## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden

0.5

hours per response:

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

Name and Address of Reporting Person*     Christopher M Todoroff					2. Issuer Name and Ticker or Trading Symbol HUMANA INC [ HUM ]								5. Relationship of Reporting Person(s) to Check all applicable) Director 10% X Officer (give title better						
(Last) HUMAN	(First) (Middle)  NA INC.  ST MAIN STREET					3. Date of Earliest Transaction (Month/Day/Year) 12/15/2018									Chief Le	egal C	below)	specify	
(Street)	Street) LOUISVILLE KY 40202		4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicabl Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person							
(City)	(S	itate)	(Zip)																
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transacti Date (Month/Day)				ction	2A. Exe	2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securit Disposed Code (Instr.		4. Securitie	of, or Benefici les Acquired (A) or Of (D) (Instr. 3, 4 and		5. Amo Securi Benefi Owned	ount of ties cially I Following	Forn (D) c	wnership n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) or (D)	Price	Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Humana	Common			12/15/	2018	018		М		1,540	A	\$0	1	10,963		D			
Humana	Common			12/15/	2018	:018			F		717	D	\$304.0	\$304.045			D		
Humana	Common			12/15/	2018	018		M		1,188	A	\$0	1	11,434		D			
Humana Common 12/15/20			2018	018		F		554	D	\$304.0	\$304.045		0,880						
Humana Common 12/15/20			2018	018		M		480	A	\$0	\$0 1		11,360						
Humana Common 12/15/20				2018	018		F		224	D	\$304.0	45 1	11,136		D				
1. Title of	2.	3. Transaction	3A. Deei	(e.g., p	utive s	Secu calls	s, wa	es Acq arrants	s, optio	ons,	converti	or Ben ble secu	ırities)	Owned	1	er of	10.	11. Nature	
Derivative	Conversion	version (Month/Day/Year) e of vative	Execution Date, if any (Month/Day/Year)		Transa	ction	ion of		6. Date Exercisable and Expiration Date (Month/Day/Year)			of Securities Underlying Derivative Securi (Instr. 3 and 4)		Derivative			Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
Security (Instr. 3)	or Exercise Price of Derivative Security		if any		Code ( 8)	Instr.	Deri Sec Acq (A) ( Disp of (I	urities juired or posed D) tr. 3, 4				Derivative	Security	Security (Instr. 5)	Securities Beneficia Owned Following Reported Transacti (Instr. 4)	s ally		Ownership (Instr. 4)	
Security	or Exercise Price of Derivative		if any	Day/Year)	8)		Deri Sec Acq (A) o Disp of (I (Ins and	urities juired or posed D) tr. 3, 4	(Month/I	Day/Ye	Expiration	Derivative (Instr. 3 ar	Amount or Number of		Beneficia Owned Following Reported Transacti	s ally	Form: Direct (D) or Indirect	Ownership (Instr. 4)	
Security (Instr. 3)	or Exercise Price of Derivative Security		if any	Day/Year)		v	Deri Sec Acq (A) ( Disp of (I	urities juired or posed D) tr. 3, 4	Date Exercisa	Day/Ye	Expiration Date	Derivative	Amount or Number of Shares		Beneficia Owned Following Reported Transacti (Instr. 4)	s ally g ion(s)	Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Security (Instr. 3)  Options <sup>(7)</sup>	or Exercise Price of Derivative		if any	Day/Year)	8)		Deri Sec Acq (A) o Disp of (I (Ins and	urities juired or posed D) tr. 3, 4	(Month/I	Day/Ye	Expiration Date 02/18/2023	Title  Humana Common	Amount or Number of Shares 6,935		Beneficia Owned Following Reported Transacti	s ally g ion(s)	Form: Direct (D) or Indirect	Ownership (Instr. 4)	
Security (Instr. 3)	or Exercise Price of Derivative Security		if any	Day/Year)	8)		Deri Sec Acq (A) o Disp of (I (Ins and	urities juired or posed D) tr. 3, 4	Date Exercisa	Day/Ye	Expiration Date	Derivative (Instr. 3 and Instr. 3 and Instr. 4 and Instr. 5 and Instruction (Instruction Instruction	Amount or Number of Shares		Beneficia Owned Following Reported Transacti (Instr. 4)	s illy g on(s)	Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Security (Instr. 3)  Options <sup>(7)</sup>	or Exercise Price of Derivative Security \$167.805		if any	Day/Year)	8)		Deri Sec Acq (A) o Disp of (I (Ins and	urities juired or posed D) tr. 3, 4	Date Exercisa	Day/Ye	Expiration Date 02/18/2023	Title  Humana Common	Amount or Number of Shares 6,935		Beneficia Owned Following Reported Transacti (Instr. 4)	sully g con(s)	Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Options <sup>(7)</sup> Options <sup>(2)</sup>	or Exercise Price of Derivative Security  \$167.805		if any	Day/Year)	8)		Deri Sec Acq (A) o Disp of (I (Ins and	urities juired or posed D) tr. 3, 4	Date Exercisa (1)	able	Expiration Date 02/18/2023 03/08/2024	Title Humana Common Humana Humana	Amount or Number of Shares 6,935		Beneficia Owned Following Reported Transacti (Instr. 4)	sully g ion(s)	Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Options <sup>(7)</sup> Options <sup>(3)</sup>	s167.805  \$217.415  \$239.12		if any	Day/Year)	8)		Deri Sec Acq (A) o Disp of (I (Ins and	urities juired or posed D) tr. 3, 4	Date Exercise (1) (2) (3)	able	Expiration Date 02/18/2023 03/08/2024 06/28/2024	Title Humana Common Humana Common Humana Humana Humana Humana	Amount or Number of Shares 6,935 15,498 7,366		Beneficia Owned Following Reported Transacti (Instr. 4)	sully g ion(s)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Options <sup>(7)</sup> Options <sup>(2)</sup> Options <sup>(3)</sup> Options <sup>(4)</sup> Restricted Stock	\$167.805 \$1217.415 \$239.12	(Month/Day/Year)	if any	Day/Year)	Code		Deri Sec Acq (A) o Disp of (I (Ins and	(D)	Date Exercise (1) (2) (3) (4)	able	Expiration Date 02/18/2023 03/08/2024 06/28/2024 02/19/2025	Title Humana Common Humana Common Humana Common Humana Humana Humana Humana Humana Humana Humana	Amount or Number of Shares 6,935 15,498 7,366 6,221	(Instr. 5)	Beneficia Owned Following Reported Transacti (Instr. 4)	s stilly 3   1   1   1   1   1   1   1   1   1	D  D  D  D	Ownership (Instr. 4)	
Options <sup>(7)</sup> Options <sup>(2)</sup> Options <sup>(3)</sup> Options <sup>(4)</sup> Restricted Stock Units <sup>(5)(7)</sup> Restricted Stock	\$167.805 \$167.805 \$217.415 \$239.12 \$268.47	(Month/Day/Year)	if any	Day/Year)	Code		Deri Sec Acq (A) o Disp of (I (Ins and	urities juired or posed D) tr. 3, 4 5) (D)	Date Exercisa (1) (2) (3) (4) (6)	able	Expiration Date 02/18/2023 03/08/2024 06/28/2024 02/19/2025 (6)	Title Humana Common Humana Common Humana Common Humana Common Humana Common Humana Humana Humana Humana Humana Humana Humana Humana	Amount or Number of Shares 6,935 15,498 7,366 6,221 1,540	(Instr. 5)	Beneficia Owned Following Reported Transacti (Instr. 4)  6,938  15,49  7,366  6,221	s stilly 3 3 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	D  D  D  D  D	Ownership (Instr. 4)	

