

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

Lerner, Irwin
17 East Greenbrook Road
North Caldwell,, NJ 07006
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

September 30, 1999

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)

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) Form filed by One Reporting Person
() Form filed by More than One Reporting Person

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Price	6. Amount of Securities Beneficially Owned at End of Month	7. Nature of Indirect Beneficial Ownership (D or I)
Common (1)	9/27/99	P	8,900	\$8.00		
Common (1)	9/27/99	P	1,100	\$7.3125	14,000	D
Common (1)					1,000	I By Spouse

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date of Exercise (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Underlying Securities	9. Number of Derivative Securities	10. Nature of Indirect Beneficial Ownership (D or I)
Option (2)	\$14.437				11/4/94	11/3/03 Common (1) 5,000		5,000	D
Option (2)	\$14.437				11/4/95	11/3/03 Common (1) 5,000		5,000	D
Option (2)	\$14.437				11/4/96	11/3/03 Common (1) 5,000		5,000	D
Option (2)	\$22.4375				1/3/96	1/3/00 Common (1) 5,000		5,000	D
Option (2)	\$26.9375				1/2/97	1/2/00 Common (1) 5,000		5,000	D
Option (2)	\$18.9375				1/2/98	1/2/00 Common (1) 5,000		5,000	D
Option (2)	\$21.25				1/2/99	1/2/00 Common (1) 5,000		5,000	D
Option (2)	\$18.7813				1/4/00	1/4/00 Common (1) 5,000		5,000	D

Explanation of Responses:

(1) Each share of Common Stock contains a Right adopted on March 5, 1987, pursuant to the Company's Rights Agreement, amended and restated on February 14, 1996, and amended as of May 27,

1998 and March 1, 1999,
which entitles holders of the Company's Common Stock, in the event certain
specified events occur, to acquire
1/100 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
Non-Employee Directors.