Edgar Filing: McDonald William J. - Form 4

McDonald W	'illiam J.										
Form 4											
July 19, 2011											
FORM	4							OMB A	PPROVAL		
	Washington, D.C. 20549							OMB Number:	3235-0287		
Check this if no longe	ar.							Expires:	January 31,		
subject to	STATEN	IENT O	F CHAN			CIAL (OWNERSHIP OF	Estimated average			
Section 16		SECURITIES							burden hours per		
Form 4 or Form 5			C	(x) = f(x)	G			response 0.5			
obligation	~ ~						nange Act of 1934, ct of 1935 or Section	n			
may conti	nue.		of the Inv	•	•	. .		1			
See Instruction 1(b).	ction	50(II)		vestillent v	company		1)+0				
1(0).											
(Print or Type R	esponses)										
1. Name and Address of Reporting Person [*] 2. Issuer Name and T					Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer						
McDonald William J. Symbol							155001	155001			
			HUMA	NA INC [HUMJ		(Chec	k all applicable	e)		
(Last)	(First) (N	Aiddle)		Earliest Tra	ansaction						
			(Month/Day/Year) 07/15/2011				X_ Director Officer (give	X_ Director 10% Owner Officer (give title Other (specify			
ONE DRIVE		IAL	0//15/20	/11			below)	below)			
			4 If Amor	dmant Dat	o Original		6 Individual on Ia	int/Crown Fili	n c/Ch1-		
				ndment, Dat th/Day/Year)	-		Applicable Line)	6. Individual or Joint/Group Filing(Check			
			Thea(Mon	ui/Day/1Cai)			_X_ Form filed by C	One Reporting Po	erson		
MCLEAN, V	/A 22102						Form filed by M Person	Iore than One Re	eporting		
(City)	(State)	(Zip)									
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurities	s Acquired, Disposed of	, or Beneficia	lly Owned		
1.Title of	2. Transaction Dat			3.	4. Securit			6. Ownership			
Security (Instr. 3)	(Month/Day/Year)	any	on Date, if	Code	onAcquired Disposed			Form: Direct (D) or	Indirect Beneficial		
(Instit 5)		•	/Day/Year)	(Instr. 8)	(Instr. 3,		-	Indirect (I)	Ownership		
								(Instr. 4)	(Instr. 4)		
						(A)	Reported Transaction(s)				
				Cada V	Amount	or (D) Pr	(Instr. 3 and 4)				
Humana				Coue V	Amount	(D) P					
Common							250	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.

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

 (e.g., puts, calls, warrants, options, convertible securities)

	itle of vative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transao		5. Number	6. Date Exer Expiration D		7. Title and A Underlying S		8. Price of Derivative
Secu (Inst	ırity r. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		'Year)	(Instr. 3 and 4	4)	Security (Instr. 5)
					Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Sto Uni	ck t <u>(1)</u>	<u>(1)</u>						<u>(1)</u>	<u>(1)</u>	Humana Common	17,936	
Sto Uni	ck t <u>(2)</u>	(2)	07/15/2011		А		95	(2)	(2)	Humana Common	95	\$ 80.98

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer Other				
McDonald William J. CAPITAL ONE 1680 CAPITAL ONE DRIVE MCLEAN, VA 22102	Х						
Signatures							

William J.	07/18/2011
McDonald	07/16/2011
<u>**</u> Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) Annual Director's fee payable in stock units, deferred at the election of the reporting person until his resignation of services as a director at which time the stock units will be payable in Humana Inc. common stock on a 1-for-1 basis, exempt pursuant to Rule 16(b)-3(d)(1).
- Director's cash fee elected to be converted into stock units, deferred at the election of the reporting person until his resignation of services(2) as a director at which time the stock units will be payable in Humana Inc. common stock on a 1-for-1 basis, exempt pursuant to Rule 16(b)-3(d)(1).
- (3) The amount of securities beneficially owned is increased by 95 shares for the July 15, 2011 cash fee conversion to stock and 1 share due to fractional share accumulations that have occurred since June 15, 2011

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.