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McDonald Wi	illiam J.										
Form 4											
April 18, 201	1										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION										PPROVAL	
Washington, D.C. 20549								COMMISSION	OMB Number:	3235-0287	
Check this box if no longer							Expires:	January 31,			
subject to	STATEM	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								2005 average	
Section 16	•	SECURITIES								irs per	
Form 4 or Form 5	Filed pure	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							response	0.5	
obligations	8 Section 17(s							f 1935 or Sectio	n		
may contir See Instruc	iue.			vestment (.	· ·					
1(b).					1 2						
(Print or Type Re	esponses)										
	ldress of Reporting F			Name and	Ticker or T	Trading	g	5. Relationship of	Reporting Per	son(s) to	
McDonald W	filliam J.		Symbol					Issuer			
			HUMAN	JA INC []	HUMJ			(Chec	k all applicable	e)	
(Last)	(First) (N			Earliest Tra	insaction						
			(Month/Da 04/15/20	-				X_ Director Officer (give		b Owner er (specify	
ONE DRIVE		IAL	04/15/20	11				below)	below)		
			4 If Amon	dmant Dat	o Original			6 Individual or L	oint/Group Fili	ag(Chaolr	
(Street) 4. If Amen Filed(Mont			h/Day/Year)	-			6. Individual or Joint/Group Filing(Check Applicable Line)				
			1 nea(mon	ii/Day/Tear)				_X_ Form filed by (
MCLEAN, V	'A 22102							Form filed by M Person	Nore than One Re	eporting	
(City)	(State)	(Zip)				•					
(eng)				I - Non-De			ties Aco	quired, Disposed of		-	
1.Title of Security	2. Transaction Date (Month/Day/Year)			3. Transactic	 Securit onAcquired 		r	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	
(Instr. 3)	(Monul/Day/Tear)	any	il Date, Il	Code	Disposed			Beneficially	(D) or	Beneficial	
		(Month/D	Day/Year)	(Instr. 8)	(Instr. 3,	4 and 3	5)		Indirect (I)	Ownership	
								Following Reported	(Instr. 4)	(Instr. 4)	
						(A)		Transaction(s)			
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Humana						. ,		250	D		
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)

1. Title of Derivative		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transa		5. Number		6. Date Exer		7. Title and A		8. Price of Derivative
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	(Month/Day/Year)	Code (Instr. 8	8)	of Derivati Securitic Acquire (A) or Dispose of (D) (Instr. 3 4, and 5	ive es ed ed	Expiration D (Month/Day/		Underlying S (Instr. 3 and		Security (Instr. 5)
				Code	v	(A) (D))	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Unit (1)	<u>(1)</u>							<u>(1)</u>	<u>(1)</u>	Humana Common	17,936	
Stock Unit (2)	<u>(2)</u>	04/15/2011		А		87		(2)	(2)	Humana Common	87	\$ 71.19

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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.	04/18/2011			
McDonald	04/10/2011			
<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 87 shares for the April 15, 2011 cash fee conversion to stock and 1 share due to fractional share accumulations that have occurred since February 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.