

| OMB APPROVAL | |
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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 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. Name and Address of Reporting Person* JONES DAVID A SR/KY (Last) (First) (Middle) HUMANA INC. 500 WEST MAIN STREET (Street) LOUISVILLE KY 40202 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol HUMANA INC [HUM] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) Other (specify below) |
| | 3. Date of Earliest Transaction (Month/Day/Year) 08/19/2003 | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 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 | | | |
| Humana Common ⁽¹⁾ | 08/19/2003 | | s | | 100,000 | D | \$17.15 | 1,219,482 | D | See Footnote ⁽⁹⁾ |
| Humana Common ⁽¹⁾ | | | | | | | | 757,974 | I | See Footnote ⁽²⁾ |
| Humana Common ⁽¹⁾ | | | | | | | | 2,519 | I | See Footnote ⁽⁸⁾ |
| Humana Common ⁽¹⁾ | | | | | | | | 610,140 | I | See Footnote ⁽³⁾ |
| Humana Common ⁽¹⁾ | | | | | | | | 152,808 | I | See Footnote ⁽⁴⁾ |
| Humana Common ⁽¹⁾ | | | | | | | | 30,000 | I | See Footnote ⁽⁵⁾ |
| Humana Common ⁽¹⁾ | | | | | | | | 375,406 | I | See Footnote ⁽⁶⁾ |
| Humana Common ⁽¹⁾ | | | | | | | | 4,760,659 | I | See Footnote ⁽⁷⁾ |

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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 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 | | | | | |
| Humana Common ⁽¹⁰⁾ | \$18.7813 | | | | | | | 01/04/2000 | 01/04/2009 | Humana Common ⁽¹⁾ | 5,000 | 5,000 | D | |
| Humana Common ⁽¹⁰⁾ | \$21.25 | | | | | | | 01/02/1999 | 01/02/2008 | Humana Common ⁽¹⁾ | 5,000 | 5,000 | D ⁽¹⁰⁾ | |
| Humana Common ⁽¹⁰⁾ | \$7.875 | | | | | | | 01/03/2001 | 01/03/2010 | Humana Common ⁽¹⁾ | 5,000 | 5,000 | D | |

