021 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.