

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

Current Report
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report: August 10, 1998
(Date of Earliest Event Reported)

HUMANA INC.
(Exact name of Registrant as specified in its Charter)

Delaware (State of Incorporation)	1-5975 (Commission File Number)	61-0647538 (I.R.S. Employer Tax Identification No.)
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500 West Main Street
Louisville, KY 40202
(Address of principal executive offices)

(502) 580-1000
(Registrant's telephone number, including area code)

Item 5. Other Events

On August 10, 1998, Humana Inc. (the "Company" or "Registrant") and United HealthCare Corporation issued a joint press release, indicating that the proposed merger was mutually terminated. A copy of the press release is attached hereto as Exhibit 99 and is incorporated herein by reference.

The Company's stockholders meeting scheduled for August 27, 1998 is therefore cancelled.

Item 7. Financial Statements and Exhibits.

Exhibit 99. Copy of the Company's Press Release dated August 10, 1998.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

HUMANA INC.

By: Arthur P. Hipwell

Senior Vice President
and General Counsel

Dated: August 10, 1998

Exhibit Index

Exhibit 99. Copy of the Company's Press Release dated August 10, 1998.

Press Release

FOR MORE INFORMATION, CONTACT:

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Humana and United HealthCare
Mutually Agree to terminate Merger Plans:

LOUISVILLE, KY, and Minneapolis - (August 10, 1998) - Humana Inc. (NYSE: HUM) and United HealthCare Corporation (NYSE: UNH) today announced that they have mutually agreed to terminate the previously announced merger of the two companies. The mutual agreement was approved by the boards of directors of both companies.

Humana Inc. is one of the nation's largest publicly traded managed health care companies with approximately 6.2 million medical members located primarily in 16 states and Puerto Rico. Humana offers coordinated health care through a variety of plans - health maintenance organizations, preferred provider organizations, point-of-service plans, and administrative services products - to employers groups, government-sponsored plans and individuals.

More information about Humana is available at <http://www.humana.com>.

United HealthCare is a diversified health service company that provides a broad spectrum of resources and services to help people achieve improved health and well-being through all stages of life. United HealthCare is organized into six business segments: Health Plans, Retiree and Senior Services, Strategic Business Services, Insurance Services, Specialized Care Services, and Knowledge and Information Services.

More information about United HealthCare is available at <http://www.unitedhealthcare.com>.