HATHCOCK BONNIE C Form 144 June 04, 2010

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES

PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

1(a) NAME OF ISSUER (Please type or print) (b) IRS IDENT. NO. (c) S.E.C. FILE NO.

Humana Inc. 61-0647538 1-5975

1(d) ADDRESS OF ISSUER STREET CITY STATE ZIP CODE (e) TELEPHONE NO.

500 West Main Street Louisville KY 40202 502 580-1000

2(a) NAME OF PERSON FOR WHOSE ACCOUNT (b) RELATIONSHIP T(c) ADDRESS STREET CITY STATE ZIP CODE

THE SECURITIES ARE TO BE SOLD ISSUER

Bonita C. Hathcock

N/A

SVP & Chief

Louisville KY 40202

omta C. Hauncock

Human Resources Officer 500 W. Main

Street

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3(a)	(b)	SEC USE ONLY	(c)	(d)	(e)	<i>(f)</i>	(g)
Title of the	Name and Address of Each Broker		' '		Number of Shares	Approximate	Name of Each
Class of	Through Whom the Securities are	File Number	or Other Units	Market Value	or Other Units	Date of Sale	Securities
Securities	to be Offered or Each Market		To Be Sold	(G. T 2/	Outstanding	$(See\ Instr.\ 3(f))$	Exchange
				See Instr. 3(a			
To Be Sold	Maker who is Acquiring		(See Instr. 3(c))		(See Instr. 3(e))	(MO. DAY YR.)	(See Instr. $3(g)$)
	the Securities						
Common	PNC Investments		5,300	\$253,658 based on	170,178,928 as of 5/14/10	June 4, 2010	NYSE
	PNC Tower			FMV on 6/3/10 of			

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101 S. Fifth Street	\$47.86
Louisville, KY 40202	

INSTRUCTIONS:

- 1. (a) Name of issuer
 - (b) Issuer s I.R.S. Identification Number
 - (c) Issuer s S.E.C. file number, if any
 - (d) Issuer s address, including zip code
 - (e) Issuer s telephone number, including area code
- 2. (a) Name of person for whose account the securities are to be sold
 - (b) Such person s relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
 - (c) Such person s address, including zip code
- 3. (a) Title of the class of securities to be sold
 - (b) Name and address of each broker through whom the securities are intended to be sold
 - (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
 - (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
 - (e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
 - (f) Approximate date on which the securities are to be sold
 - (g) Name of each securities exchange, if any, on which the securities are intended to be sold

TABLE I SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold

and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition	on Transaction		om Whom Acquired	Amount of Securities Acqui	Date of red Payment	Nature of Payment	
Common INSTRUCT	or in payn	Stock Option securities were purch a note thereto the natu ent was made in insta or the last installment p	ased and full paymoure of the considerate liments describe the	ent therefor was not tion given. If the co	nsideration consisted	d of any note or o	other obligati	ion, or if	
TABLE II SECURITIES SOLD DURING THE PAST 3 MONTHS Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.									
Name	and Address o	f Seller Tit	le of Securities Sold	Date of Sale		ount of ies Sold	Gross Proceed	eds	
REMARKS	None S:								

INSTRUCTIONS: ATTENTION:

See the definition of person in paragraph (a) of Rule 144. Information is *The person for whose account the securities to which this notice* to be given not only as to the person for whose account the securities are *relates are to be sold hereby represents by signing this notice that he*

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to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed.

June 4, 2010

/s/ Bonita C. Hathcock

DATE OF NOTICE

(SIGNATURE)

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION,

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed.

IF RELYING ON RULE 10B5-1

Any copies not manually signed shall bear typed or printed signatures.