

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

Coughlin, Karen A.  
 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

December 31, 1997

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

November 30, 1997

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

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

President Division II

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 or Disposed of (A) Amount	5. Amount of Securities Beneficially Owned at End of Month	6. Dir (D) or Indir (I)	7. Nature of Indirect Beneficial Ownership
Common (1)				15,320	D	(8)
Common (1)				500	I	By Daughter
Common (1)	9/30/97	I	4,215.98	18,939.91	I	HRSP (5)

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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities	10. Nature of Derivative	11. Nature of Indirect Beneficial Ownership
Option (3)	5.7980				9/18/98 - 9/19/98	Common (1) 2,500	2,500		D	
Option (3)	5.7980				9/10/98 - 9/19/98	Common (1) 2,500	2,500		D	
Option (3)	5.7980				9/11/98 - 9/19/98	Common (1) 2,500	2,500		D	
Option (4)	6.8694				3/29/99 - 3/29/99	Common (1) 5,000	5,000		D	
Option (4)	6.8694				3/29/99 - 3/29/99	Common (1) 5,000	5,000		D	
Option (4)	6.8694				3/29/99 - 3/29/99	Common (1) 5,000	5,000		D	
Option (4)	11.0131				9/13/99 - 9/13/99	Common (1) 2,000	2,000		D	
Option (4)	11.0131				9/12/99 - 9/13/99	Common (1) 2,000	2,000		D	
Option (4)	11.0131				9/13/99 - 9/13/99	Common (1) 2,000	2,000		D	
Option (4)	8.9098				11/18/99 - 11/18/01	Common (1) 2,000	2,000		D	
Option (4)	8.9098				11/18/99 - 11/18/01	Common (1) 2,000	2,000		D	
Option (4)	8.9098				11/18/99 - 11/18/01	Common (1) 2,000	2,000		D	

Option (4)	6.5625					4/14/1995	4/14/1993	Common (1)	62,500		62,500	D	
Option (4)	6.5625					4/14/1996	4/14/1993	Common (1)	62,500		62,500	D	
Option (4)	6.5625					4/14/1997	4/14/1993	Common (1)	62,500		62,500	D	
Option (4)	6.5625					4/14/1998	4/14/1993	Common (1)	62,500		62,500	D	
Option (4)	23.0625					1/12/1996	1/12/1995	Common (1)	30,000		30,000	D	
Option (4)	23.0625					1/12/1997	1/12/1995	Common (1)	30,000		30,000	D	
Option (4)	23.0625					1/12/1998	1/12/1995	Common (1)	30,000		30,000	D	
Option (5)	18.8125					1/9/1998	1/9/1990	Common (1)	6,667		6,667	D	
Option (5)	18.8125					1/9/1999	1/9/1990	Common (1)	6,667		6,667	D	
Option (5)	18.8125					1/9/2000	1/9/1990	Common (1)	6,666		6,666	D	
Phantom Stock Units (61-for-1)						(6)	(6)	Common (1)	5,110.2		5,110.2	D	

Explanation of Responses:

- (1) Each share of Common Stock contains a Right adopted on March 5, 1987, as amended and restated on February 14, 1996, pursuant to the Company's Rights Agreement which entitles holders of the Company's Common Stock in the event certain specified events occur, to acquire 1/100th of a share of Series A Participating Preferred Stock at a price of \$145 per fractional share.
- (2) Shares held for my benefit as of October 31, 1997, under the Humana Retirement and Savings Plan ("HRSP") exempt under Rule 16b-3.
- (3) Right to buy pursuant to the Company's 1981 Non-Qualified Stock Option Plan.
- (4) Right to buy pursuant to the Company's 1989 Stock Option Plan for Employees.
- (5) Right to buy pursuant to the Company's 1996 Stock Incentive Plan for Employees.
- (6) Phantom stock units held for my benefit as of October 31, 1997, under the Humana Excess Plans exempt under Rule 16b-3(d).
- (7) Transfer of funds into Company Stock Fund of the Humana Retirement and Savings Plan based on Plan information as of October 31, 1997, exempt under Rule 16b-3(f) at prices ranging from \$21.820 to \$24.699.
- (8) Amount of securities owned at November 30, 1997 had typographical error.