

HUMANA INC
Form 3
March 10, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Bierbower Elizabeth D
(Last) (First) (Middle)

HUMANA INC.,Â 500 WEST
MAIN STREET

(Street)

LOUISVILLE,Â KYÂ 40202

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
03/01/2017

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

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner
X Officer ____ Other
(give title below) (specify below)
President, Group Segment

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Humana Common

27,828

D Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Options ⁽¹⁾	Â ⁽¹⁾	06/20/2019	Humana Common	1,804	\$ 79.655	D	Â
Options ⁽²⁾	Â ⁽²⁾	02/20/2020	Humana Common	1,734	\$ 72.84	D	Â
Options ⁽³⁾	Â ⁽³⁾	02/18/2021	Humana Common	8,381	\$ 102.155	D	Â
Options ⁽⁴⁾	Â ⁽⁴⁾	02/24/2022	Humana Common	7,627	\$ 164.645	D	Â
Options ⁽⁵⁾	Â ⁽⁵⁾	02/18/2023	Humana Common	8,925	\$ 167.805	D	Â
Restricted Stock Units ⁽⁶⁾	Â ⁽⁷⁾	Â ⁽⁷⁾	Humana Common	1,292	\$ 0 ⁽⁶⁾	D	Â

Reporting Owners

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

Signatures

Elizabeth D.
Bierbower

03/02/2017

^{**}Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 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).

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(7) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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