

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

August 31, 2000

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

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

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

President and Chief Executive Officer

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. Amount of Securities Beneficially Owned at End of Month Price	6. Director (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Common (1)	8/7/00	A	225,000	259,848	D	
Common (1)				38,157	I	HRSP(3)

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

1. Title of Derivative Security	2. Conversion or Exercise Date	3. Code	4. Derivative Securities Acquired (A) or Disposed of (D) Amount	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date	7. Title and Number of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities	10. Price of Derivative Security	11. Nature of Indirect Beneficial Ownership
Common (2)	11/01/31				09/13/91 - 09/13/00	Common (1)	2,000	2,000		D
Common (2)	11/01/31				09/13/92 - 09/13/00	Common (1)	2,000	2,000		D
Common (2)	11/01/31				09/13/93 - 09/13/00	Common (1)	2,000	2,000		D
Common (2)	8/90/98				11/18/92 - 11/18/01	Common (1)	1,000	1,000		D
Common (2)	8/90/98				11/18/93 - 11/18/01	Common (1)	1,000	1,000		D
Common (2)	8/90/98				11/18/94 - 11/18/01	Common (1)	1,000	1,000		D
Common (2)	6/56/25				04/14/95 - 04/14/03	Common (1)	31,250	31,250		D
Common (2)	6/56/25				04/14/96 - 04/14/03	Common (1)	31,250	31,250		D
Common (2)	6/56/25				04/14/97 - 04/14/03	Common (1)	31,250	31,250		D
Common (2)	6/56/25				04/14/98 - 04/14/03	Common (1)	31,250	31,250		D
Common (5)	15/62/5				07/11/97 - 07/11/06	Common (1)	45,000	45,000		D
Common (5)	15/62/5				07/11/98 - 07/11/06	Common (1)	45,000	45,000		D
Common (5)	15/62/5				07/11/99 - 07/11/06	Common (1)	45,000	45,000		D

Phantom Stock Units (41-for-1)					(4)	(4)	Common (1)	1,181.5	1,181.5	D
Common (5)	15.5938				9/17/99	11/12/05	Common (1)	29,240	29,240	D
Common (5)	15.5938				9/17/99	11/9/07	Common (1)	12,288	12,288	D
Common (5)	15.5938				1/9/00	1/9/07	Common (1)	6,052	6,052	D
Common (5)	15.5938				9/17/99	7/10/07	Common (1)	7,620	7,620	D
Common (5)	15.5938				7/10/00-2	7/10/07	Common (1)	22,860	22,860	D
Common-ISO (5)	15.5938				9/17/99	11/15/08	Common (1)	4,316	4,316	D
Common-ISO (5)	15.5938				1/15/00	1/15/08	Common (1)	4,316	4,316	D
Common-ISO (5)	15.5938				1/15/01	1/15/08	Common (1)	4,316	4,316	D
Common-NQ (5)	15.5938				9/17/99	11/15/08	Common (1)	7,284	7,284	D
Common-NQ (5)	15.5938				1/15/00	1/15/08	Common (1)	7,284	7,284	D
Common-NQ (5)	15.5938				1/15/01	1/15/08	Common (1)	7,284	7,284	D
Common (5)	19.25				1/15/00	1/15/09	Common (1)	10,000	10,000	D
Common (5)	19.25				1/15/01	1/15/09	Common (1)	10,000	10,000	D
Common (5)	19.25				1/15/02	1/15/09	Common (1)	4,806	4,806	D
Common-ISO (5)	19.25				1/15/02	1/15/09	Common (1)	5,194	5,194	D
Common (5)	7.4688				11/18/00	11/18/09	Common (1)	33,334	33,334	D
Common (5)	7.4688				11/18/01	11/18/09	Common (1)	33,333	33,333	D
Common (5)	7.4688				11/18/02	11/18/09	Common (1)	33,333	33,333	D
Common (5)	6.9063				2/11/01	2/11/10	Common (1)	166,667	166,667	D
Common (5)	6.9063				2/11/02	2/11/10	Common (1)	166,667	166,667	D
Common (5)	6.9063				2/11/03	2/11/10	Common (1)	152,187	152,187	D
Common-ISO (5)	6.9063				2/11/03	2/11/10	Common (1)	14,479	14,479	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, and amended as of May 27, 1998 and March 1, 1999, 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) Right to buy pursuant to the Company's 1989 Stock Option Plan for Employees.

(3) Shares held for my benefit as of June 30, 2000 pursuant to the Humana Retirement and Savings Plan ("HRSP") and a routine disposition of shares to fund an administrative fee assessment under a Tax-Conditioned Plan, exempt under Rule 16b-3(c).

(4) Phantom Stock Units held for my benefit as of June 30, 2000, under the Humana Excess Plan exempt under Rule 16b-3(d).

(5) Right to buy pursuant to the Company's 1996 Stock Incentive Plan for Employees.