SEC Form 4	
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Instruction 1(b)

X

## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See

## 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* Kane Brian A						er Name <b>and</b> T <mark>IANA IN</mark>				ymbol		elationship eck all app Direc	(s) to Is 10% C						
	NA INC. ST MAII	(First)	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2021									X Officer (give title Other (specify below) below) Chief Financial Officer							
(Street) LOUISV (City)		KY (State)	4. If An	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
			Tab	le I - No	n-Deriv	ative S	ecurities A	cqu	iired,	Dis	oosed o	of, o	r Ben	eficial	ly Owne	d			
1. Title of Security (Instr. 3) Date (Month/D						Execution Date, Tran			Transaction Disposed Of (D) (Instr. 3, Code (Instr. 5)					, 4 and Securities Beneficially Owned Following			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	int (A) or P		Price	Transa	<ul> <li>Reported Transaction(s) (Instr. 3 and 4)</li> </ul>			(Instr. 4)	
Humana Common															2	4,342	D	)	
							curities Ac IIs, warran								Owned				
1. Title of 2. 3. Transaction 3A. Deemed							5. Number 6. Date Exercisable and 7. Title and Am						Amount	8. Price of	9. Numbe	r of 10	).	11. Nature	

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)		5. Nu of Deriv Secu Acqu (A) o Dispo of (D (Instr and S	vative rities lired r osed ) 7. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title an of Securit Underlyin Derivative (Instr. 3 ar	es 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				
Options <sup>(1)</sup>	\$268.47							(1)	02/19/2025	Humana Common	12,041		12,041	D	
Options <sup>(2)</sup>	\$307.965							(2)	02/25/2026	Humana Common	11,674		11,674	D	
Options <sup>(3)</sup>	\$350.7875							(3)	02/24/2027	Humana Common	12,535		12,535	D	
Options <sup>(4)</sup>	\$376.61							(4)	02/21/2028	Humana Common	9,466		9,466	D	
Restricted Stock Units <sup>(5)</sup>	(5)							(7)	(7)	Humana Common	880		880	D	
Restricted Stock Units <sup>(6)</sup>	(6)							(8)	(8)	Humana Common	1,663		1,663	D	
Restricted Stock Units <sup>(6)</sup>	(6)							(9)	(9)	Humana Common	2,300		2,300	D	

## Explanation of Responses:

1. Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/19/18, vesting in three increments from 02/19/19 to 02/19/21.

Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/25/19, vesting in three increments from 02/25/20 to 02/25/22.
 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 receive one share per restricted stock unit pursuant to the Company's 2011 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).

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 02/25/19, 33% of the award is vesting on 12/15/19, 12/15/20, and 12/15/21.

8. 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.

9. 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.

**Remarks:** 

## Brian A. Kane

\*\* Signature of Reporting Person

<u>06/01/2021</u> 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.

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.