SEC Form 4

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 APPROVAL

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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 Address of Reporting Person [*] HILZINGER KURT J						2. Issuer Name and Ticker or Trading Symbol HUMANA INC [HUM]									(Ch	elationship eck all appli X Directo	,		son(s) to Issuer 10% Owner	
(Last)	(F	irst)		3. Date of Earliest Transaction (Month/Day/Year) 09/29/2023									Officer below)	(give title		Other (below)	specify			
HUMAN 500 W. N	IA INC. IAIN STR		4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)									Line	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
(Street) LOUISV													Form Perso		re tha	n One Repo	orting			
(City)	(S	tate)		- Rı	Cheo	ck this bo	ox to in	dicate	that a t	ransa	action was ns of Rule	made pur	rsuant			on or writter	n plan 1	that is intend	ed to	
		Tab	le I - Nor	n-Deri	vative	e Se	curitie	es Ao	cqui	ired, I	Dis	posed	of, or E	Bene	eficial	y Owne	d			
Da					2. Transaction Date (Month/Day/Year)			2A. Deemed Execution Date, if any (Month/Day/Year		Transaction Dispose Code (Instr. 5)		ities Acq d Of (D)	quired (Instr.	(A) or 3, 4 and	Benefici	es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									-	Code	v	Amount	int (A) or (D)		Price	Transac	Transaction(s)			(Instr. 4)
Humana												19,448			D					
		Т	able II -						•			osed of onverti			-	Owned				
1. Title of Derivative Security (Instr. 3)	e Conversion Date Execut or Exercise (Month/Day/Year) if any						on of I		Expi	6. Date Exercisable and Expiration Date (Month/Day/Year)			and 7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		curity	3. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	e S Ily I	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)
					Code	v	(A)	(D)	Date Exer	e rcisable		xpiration ate	Title	OI N Of	umber					
Restricted Stock Units ⁽¹⁾	(1)									(1)		(1)	Human Commo		2,441		22,44	1	D	

	Restricted Stock Units ⁽³⁾	(3)	09/29/2023	А	181	(3)	(3)	Humana Common	181
	Restricted Stock Units ⁽⁴⁾	(4)				(4)	(4)	Humana Common	380

Explanation of Responses:

Restricted

Stock

Units⁽²⁾

1. Annual Director's fee payable in stock units which have been 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).

(2)

2. Director's dividend payment reinvested into stock units on vested and deferred stock units, deferred in accordance with the Plan until his resignation of services as a director at which time the deferred dividend stock units will be payable in Humana Inc. common stock on a 1-for-1 basis, exempt pursuant to Rule16(b)-3(d).

3. 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).

4. 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 the Company's 2019 Amended & Restated Plan. 100% of the award is vesting on 12/31/2023.

<u>Kurt J. Hilzinger</u>

Humana

Common

(2)

1.884

\$490.935

<u>10/03/2023</u> Date

1.884

12,605

380

D

D

D

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.