FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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. Name and Address of Reporting Person* <u>Agwunobi</u> , <u>M.D. Andrew C.</u>							2. Issuer Name and Ticker or Trading Symbol HUMANA INC [ HUM ]										Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director				
(Last) (First) (Middle) 500 W. MAIN ST.						3. Date of Earliest Transaction (Month/Day/Year) 04/01/2023										below)	r (give title ) President, Hor		Other (s below) ne Solution	·	
500 W. I	MAIN 51.	4. If	If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable								
(Street) LOUISVILLE KY 40202					_								- 1	X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City) (State) (Zip)				Rı	Rule 10b5-1(c) Transaction Indication																
							Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.														
		Tab	le I - Nor	n-Deriv	ative	Se	curiti	es A	cqı	uired, [	Pisp	osed o	of, or	Ben	eficial	y Owne	d				
1. Title of Security (Instr. 3) 2. Transar Date (Month/Da						ar)	Execution if any	A. Deemed xecution Date, any Month/Day/Year)		3. Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4) 5)				Benefici Owned I	es Form ially (D) of Following (I) (I		n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership	
										Code	v	Amount		A) or D)	Price	Transac	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Humana Common																1	82		D		
		Т	able II -									sed of onverti				Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	4. Transaction Code (Instr 8)					Date Exe piration I onth/Day	ate		e and 7. Title and Amount of Securities Underlying Derivative (Instr. 3 and			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)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Da Ex	ate cercisable		opiration	Title	N O	Amount or Jumber of Shares						
Options <sup>(1)</sup>	\$430.62								(1)	03	3/01/2029	Huma Comr		3,086		3,086		D			
Options <sup>(2)</sup>	\$510.2425									(2)	02	2/24/2030	Hum: Comr		2,838		2,838		D		
Restricted Stock Units <sup>(3)</sup>	(3)									(4)		(4)	Huma Comr		523		523		D		
Restricted Stock	(3)									(5)		(5)	Huma		735		735		D		

## Explanation of Responses:

- 1. Right to buy pursuant to the Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 3/1/2022, vesting in three annual increments from 3/1/23 to 3/1/25.
- 2. Right to buy pursuant to the Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 2/24/2023, vesting in three annual increments from 2/24/24 to 2/24/26
- 3. 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).
- 4. Restricted stock units granted to reporting person on 3/1/2022, 33% of the award is vesting on 12/15/22, 12/15/23, and 12/15/24
- $5. \ Restricted \ stock \ units \ granted \ to \ reporting \ person \ on \ 2/24/2023, \ 33\% \ of \ the \ award \ is \ vesting \ on \ 12/15/23, \ 12/15/24, \ and \ 12/15/25$

Andrew C. Agwunobi, M.D. 04/03/2023

\*\* 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.