## **Explanation of Responses:**

Units<sup>(5)</sup>

1. Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/24/15, vesting in three increments from 02/24/16 to 02/24/18.

Common

- 2. Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 03/08/2017, vesting in three annual increments.
- 3. Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 06/28/2017, 100% of the award is vesting on 06/28/20
- 4. Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/19/18, vesting in three increments from 02/19/19 to 02/19/21. 5. Right to receive one share per restricted stock unit pursuant to the Company's 2011 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).

- $6. \ Restricted \ stock\ units\ granted\ to\ reporting\ person\ on\ 02/18/16,\ 33\%\ of\ the\ award\ is\ vesting\ on\ 12/15/16,\ 12/15/17,\ and\ 12/15/18.$
- 7. Reporting Person disclaims Beneficial Ownership of one-half of each option or restricted stock unit held as of December 2016 pursuant to Divorce Decree, exempt under Rule 16a-12.
- $8. \ Restricted \ stock\ units\ granted\ to\ reporting\ person\ on\ 03/08/2017,\ 33\%\ of\ the\ award\ is\ vesting\ on\ 12/15/17,\ 12/15/18,\ and\ 12/15/19.$
- $9. \ Restricted \ stock \ units \ granted \ to \ reporting \ person \ on \ 06/28/17, \ 100\% \ of \ the \ award \ is \ vesting \ on \ 06/28/20.$
- $10. \ Restricted stock units granted to reporting person on 02/19/18, 33\% of the award is vesting on 12/15/18, 12/15/19, and 12/15/20.$

## Remarks:

Christopher M. Todoroff

12/18/2018

\*\* Signature of Reporting Person

Date

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.