

MARGULIS HEIDI S

Form 4

December 18, 2018

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MARGULIS HEIDI S

(Last) (First) (Middle)

HUMANA INC., 500 WEST MAIN
STREET

(Street)

LOUISVILLE, KY 40202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
HUMANA INC [HUM]

3. Date of Earliest Transaction
(Month/Day/Year)
12/15/2018

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below)

Chief Corp. Affairs Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Humana Common	12/15/2018		M		1,093	A \$ 0	8,869 D
Humana Common	12/15/2018		F		498	D \$ 304.045	8,371 D
Humana Common	12/15/2018		M		996	A \$ 0	9,367 D
Humana Common	12/15/2018		F		454	D \$ 304.045	8,913 D
Humana Common	12/15/2018		M		403	A \$ 0	9,316 D

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Humana Common	12/15/2018	F	184	D	\$ 304.045	9,132	D
Humana Common	12/18/2018	S	2,656	D	\$ 296.218 <u>(8)</u>	6,476	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.

SEC 1474
(9-02)

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

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options	\$ 167.805							<u>(1)</u>	02/18/2023	Humana Common	4,922
Options <u>(2)</u>	\$ 217.415							<u>(2)</u>	03/08/2024	Humana Common	19,497
Options <u>(3)</u>	\$ 268.47							<u>(3)</u>	02/19/2025	Humana Common	5,218
Restricted Stock Units <u>(4)</u>	<u>(4)</u>	12/15/2018		M		1,093		<u>(5)</u>	<u>(5)</u>	Humana Common	1,093
Restricted Stock Units <u>(4)</u>	<u>(4)</u>	12/15/2018		M		996		<u>(6)</u>	<u>(6)</u>	Humana Common	996
Restricted Stock Units <u>(3)</u>	<u>(4)</u>	12/15/2018		M		403		<u>(7)</u>	<u>(7)</u>	Humana Common	403

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Chief Corp. Affairs Officer

Date _____