SEC Form 4
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## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB Number:	3235-0287
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l	hours per response:	0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addre <u>SMITH BRA</u>		g Person <sup>*</sup>			ame <b>and</b> Ticke <u>NA INC</u> [			ymbol			ationship of Reportir k all applicable) Director	ng Person(s) to I 10% (	
(Last)	(First)	(Middle)		. Date of E 03/31/202	arliest Transac 3	ction (M	onth/E	Day/Year)			Officer (give title below)	Other below	(specify )
HUMANA INC 500 W. MAIN S			4.	. If Amendr	ment, Date of	Original	Filed	(Month/Day/Ye	ear)	6. Indi Line) X	vidual or Joint/Grou		
(Street) LOUISVILLE	KY	40202									Form filed by Mo Person	re than One Rep	porting
(City)	(State)	(Zip)	٦   ]	Check th	)b5-1(c) his box to indica he affirmative de	te that a	transa	ction was made	pursuant		ct, instruction or writter 10.	n plan that is inten	ded to
		Table I - No	n-Derivativ	ve Secu	rities Acqu	uired,	Disp	oosed of, c	or Ben	eficially	Owned		
1. Title of Security	(Instr. 3)		2. Transaction Date (Month/Day/Y	Year) if an	Deemed cution Date, าy nth/Day/Year)	3. Transa Code ( 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)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Humana Commo	on										0	D	

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. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of	ired r osed ) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title an Amount o Securities Underlyin Derivative (Instr. 3 ar	f g Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)							(2)	(2)	Humana Common	386		386	D	
Restricted Stock Units	(3)							(3)	(3)	Humana Common	380		380	D	
Restricted Stock Units	(4)	03/31/2023		Α		62		(4)	(4)	Humana Common	62	\$487.1602	62	D	

Explanation of Responses:

1. 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).

2. Initial award of \$190,000 worth of restricted stock units pursuant to the annual Director Compensation Program. 100% of the award will vest on 9/15/2023 and forfeited in its entirety if service is less than one year.

3. 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) under Company's 2019 Amended & Restated Plan.100% of the award is vesting on 12/31/23.

4. Director's cash fee elected to be converted into stock units, deferred at the election of the Reporting Person until his resignation of services as a director at which time the stock units will be payable in Humana Inc. common stock on a 1-for-1 basis, exempt pursuant to Rule 16(b)-3(d)(1).

Brad D. Smith
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\*\* Signature of Reporting Person

04/04/2023 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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