SEC Form 4	
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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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 Address of Reporting Person <sup>*</sup> Diamond Susan M					suer Name <b>and</b> Tic MANA INC			Symbol	(Che	elationship of Repor eck all applicable) Director Officer (give titl	10%	o Issuer 5 Owner er (specify	
(Last) HUMANA INC. 500 WEST MAI		ate of Earliest Trans	saction (	(Month	n/Day/Year)		below)	belc nancial Office	ow)				
(Street) LOUISVILLE (City)		4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Та	able I - No	on-Deriva	tive	Securities Ac	quire	d, Di	sposed of	, or Be	eneficiall	y Owned		
1. Title of Security (Instr. 3)		2. Transacti Date (Month/Day		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired (D) (Instr	d (A) or r. 3, 4 and 5)	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)		
Humana Commo	n		12/15/20	022		М		285	A	\$ <mark>0</mark>	2,469	D	
Humana Common 12/15/2				022		F		133(12)	D	\$510.02	2,336	D	
Humana Commo	n		12/15/20	022		М		366	A	\$ <u>0</u>	2,702	D	
Humana Commo	n		12/15/20	022		F		171(12)	D	\$510.02	2,531	D	
Humana Commo	1		12/15/20	)22		М		511	A	\$0	3,042	D	
Humana Commo	n		12/15/20	022		F		238(12)	D	\$510.02	2,804	D	
Humana Commo	n										2,136	I	See Footnote <sup>(1)</sup>
		Table II	- Derivati	ive S	ecurities Aca	uired.	Dis	oosed of.	or Ben	eficially	Owned		

			(e.g.,					ts, options				y Owned			
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	Title	Amount or Number of Shares				
Options <sup>(2)</sup>	\$350.7875							(2)	02/24/2027	Humana Common	1,861		1,861	D	
Options <sup>(3)</sup>	\$376.61							(3)	02/22/2028	Humana Common	3,016		3,016	D	
Options <sup>(4)</sup>	\$428.6767							(4)	08/01/2028	Humana Common	3,793		3,793	D	
Options <sup>(5)</sup>	\$425.055							(5)	02/21/2029	Humana Common	5,562		5,562	D	
Restricted Stock Units <sup>(6)</sup>	(6)	12/15/2022		М			285	(7)	(7)	Humana Common	285	\$0	0	D	
Restricted Stock Units <sup>(6)</sup>	(6)	12/15/2022		М			366	(8)	(8)	Humana Common	366	\$0	367	D	
Restricted Stock Units <sup>(6)</sup>	(6)							(9)	(9)	Humana Common	622		622	D	
Restricted Stock Units <sup>(6)</sup>	(6)	12/15/2022		М			511	(10)	(10)	Humana Common	511	\$0	1,024	D	
Phantom Stock Units <sup>(11)</sup>	(11)							(11)	(11)	Humana Common	320		320	I	See Footnote. <sup>(11)</sup>

Explanation of Responses:

1. Shares held for the benefit of the reporting person as of November 30, 2022 under the Humana Retirement Savings Plan including routine payroll deductions, quarterly dividend allocation, and a routine disposition of shares to fund an administrative fee assessment under a Tax-Conditioned Plan, exempt under Rule 16b-3(c).

2. 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

from 2/24/21 to 2/24/23.

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 02/22/2021, vesting in three annual increments from 2/22/22 to 2/22/24.

4. Right to buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 8/1/2021, vesting in three annual increments from 8/1/22 to 8/1/24.

5. Right to buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 2/21/2022, vesting in three annual increments from 2/21/23 to 2/21/25.

6. 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).

7. 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.

8. Restricted stock units granted to reporting person on 02/22/2021, 33% of the award is vesting on 12/15/21, 12/15/22, and 12/15/23.

9. Restricted stock units granted to reporting person on 08/1/2021, 33% of the award is vesting on 8/1/22, 8/1/23, and 8/1/24.

10. Restricted stock units granted to reporting person on 02/21/2022, 33% of the award is vesting on 12/15/22, 12/15/23, and 12/15/24.

11. Phantom Stock Units held for the benefit of reporting person as of November 30, 2022 based on the value of Humana common stock on a 1-for-1 basis, under the Humana Retirement Equalization Plan. The ending number of units reflects normal fluctuation due to changes in stock price.

12. Disposition reported represents payment for tax liability on shares vesting on 12/15/22, with no value received in return.

Susan M. Diamond

12/19/2022

Date

\*\* Signature of Reporting Person

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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