FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
-------------	------	-------

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 3235-0287 OMB Number: Estimated average burden 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

Name and Address of Reporting Person*     Ventura Joseph C						2. Issuer Name and Ticker or Trading Symbol HUMANA INC [ HUM ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director  Officer (give title Other (specify					
(Last) HUMAN	NA INC.	irst)		Date of /25/20		est Tran	nsaction	(Mont	th/Day/Year)		helow)	Officer (give title below) below)  Chief Legal Officer							
500 W MAIN STREET					_ 4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable					
(Street) LOUISVILLE KY 40202			_										Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting  Person						
(City)	(S	tate)	(Zip)																
		Tab	le I - N	on-Deri	vative	Sec	uriti	es Ac	quire	d, D	isposed (	of, or Be	nefici	ally Owne	d				
1. Title of Security (Instr. 3)			2. Transac Date (Month/Da		Exe if an	A. Deemed xecution Date, any Month/Day/Year)					ities Acquired (A) or d Of (D) (Instr. 3, 4 aı		Beneficia Owned Fe	s illy ollowing	Form: Direct		7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	ount (A) or Price		Reported Transacti (Instr. 3 a	on(s)			(Instr. 4)		
Humana	Humana Common			02/25/	2022				M		2,645(10)	) A	\$0	6,0	)44	D			
Humana	Humana Common			02/25/	2/25/2022				F		888(11)	D	\$428.	27 5,1	56				
Humana Common										22		21		Se Fe	ee ootnote <sup>(1)</sup>				
		Т	able II								posed of converti			ly Owned				<u> </u>	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	if any		4. Transa	4. Transaction Code (Instr.		5. Number tion of		6. Date Exercisa Expiration Date (Month/Day/Year		able and 7. Title and Amount of		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e C S Illy C O (I	.0. Ownership Form: Oirect (D) Oirect (D) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amoun or Numbe of Shares						
Options <sup>(2)</sup>	\$307.965						( ,	(-,	(2)		02/25/2026	Humana Common	3,592		3,592	2	D		
Options <sup>(3)</sup>	\$350.7875							П	(3)		02/24/2027	Humana Common	4,656		4,656		D		
Options <sup>(4)</sup>	\$376.61								(4)		02/22/2028	Humana Common	4,598		4,598	3	D		
Options <sup>(5)</sup>	\$425.055					Г		П	(5)		02/21/2029	Humana Common	3,932		3,932	2	D		
Restricted Stock Units <sup>(6)</sup>	(6)								(7)		(7)	Humana Common	309		309		D		
Restricted Stock Units <sup>(6)</sup>	(6)								(8)		(8)	Humana Common	745		745		D		
Restricted Stock Units <sup>(6)</sup>	(6)								(9)		(9)	Humana Common	1,085		1,085		D		

## **Explanation of Responses:**

- 1. Shares held for the benefit of reporting person as of January 31, 2022 under the Humana Retirement Savings Plan including routine payroll deductions, quarterly dividend allocation, and a routine disposition of shares to fund an administrative fee assessment under a Tax-Conditioned Plan, exempt under Rule 16b-3(c).
- 2. Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/25/2019, vesting in three increments from 2/25/20 to 2/25/22.
- 3. 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 buy pursuant to Company's 2019 Amended & Restated Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/21/2022, vesting in three annual increments from 2/21/23 to 2/21/25
- 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).
- $7. \ Restricted \ stock \ units \ granted \ to \ reporting \ person \ on \ 02/24/2020, \ 33\% \ of \ the \ award \ is \ vesting \ on \ 12/15/20, \ 12/15/21, \ and \ 12/15/22.$
- $8. \ Restricted \ stock \ units \ granted \ to \ reporting \ person \ on \ 02/22/2021, \ 33\% \ of \ the \ award \ is \ vesting \ on \ 12/15/21, \ 12/15/22, \ and \ 12/15/23.$
- 9. Restricted stock units granted to reporting person on 02/21/2022, 33% of the award is vesting on 12/15/22, 12/15/23, and 12/15/24.
- 10. Performance Stock Units vested on 2/25/22, not required to be reported until vest.
- $11.\ Disposition\ reported\ represents\ shares\ withheld\ for\ payment\ of\ tax\ liability\ associated\ with\ vesting\ of\ Performance\ Stock\ Units\ on\ 2/25/22.$

Joseph C. Ventura

03/01/2022

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.