FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| STATEMENT | OF CHANGES | IN BENEFICIAL | OWNERSHIP |
|------------------|-------------------|---------------|------------------|

| OMB APPROVAL | | | | | | | | | | |
|---------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | | |
| Estimated average t | ourden | | | | | | | | | |
| hours per response. | 0.5 | | | | | | | | | |

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

| 1. Name and Address of Reporting Person* | | | | | 2. Issuer Name and Ticker or Trading Symbol HUMANA INC [HUM] 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | | | | | | suer | | | |
|--|---|---------------------------------------|----------------------------------|---|---|---|---------|--|---------------------|---|------------------|---|---|---|---|--|---|-----------------|---------------------------------------|--|
| KATZ KAREN | | | | | | itomini ito [itom] | | | | | | | | X Direct | | .or | | 10% Owner | | |
| (Last) (First) (Middle) HUMANA INC. | | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2021 | | | | | | | | | Officer below) | (give title | | Other (s below) | specify | | | |
| 500 W. MAIN STREET | | | | 4. If | If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | | |
| (Street) | | | | - | | | | | | | | | | Line) X Form filed by One Reporting Person | | | | | | |
| LOUISVILLE KY 40202 | | | | Form filed by More than Person | | | | | | | | | | | n One Repo | rting | | | | |
| (City) | (S | state) | (Zip) | | | | | | | | | | | | | | | | | |
| | | Tab | le I - Nor | 1-Deriv | /ative | Sec | curitie | es Ao | cquired, | Disp | osed (| of, or Be | enefic | ially | Owned | t | | | | |
| 1. Title of Security (Instr. 3) 2. Transc Date (Month/L | | | | | Execution | | n Date | r, Transaction Dispose Code (Instr. 5) | | rities Acquired (A) ed Of (D) (Instr. 3, 4 | | and Securiti Benefic Owned | | es ally Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | | | | Code | v | Amount | nt (A) or (D) | | e | Reported Transaction(s) (Instr. 3 and 4) | | | | (Instr. 4) | | |
| Humana Common | | | | | | | | | | | | | | 5 | 590 D | | D | | | |
| | | Т | | | | | | | uired, D | | | | | | Owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | Date Execu (Month/Day/Year) if any | 3A. Deeme Execution if any | . Deemed ecution Date, iny | | 4. Transaction Code (Instr. 8) | | 5. Number of | | s, options, co 6. Date Exercisal Expiration Date (Month/Day/Year | | 7. Title an Amount of Securities Underlyin Derivative | itle and ount of urities | | Price of erivative ecurity nstr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | Ownershi Form: y Direct (D) or Indirect (I) (Instr. 4 | Ownership Form: | Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisable | | xpiration ate | Title | Amous or Number of Shares | er | | | | | | |
| Restricted Stock Units ⁽¹⁾ | (1) | | | | | | | | (1) | | (1) | Humana Common | 453 | | | 453 | | D | | |
| Restricted Stock Units ⁽²⁾ | (2) | 06/30/2021 | | | A | | 66 | | (2) | | (2) | Humana Common | 66 | \$ | 442.715 | 441 | | D | | |
| Restricted Stock Units ⁽³⁾ | (3) | | | | | | | | (3) | | (3) | Humana Common | 3 | | | 3 | | D | | |
| Restricted Stock | (4) | | | | | | | | (4) | | (4) | Humana Common | 403 | | | 403 | | D | | |

Explanation of Responses:

- 1. Annual Director's fee payable in stock units, deferred at the election of the Reporting Person until his resignation of services as a director at which time the stock units will be payable in Humana Inc. common stock on a 1-for-1 basis, exempt pursuant to Rule 16(b)-3(d)(1).
- 2. Director's cash fee elected to be converted into stock units, deferred at the election of the Reporting Person until her resignation of services as a director at which time the stock units will be payable in Humana Inc. common stock on a 1-for-1 basis, exempt pursuant to Rule 16(b)-3(d)(1).
- 3. Director's dividend payment reinvested into stock units on vested and deferred stock units, deferred in accordance with the Plan until his resignation of services as a director at which time the deferred dividend stock units will be payable in Humana Inc. common stock on a 1-for-1 basis, exempt pursuant to Rule16(b)-3(d).
- 4. 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) under Company's 2019 Amended & Restated Plan.100% of the award is vesting on 12/31/21.

Remarks:

Karen W. Katz

07/02/2021

** 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.