

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

(X) 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

Coughlin, Karen A.
500 West Main Street
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

March 31, 1998

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)

President Division II

7. Individual or Joint/Group Filing (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 Month	6. Director (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Common (1)				15,320	D	
Common (1)				500	I	By Daughter
Common (1)				19,596.5	I	HRSP (6)

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. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Underlying Security	9. Number of Derivative Securities	10. Director (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership
Option (3)	5.7980				9/18/91-9/19/98	Common (1)	2,500	2,500	D	
Option (3)	5.7980				9/19/91-9/19/98	Common (1)	2,500	2,500	D	
Option (3)	5.7980				9/19/91-9/19/98	Common (1)	2,500	2,500	D	
Option (4)	6.8694				3/2/93-3/2/99	Common (1)	5,000	5,000	D	
Option (4)	6.8694				3/2/93-3/2/99	Common (1)	5,000	5,000	D	
Option (4)	6.8694				3/2/93-3/2/99	Common (1)	5,000	5,000	D	
Option (4)	11.0131				9/13/91-9/13/99	Common (1)	2,000	2,000	D	
Option (4)	11.0131				9/13/91-9/13/99	Common (1)	2,000	2,000	D	
Option (4)	11.0131				9/13/91-9/13/99	Common (1)	2,000	2,000	D	
Option (4)	8.9098				11/18/91-11/18/99	Common (1)	2,000	2,000	D	
Option (4)	8.9098				11/18/91-11/18/99	Common (1)	2,000	2,000	D	
Option (4)	8.9098				11/18/91-11/18/99	Common (1)	2,000	2,000	D	

Option (4)	6.5625					4/14/1995	4/14/1995	Common (1)	62,500	62,500	D		
Option (4)	6.5625					4/14/1996	4/14/1996	Common (1)	62,500	62,500	D		
Option (4)	6.5625					4/14/1997	4/14/1997	Common (1)	62,500	62,500	D		
Option (4)	6.5625					4/14/1998	4/14/1998	Common (1)	62,500	62,500	D		
Option (4)	23.0625					1/12/1996	1/12/1996	Common (1)	30,000	30,000	D		
Option (4)	23.0625					1/12/1997	1/12/1997	Common (1)	30,000	30,000	D		
Option (4)	23.0625					1/12/1998	1/12/1998	Common (1)	30,000	30,000	D		
Option (5)	18.8125					1/9/1998	1/9/1998	Common (1)	6,667	6,667	D		
Option (5)	18.8125					1/9/1999	1/9/1999	Common (1)	6,667	6,667	D		
Option (5)	18.8125					1/9/2000	1/9/2000	Common (1)	6,666	6,666	D		
Phantom Stock Units	(2)	1-for-1	(2)	A	15,859.5	A	(2)	(2)	Common (1)	0	0	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's 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) Distribution of stock and cash from SERP on 2/17/98, pursuant to retirement as President Division II effective 1/31/98, exempt pursuant to Rules 16a-2(b) and 16a-13.

(3) Right to buy pursuant to the Company's 1981 Non-Qualified Stock Option Plan.

(4) Right to buy pursuant to the Company's 1989 Stock Option Plan for Employees.

(5) Right to buy pursuant to the Company's 1996 Stock Incentive Plan for Employees.

(6) Shares held for my benefit as of February 28, 1998 under the Humana Retirement and Savings Plan ("HRSP"), exempt under Rule 16b-3. Due to my retirement from Humana, will no longer be subject to Section 16 reporting.