

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

McCallister, Michael B.
500 West Main Street
Louisville, KY 40202
USA

2. Issuer Name and Ticker or Trading Symbol

Humana Inc.
HUM

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

September 30, 1999

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

() Director () 10% Owner (X) Officer (give title below) () Other
(specify below)

Senior Vice President-Health System Management

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) Form filed by One Reporting Person
() Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. A/D	6. Price	7. Amount of Securities Beneficially Owned at End of Month	8. Dir (D) or Indir (I)	9. Nature of Indirect Beneficial Ownership
Common (1)	9/17/99	P	6,000	A	\$9.00	22,848	D	
						30,137.2	I	HRSP (3)

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

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date A/Exercise Date D/Expiration Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month	10. Dir (D) or Indir (I)	11. Nature of Indirect Beneficial Ownership
Common (2)	11.0131				09/13/91 - 09/13/00	Common (1) 2,000	2,000	2,000	D	
Common (2)	11.0131				09/13/92 - 09/13/00	Common (1) 2,000	2,000	2,000	D	
Common (2)	11.0131				09/13/93 - 09/13/00	Common (1) 2,000	2,000	2,000	D	
Common (2)	8.9098				11/18/92 - 11/18/01	Common (1) 1,000	1,000	1,000	D	
Common (2)	8.9098				11/18/93 - 11/18/01	Common (1) 1,000	1,000	1,000	D	
Common (2)	8.9098				11/18/94 - 11/18/01	Common (1) 1,000	1,000	1,000	D	
Common (2)	6.5625				04/14/95 - 04/14/03	Common (1) 31,250	31,250	31,250	D	
Common (2)	6.5625				04/14/96 - 04/14/03	Common (1) 31,250	31,250	31,250	D	
Common (2)	6.5625				04/14/97 - 04/14/03	Common (1) 31,250	31,250	31,250	D	
Common (2)	6.5625				04/14/98 - 04/14/03	Common (1) 31,250	31,250	31,250	D	
Common (5)	15.625				07/11/97 - 07/11/06	Common (1) 45,000	45,000	45,000	D	
Common (5)	15.625				07/11/98 - 07/11/06	Common (1) 45,000	45,000	45,000	D	
Common (5)	15.625				07/11/97 - 07/11/06	Common (1) 45,000	45,000	45,000	D	

