FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden 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

Name and Address of Reporting Person*     Ventura Joseph C						2. Issuer Name <b>and</b> Ticker or Trading Symbol HUMANA INC [ HUM ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify)					
(Last) (First) (Middle) HUMANA INC. 500 W MAIN STREET						3. Date of Earliest Transaction (Month/Day/Year) 02/21/2022									- X Officer (give title Other (specify below)  Chief Legal Officer					
(Street) LOUISVILLE KY 40202					4. If	Line)  X Form filed I								iled by One	nt/Group Filing (Check Applicable d by One Reporting Person d by More than One Reporting					
(City) (State) (Zip)					Person								n							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
Dat				2. Transa Date (Month/D		r) Ex	A. Deemed xecution Date, any Month/Day/Year)		3. Transaction Code (Instr. 8)						5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A) or (D)	Pric	e	Transaction (Instr. 3 ar						
Humana Common									$\perp$						3,3	99	D			
Humana Common															221		I		ee ootnote <sup>(1)</sup>	
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date,	4. Transa Code ( 8)		of E		6. Date Exercisable and Expiration Date (Month/Day/Year)		•	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owr Forr Dire or Ir (I) (I	ership n: ct (D) direct nstr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisal:		Expiration Date	Title	Amou or Numb of Share	ber						
Options <sup>(2)</sup>	\$307.965								(2)	(	02/25/2026	Humana Common	3,59	92		3,592		D		
Options <sup>(3)</sup>	\$350.7875								(3)	(	02/24/2027	Humana Common	4,65	56		4,656		D		
Options <sup>(4)</sup>	\$376.61								(4)	(	02/22/2028	Humana Common	4,59	98		4,598		D		
Options <sup>(5)</sup>	\$425.055	02/21/2022			A		3,932		(5)	(	02/21/2029	Humana Common	3,93	32	\$0	3,932		D		
Restricted Stock Units <sup>(6)</sup>	(6)								(7)		(7)	Humana Common	309	9		309		D		
Restricted Stock Units <sup>(6)</sup>	(6)								(8)		(8)	Humana Common	745	5		745		D		
Restricted Stock Units <sup>(6)</sup>	(6)	02/21/2022			A		1,085		(9)		(9)	Humana Common	1,08	35	\$0	1,085		D		

## **Explanation of Responses:**

- 1. Shares held for the benefit of reporting person as of January 31, 2022 under the Humana Retirement Savings Plan including routine payroll deductions, quarterly dividend allocation, and a routine disposition of shares to fund an administrative fee assessment under a Tax-Conditioned Plan, exempt under Rule 16b-3(c).
- 2. Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/25/2019, vesting in three increments from 2/25/20 to 2/25/22.
- 3. Right to buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/24/2020, vesting in three annual increments from 2/24/21 to 2/24/23.
- 4. Right to buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/22/2021, vesting in three annual increments from 2/22/22 to 2/22/24.
- 5. Right to buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/21/2022, vesting in three annual increments from 2/21/23 to 2/21/25.
- 6. Right to receive one share per restricted stock unit pursuant to the Company's 2019 Amended & Restated Stock Incentive Plan. 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).
- 7. Restricted stock units granted to reporting person on 02/24/2020, 33% of the award is vesting on 12/15/20, 12/15/21, and 12/15/22.
- $8. \ Restricted \ stock \ units \ granted \ to \ reporting \ person \ on \ 02/22/2021, \ 33\% \ of \ the \ award \ is \ vesting \ on \ 12/15/21, \ 12/15/22, \ and \ 12/15/23.$
- $9. \ Restricted \ stock \ units \ granted \ to \ reporting \ person \ on \ 02/21/2022, 33\% \ of \ the \ award \ is \ vesting \ on \ 12/15/22, 12/15/23, and \ 12/15/24.$

Joseph C. Ventura

02/23/2022

\*\* 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.

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