

Edgar Filing: HUMANA INC - Form 4

HUMANA INC
 Form 4
 August 22, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 Bloem, James H.
 Humana Inc.
 500 W. Main Street
 Louisville, KY 40202
2. Issuer Name and Ticker or Trading Symbol
 Humana Inc.
 HUM
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 July 31, 2001
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Senior Vice President & Chief Financial Officer
7. 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	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month
Common (1)	7/12/01	A	V 25,000	75,000

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date Date (Month/Day/Year)	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Purchase or Sale of Underlying Securities of
Option-NQ (2)	\$12.20				2/1/02/1/1	Common	8,471

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						2	1			
Option-NQ (2)	\$12.20					2/1/03	2/1/11	Common	8,471	
Option-NQ (2)	\$12.20					2/1/04	2/1/11	Common	8,470	
Option-ISO (2)	\$12.20					2/1/02	2/1/11	Common	8,196	
Option-ISO (2)	\$12.20					2/1/03	2/1/11	Common	8,196	
Option-ISO (2)	\$12.20					2/1/04	2/1/11	Common	8,196	
Option-NQ (2)	\$9.70	7/12/01	A	V	8,334	A	7/12/02	7/12/11	Common	8,334
Option-NQ (2)	\$9.70	7/12/01	A	V	8,333	A	7/12/03	7/12/11	Common	8,333
Option-NQ (2)	\$9.70	7/12/01	A	V	8,333	A	7/12/04	7/12/11	Common	8,333

Explanation of Responses:

(1) Each share of Common Stock contains a Right adopted on March 5, 1987, as amended and restated on February 14, 1996, and amended as of May 27, 1998 and March 1, 1999, pursuant to the Company Rights

Agreement, which entitles holders of the Company's Common Stock, in the event certain specified events occur, to acquire 1/100 of a share of Series A Participating Preferred Stock at a price of \$145 per fractional share.

(2) Right to buy pursuant to the Company's 1996 Stock Incentive Plan for Employees.