

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

Jones, David A.  
 500 W. Main St.  
 Louisville, KY 40202

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 29, 2002

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

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

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

Chairman of the Board

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 or Disposed of (A) Amount	5. Amount of Securities Beneficially Owned at End of Month Price	6. Director or Indirect Beneficial Owner (I) (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Common (1)				610,140	I	FLP(2)
Common (1)				152,808	I	FLP-96(3)
Common (1)				30,000	I	Wife
Common (1)				4,151,445	I	DAJ-RT(8)
Common (1)				1,385	I	BJ-RT(9)
Common (1)				719,028	I	JIL(6)
Common (1)	8/15/02	S(10)	180,000	\$13.00	D	
Common (1)				1,000,000	I	DBJI(11)

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

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable or Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities	10. Director or Indirect Beneficial Owner (I) (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
Option (4)	21.25				1/2/99	Common (1)	5,000	5,000	D	
Option (4)	18.7813				1/4/00	Common (1)	5,000	5,000	D	
Option (4)	7.875				1/3/01	Common (1)	5,000	5,000	D	
Option (4)	14.7813				1/2/01	Common (1)	3,887	3,887	D	
Option (5)	14.7813				1/2/01	Common (1)	1,113	1,113	D	
Forward Sale Contract (7)					3/22/04	Common (1)	451,700		D	
Option (5)	11.235				10/10/02	Common (1)	83,334	83,334	D	
Option (5)	11.235				10/10/03	Common (1)	83,333	83,333	D	
Option (5)	11.235				10/10/04	Common (1)	83,333	83,333	D	
Option (5)	11.55				1/2/01	Common (1)	5,000	5,000	D	



common stock. The 10b5-1 Trading Plans are scheduled to terminate no later than February 28, 2003 subject to earlier termination per the provisions as set out in the Trading Plans.

(11) Shares held by DBJ Investments, Ltd. ("DBJI"), a limited partnership of which I am a limited partner and DBJ, LLC is the General Partner. My wife and I are the members of DBJ, LLC. I disclaim beneficial ownership of Company stock held by DBJI except to the extent of my pecuniary interest.