FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

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 Addres		suer Name and Tick MANA INC		0	Symbol	(Chec	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) HUMANA INC. 500 WEST MAI	(First)	(Middle)		te of Earliest Trans 5/2020	action (Month	/Day/Year)	— X X	Director Officer (give title below) Presider	10% C Other below	(specify	
(Street)			4. If A	Amendment, Date c	of Origin	al File	d (Month/Day/	'Year)	6. Ind Line) X	vidual or Joint/Group Form filed by One	0.	
	KY	40202								Form filed by Mo Person		
(City)	(State)	(Zip)										
	٦	Table I - Non	n-Derivative	Securities Ac	quired	l, Dis	sposed of,	or Be	neficially	Owned		
Date			2. Transaction Date Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		

		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Humana Common	12/15/2020	М		3,415	Α	\$0	65,267	D	
Humana Common	12/15/2020	F		1,344	D	\$390.485	63,923	D	
Humana Common	12/15/2020	М		3,044	Α	\$0	66,967	D	
Humana Common	12/15/2020	F		1,198	D	\$390.485	65,769	D	
Humana Common	12/15/2020	М		2,672	Α	\$0	68,441	D	
Humana Common	12/15/2020	F		1,052	D	\$390.485	67,389	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

(0.9., pare, cane, cane, concernation contained)															
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)		n of		6. Date Exerc Expiration Da (Month/Day/Y	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⁾	\$268.47							(1)	02/19/2025	Humana Common	14,718		14,718	D	
Options ⁽²⁾	\$307.965							(2)	02/25/2026	Humana Common	40,409		40,409	D	
Options ⁽³⁾	\$350.7875							(3)	02/24/2027	Humana Common	40,290		40,290	D	
Restricted Stock Units ⁽⁴⁾	(4)	12/15/2020		М			3,415	(6)	(6)	Humana Common	3,415	\$0	0	D	
Restricted Stock Units ⁽⁴⁾	(4)	12/15/2020		М			3,044	(7)	(7)	Humana Common	3,044	\$0	3,045	D	
Restricted Stock Units ⁽⁵⁾	(5)	12/15/2020		М			2,672	(8)	(8)	Humana Common	2,672	\$0	5,346	D	

Explanation of Responses:

1. Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/19/2018, vesting in three annual increments.

2. Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/25/2019, vesting in three annual increments.

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.

4. 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).

5. 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).

6. Restricted stock units granted to reporting person on 02/19/2018, 33% of the award is vesting on 12/15/18, 12/15/19, and 12/15/20.

7. Restricted stock units granted to reporting person on 02/25/2019, 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.

Remarks:



** 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.

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