

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

Current Report  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934

Date of Report: August 3, 1999  
(Date of Earliest Event Reported)

HUMANA INC.  
(Exact name of Registrant as specified in its Charter)

Delaware  
(State of  
Incorporation)

1-5975  
(Commission  
File Number)

61-0647538  
(I.R.S. Employer  
Tax Identification  
No.)

500 West Main Street  
Louisville, KY 40202  
(Address of principal executive offices)

(502) 580-1000  
(Registrant's telephone number, including area code)

Item 5. Other Events

On August 3, 1999, Humana Inc. (the "Company" or "Registrant") issued a press release, a copy of which is attached hereto as Exhibit 99 and is incorporated herein by reference.

Item 7. Financial Statements and Exhibits.

Exhibit 99. Copy of the Company's Press Release dated August 3, 1999.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

HUMANA INC.

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BY: Kathleen Pellegrino  
Vice President &  
Acting General Counsel

Dated: August 3, 1999

Exhibit Index

Exhibit 99. Copy of the Company's Press Release dated August 3, 1999.

500 West Main Street  
P.O. Box 1438  
Louisville, KY 40201-1438  
<http://www.humana.com>

news release

FOR MORE INFORMATION CONTACT:

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GREGORY H. WOLF RESIGNS  
AS HUMANA PRESIDENT AND CEO

LOUISVILLE, KY (Aug. 3, 1999) - The Board of Directors of Humana Inc. (NYSE: HUM) announced today the resignation of President and Chief Executive Officer Gregory H. Wolf, who is leaving the company to pursue other interests.

The board also announced that David A. Jones, chairman of the board and retired chief executive officer, has been appointed interim chief executive officer, heading an "Office of the Chairman" which will include senior vice presidents Ken Fasola, Mike McCallister and Jim Murray.

The board has launched an immediate search for a permanent chief executive officer.

"The board is committed to improving operating results, shareholder value and shareholder confidence in Humana, and to promptly finding a permanent successor who will renew Humana's tradition of excellence," Jones said.

(more)

Humana Inc., headquartered in Louisville, Ky., is one of the nation's largest publicly traded managed health care companies with approximately 6.1 million medical members located primarily in 15 states and Puerto Rico. Humana offers coordinated health

care through a variety of plans - health maintenance organizations, preferred provider organizations, point-of-service plans and administrative services products - to employer groups, government-sponsored plans and individuals.

More information about Humana is available on the Internet at <http://www.humana.com>.

This press release contains forward-looking information. The forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements may be significantly impacted by certain risks and uncertainties described in Humana's Annual Report on Form 10-K for the year ended December 31, 1998 and in Humana's Quarterly Report on Form 10-Q for the quarter ended March 31, 1999, as filed with the Securities and Exchange Commission.