

LeClaire Brian P.
Form 4
December 18, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
LeClaire Brian P.

(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 Information 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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Humana Common	12/15/2018		M		1,093	A	\$ 0
							8,651
Humana Common	12/15/2018		F		509	D	\$ 304.045
							8,142
Humana Common	12/15/2018		M		1,188	A	\$ 0
							9,330
Humana Common	12/15/2018		F		554	D	\$ 304.045
							8,776
Humana Common	12/15/2018		M		480	A	\$ 0
							9,256

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Humana Common	12/15/2018	F	224	D	\$ 304.045	9,032	D	
Humana Common	12/18/2018	S	1,474	D	\$ 299.2897 <u>(10)</u>	7,558 <u>(11)</u>	D	
Humana Common						134	I	(See Footnote) <u>(1)</u>

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.

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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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options <u>(2)</u>	\$ 167.805					<u>(2)</u>	02/18/2023	Humana Common	4,922
Options <u>(3)</u>	\$ 217.415					<u>(3)</u>	03/08/2024	Humana Common	18,082
Options <u>(4)</u>	\$ 268.47					<u>(4)</u>	02/19/2025	Humana Common	6,221
Restricted Stock Units <u>(5)</u>	<u>(5)</u>	12/15/2018		M	1,093	<u>(6)</u>	<u>(6)</u>	Humana Common	1,093
Restricted Stock Units <u>(5)</u>	<u>(5)</u>	12/15/2018		M	1,188	<u>(7)</u>	<u>(7)</u>	Humana Common	1,188
Restricted Stock Units <u>(5)</u>	<u>(5)</u>	12/15/2018		M	480	<u>(8)</u>	<u>(8)</u>	Humana Common	480
Phantom	<u>(9)</u>					<u>(9)</u>	<u>(9)</u>	Humana	61

