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 $\,$

Vieth, Jr., George W. 500 West Main Street

Louisville, KY 40202

- 2. Issuer Name and Ticker or Trading Symbol Humana Inc.
- 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) () Director () 10% Owner (X) Officer (give title below) () Other (specify below) Senior Vice President of Market Segment Management
- 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	Tra	nsacti 		Securities Acqu or Disposed of Amount	(D)	/	5.Amount of Securities Beneficially Owned at End of Month	6.Dir ect (D)or Indir ect(I	
Common (1)	9/22 9	/9 P	2,	000	A	\$8.00 	21,000	D	
Common (1)		1	1 1		1	I	1,400	ΙI	Cust. for Child
Common (1)		ı	1 1		1	I	500	ΙI	Cust. for Child
Common (1)		ı	1 1		1	I	1,000	ΙI	Cust. for Child
Common (1)		ı	1 1		1	I	300	ΙI	IRA
Common (1)	ı	ı	1 1		1	I	100	ΙI	Wife-IRA
Common (1)		ı	1 1		1		5,781.4	I	HRSP (2)

Table II Derivativ	ve Securit	ites A	Acquir	ed,	Disposed of,	or Bene	ficial	ly Owner	d					
-	version or Exer cise Price of Deriva- tive Secu-	Trans	sactio 	n 	rivative Securities Acquired(A) or Disposed of(D)	cisab Expir Date Day/Y Date Exer-	ele and ation Month/ (ear) Expir ation	of Un Secus I I Tit	nderly rities le and Shares	ing Number	of Deri vative Secu rity 	of Deriva tive Securities Benefi ficially Owned at End of	Dir	Beneficial Ownership
Option (3)	6.5625 		 							15,000 		15,000 	I D	
Option (3)			İ	Ϊİ		196	03	İ		İ	İ	į i	I D	
Option (3)	6.5625 		1	1 1	1	4/14/	4/14/	Common	(1)		I		D 	
Option (3)	6.5625 									15,000 		15,000 	D 	
Phantom Stock Units (5	1-for-1 				 								D 	
Option (3)	15.5938 									13,760 		13,760 	I D	
Option (3)	15.5938 									6,090 		6,090 	D 	
Option (4)	15.5938 				 								D 	
Option (4)					 								D 	
Option-ISO (4)	15.5938	I	I	1 1	I	9/17/	1/15/	Common	(1)	4,316	I	4,316	D	i

	1	1	1		1	199	108	1		1	I	ı	1	<u> </u>
Option-ISO (4)	15.5938 	 	I I							4,316 		4,316	D 	
Option-ISO (4)	15.5938 	 	I I			1/15, 01			(1)	4,316 	 	4,316 	D 	
Option-NQ (4)	15.5938 	 	1	 		9/17 <i> </i> 99			(1)	7,284 	 	7,284 	D	
Option-NQ (4)	15.5938 	 	 	 		1/15,			(1)	7,284 	 	7,284 	D 	
Option-NQ (4)	15.5938 	 	 			1/15, 01			(1)	7,284 	 	7,284 	D 	
Option (4)	19.25 	 		 				Common		10,000 		10,000 	D 	
Option (4)	19.25 	 	I I							10,000 		10,000 	D 	
Option (4)	19.25 	 	I I									10,000 	D 	
Option (4)	9.5938 			V 8,334						8,334 		8,334 	D	
Option (4)	9.5938 			V 8,333				Common		8,333 	 	8,333 	D 	
Option (4)	9.5938 	9/9/ 9		V 8,333		9/9/0 2		Common	(1)	8,333 	 	8,333 	D	
	ı	1	1	1 1	1	1	1			ı		ı	ı	

Explanation of Responses:

(1) Each share of Common Stock contains a Right adopted on March 5, 1987, as amended and restated on

February 14, 1996, and amended as of May 27, 1998 and March 1, 1999, pursuant to the Company Rights

Agreement, which entitles holders of the Company's Common Stock, in the event certain specified events occur,

to acquire 1/100th of a share of Series A Participating Preferred Stock at a price of \$145 per fractional share.

(2) Shares held for my benefit as of July 31, 1999, under the Humana Retirement & Savings Plan ("HRSP") exempt under Rule

16b-3(c).

- (3) Right to buy pursuant to the Company's 1989 Stock Option Plan for Employees.
- (4) Right to buy pursuant to the Company's 1996 Stock Incentive Plan.
- (5) Phantom Stock Units held for my benefit as of July 31, 1999, under the Humana Excess Plans exempt under Rule $\frac{1}{2}$

16b-3(d).