

HUMANA INC
Form 4
February 19, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
PERKINS BRUCE D

(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)
02/17/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Sgmt Pres, Healthcare Services

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (D) Price			
Humana Common	02/17/2014		M	7,355 A \$ 0.1667	18,340	D	
Humana Common	02/17/2014		F	2,394 D \$ 99.235	15,946 ⁽¹⁶⁾	D	
Humana Common					416	I	See Footnote (1)

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

SEC 1474 (9-02)

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)

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Options ⁽²⁾	\$ 79.655					⁽⁴⁾	06/20/2019	Humana Common	5,411
Options ⁽²⁾	\$ 72.84					⁽⁵⁾	02/20/2020	Humana Common	7,800
Options ⁽³⁾	\$ 102.155	02/18/2014		A	8,940	⁽⁶⁾	02/18/2021	Humana Common	8,940
Restricted Stock Units ⁽⁷⁾	\$ 0.1667 ⁽⁹⁾	02/17/2014		M	7,355	⁽¹⁰⁾	⁽¹⁰⁾	Humana Common	7,355
Restricted Stock Units ⁽⁸⁾	\$ 0 ⁽⁹⁾					⁽¹¹⁾	⁽¹¹⁾	Humana Common	6,768
Restricted Stock Units ⁽⁸⁾	\$ 0 ⁽⁹⁾					⁽¹²⁾	⁽¹²⁾	Humana Common	1,883
Restricted Stock Units ⁽⁸⁾	\$ 0 ⁽⁹⁾					⁽¹³⁾	⁽¹³⁾	Humana Common	2,574
Restricted Stock Units ⁽⁸⁾	\$ 0 ⁽⁹⁾	02/18/2014		A	1,958	⁽¹⁴⁾	⁽¹⁴⁾	Humana Common	1,958
Phantom Stock Units	⁽¹⁵⁾					⁽¹⁵⁾	⁽¹⁵⁾	Humana Common	504

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

