

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

( ) Form 3 Holdings Reported

( ) Form 4 Transactions Reported

1. Name and Address of Reporting Person

Perkins, Bruce D  
 500 W. Main St.  
 Louisville, KY 40202  
 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

December 31, 1996

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)

Sr. Vice President - Provider Affairs & Reengineering

7. Individual or Joint/Group Reporting (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 (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Year Price	6. Director or Indirect Beneficial Owner (I)	7. Nature of Indirect Beneficial Ownership
Common (1)				19,501	D	
Common (1)	(2)	A	863.5	(2) 11,096.9	I	HRSP (2)

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. Derivative Securities Acquired (A) or Disposed of (D)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable or Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Underlying Security	9. Number of Derivative Securities	10. Director or Indirect Beneficial Owner (I)	11. Nature of Indirect Beneficial Ownership
Option (3)	6.8694				3/02/92   3/02/99	Common (1) 249		249	D	
Option (3)	11.0131				9/13/91   9/13/00	Common (1) 1,000		1,000	D	
Option (3)	11.0131				9/13/92   9/13/00	Common (1) 1,000		1,000	D	
Option (3)	11.0131				9/13/93   9/13/00	Common (1) 1,000		1,000	D	
Option (3)	8.9098				11/18/92   11/18/01	Common (1) 1,000		1,000	D	
Option (3)	8.9098				11/18/93   11/18/01	Common (1) 1,000		1,000	D	
Option (3)	8.9098				11/18/94   11/18/01	Common (1) 1,000		1,000	D	
Option (3)	6.5625				04/14/96   04/14/03	Common (1) 15,000		15,000	D	
Option (3)	6.5625				04/14/97   04/14/03	Common (1) 15,000		15,000	D	
Option (3)	6.5625				04/14/98   04/14/03	Common (1) 15,000		15,000	D	
Option (3)	23.0625				01/12/96   11/12/05	Common (1) 10,000		10,000	D	
Option (3)	23.0625				01/12/97   11/12/05	Common (1) 10,000		10,000	D	

Option (3)	23.0625					01/12/1/12/1/98	Common (1)	10,000	10,000	D		
Option (4)	15.625					7/11/1/07/11/97	Common (1)	33,334	33,334	D		
Option (4)	15.625					7/11/1/07/11/98	Common (1)	33,333	33,333	D		
Option (4)	15.625					7/11/1/07/11/99	Common (1)	33,333	33,333	D		
Phantom Stock Units	1-for-1	(2)	A	342.8	A	(2)	(2)	Common (1)	342.8	342.8	I	SERP (2)

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, 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) On-going acquisitions of shares (including intra-fund transfer already reported) from May 31, 1996 (date of election) to December 31, 1996 at prices ranging from \$16.326 to \$23.75 pursuant to the Humana Retirement and Savings Plan ("HRSP"), and the related phantom acquisitions under the Company's Excess Benefit Plans ("SERP") exempt under 16a-3(f)(1)(i)(B); being listed to report any shares acquired prior to the SEC rule changes in 8/96.

(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 for Employees.