Edgar Filing: HUMANA INC - Form 4

March 10, 2017 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION if no longer subject to Section 16. Form 4 or Form 4 or Form 5 Section 17(a) of the Public Utility Holding Company Act of 1934, 30(h) of the Investment Company Act of 1940 I(b). (Print or Type Responses) I. Name and Address of Reporting Person I(b) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) South Date of Earliest Transaction (Month/Day/Year) (State) (State) (Carp) (State) (Carp) (Month/Day/Year) (State) (Carp) (Month/Day/Year) (Instr. 8) (Instr. 4) (Inst	HUMANA II	NC											
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	Humana								27.929	D			
Common	Common								27,828	D			

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	onDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (1)	\$ 79.655						<u>(1)</u>	06/20/2019	Humana Common	1,804
Options (2)	\$ 72.84						(2)	02/20/2020	Humana Common	1,734
Options (3)	\$ 102.155						(3)	02/18/2021	Humana Common	8,381
Options (4)	\$ 164.645						<u>(4)</u>	02/24/2022	Humana Common	7,627
Options (5)	\$ 167.805						(5)	02/18/2023	Humana Common	8,925
Options (6)	\$ 217.415	03/08/2017		А	14,997		(6)	03/08/2024	Humana Common	14,997
Restricted Stock Units (7)	\$ 0 <u>(7)</u>						(8)	(8)	Humana Common	1,292
Restricted Stock Units (7)	\$ 0 <u>(7)</u>	03/08/2017		А	3,448		<u>(9)</u>	<u>(9)</u>	Humana Common	3,448

Reporting Owners

Reporting Owner Name / Address			Relationships			
	Director	10% Owner	Officer	Other		
Bierbower Elizabeth D 500 WEST MAIN STREET LOUISVILLE, KY 40202			President, Group Segment			
Signatures						

Elizabeth D. Bierbower **Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Right to buy pursuant to Company's 2003 Stock Incentive Plan. Non-Qualified stock options granted to reporting person on 06/20/2012, vesting in three increments from 06/20/2013 to 06/20/2015.
- (2) Right to buy pursuant to Company's 2003 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/20/2013, vesting in three increments from 02/20/2014 to 02/20/2016.
- (3) Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 02/18/2014, vesting in three increments from 02/18/2015 to 02/18/2017.
- (4) Right to buy pursuant to Company's 2011 Stock Incentive Plan. Non-Qualified stock options granted to reporting person on 02/24/2015, vesting in three increments from 02/24/2016 to 02/24/2018.
- (5) Right to buy pursuant to Company's 2011 Stock Incentive Plan. Non-Qualified stock options granted to reporting person on 02/18/2016, vesting in three increments from 02/18/2017 to 02/18/2019.
- (6) Right to buy pursuant to Company's 2011 Stock Incentive Plan. Incentive and Non-Qualified stock options granted to reporting person on 03/08/2017. 9,998 options vesting in three annual increments, and 4,999 options fully vest three years from the date of grant.
- (7) 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).
- (8) Restricted stock units granted to reporting person on 02/18/16, 33% of the award is vesting on 12/15/16, 12/15/2017 and 12/15/2018.
- (9) Restricted stock units granted to reporting person on 03/08/17, 2,299 shares vesting in three annual increments, and 1,149 shares fully vest three years from the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.