Humana Common

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

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

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

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

1. Title of Security		Table I - No	2. Transaction	2A. Deemed	Juirea, Dis	oosed of, or Benefic		5. Amount of	6. Ownership	7. Nature of			
		Table I No	n Derivative 9	Securities Aca	uired Die	acced of ar Benefi	cially (Jwnod					
(City)	(State)	(Zip)											
LOUISVILLE	KY	40202						Form filed by More than One Reporting Person					
(Street)							Line)	Form filed by One	Reporting Pers	son			
			4. If Ai	mendment, Date of	Original Filed	(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable						
500 W. MAIN 9	ST.												
HUMANA INC	2.		12/15	0/2021				ocg ries. Gip.	& Milliary D	ш.			
(Last)	(First)	(Middle)	I .	3. Date of Earliest Transaction (Month/Day/Year)		X	below) Seg Pres. Grp.	below)` '				
Schick Susan D.				MANA INC [HUM J		(5.166)	Director Officer (give title		Owner (specify			
1. Name and Address of Reporting Person*				er Name and Ticke	-	ymbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						

7. Nature of 2. Transaction 2A. Deemed 4. Securities Acquired (A) or 5. Amount of Securities 6. Ownership 3. Transaction Disposed Of (D) (Instr. 3, 4 and 5) Execution Date, Form: Direct Indirect if any (Month/Day/Year) Beneficial (Month/Day/Year) Code (Instr. Beneficially (D) or Indirect Ownership 8) Owned Following (I) (Instr. 4) Reported (Instr. 4) (A) or (D) Transaction(s) (Instr. 3 and 4) Code ν Amount Price 12/15/2021 M 238 A \$0 843 D 12/15/2021 F 74 D \$459.85 769 D

Humana Common Humana Common M 1,603 12/15/2021 A 2,372 D Humana Common 12/15/2021 F 602 D \$459.85 1,770 D Humana Common 12/15/2021 M 189 A 1,959 D Humana Common 12/15/2021 87 D \$459.85 1,872 D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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)				6. Date Exerc Expiration Da (Month/Day/\)	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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 ⁽¹⁾	\$403.05 ⁽¹⁾							(1)	09/01/2028 ⁽¹⁾	Humana Common	1,765		1,765	D	
Restricted Stock Units ⁽²⁾	(2)	12/15/2021		М			238	(3)	(3)	Humana Common	238	\$0	238	D	
Restricted Stock Units ⁽²⁾	(2)	12/15/2021		М			1,603	(4)	(4)	Humana Common	1,603	\$0	1,603	D	
Restricted Stock Units ⁽²⁾	(2)	12/15/2021		М			189	(5)	(5)	Humana Common	189	\$0	379	D	
Restricted Stock Units ⁽²⁾	(2)							(6)	(6)	Humana Common	434		434	D	

Explanation of Responses:

- 1. Right to buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 9/1/2021, vesting in three annual increments from 9/1/22 to 9/1/24.
- 2. 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).
- $3. \ Restricted stock units granted to reporting person on 2/24/2020, 33\% of the award is vesting on 12/15/20, 12/15/21, and 12/15/22. Unvested restricted stock units were inadvertently omitted from Table II in$ Form 3 and Form 4 filed on 9/1/21. Table II is current and updated moving forward.
- $4. \ Restricted stock units granted to reporting person on 3/1/2020, 33\% of the award is vesting on 12/15/20, 12/15/21, and 12/15/22. Unvested restricted stock units were inadvertently omitted from Table II in Table II i$ Form 3 and Form 4 filed on 9/1/21. Table II is current and updated moving forward.
- $5. \ Restricted \ stock \ units \ granted \ to \ reporting \ person \ on \ 2/22/2021, \ 33\% \ of \ the \ award \ is \ vesting \ on \ 12/15/21, \ 12/15/22, \ and \ 12/15/23. \ Unvested \ restricted \ stock \ units \ were \ inadvertently \ omitted \ from \ Table \ II \ in \ Table \ Tab$ Form 3 and Form 4 filed on 9/1/21. Table II is current and updated moving forward.
- 6. Restricted stock units granted to reporting person on 9/1/2021, 33% of the award is vesting on 9/1/22, 9/1/23, and 9/1/24.

Susan D. Schick

12/17/2021

** 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.