

McCulley Steven E
Form 4/A
September 15, 2005

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
McCulley Steven E

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

HUMANA INC., 500 WEST MAIN STREET

3. Date of Earliest Transaction (Month/Day/Year)
09/08/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Vice President & Controller

(Street)

LOUISVILLE, KY 40202

4. If Amendment, Date Original Filed(Month/Day/Year)
09/12/2005

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Humana Inc. ⁽¹⁾	09/08/2005		M		29,768	A	\$ 0 ⁽²⁾	31,868	D	
Humana Inc. ⁽¹⁾	09/08/2005 ⁽¹²⁾		F		7,394	D	\$ 49.58	24,474	D	
Humana Inc. ⁽¹⁾	09/08/2005		S		10,714	D	\$ 49.3	13,760	D	
Humana Inc. ⁽¹⁾								561	I	See Footnote ⁽³⁾

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
<u>(4)</u> Options	\$ 15.5938	09/08/2005		M	7,101	<u>(6)</u> <u>(6)</u>	Humana Common <u>(1)</u> 7,101
<u>(4)</u> Options	\$ 19.25	09/08/2005		M	6,000	01/15/2002 01/15/2009	Humana Common <u>(1)</u> 6,000
<u>(5)</u> Options	\$ 32.7					<u>(10)</u> 02/24/2012	Humana Common <u>(1)</u> 17,900
<u>(4)</u> Options	\$ 12.995	09/08/2005		M	10,000	<u>(7)</u> <u>(7)</u>	Humana Common <u>(1)</u> 10,000
<u>(4)</u> Options	\$ 9.26	09/08/2005		M	6,667	<u>(8)</u> <u>(8)</u>	Humana Common <u>(1)</u> 6,667
<u>(5)</u> Options	\$ 21.275					<u>(9)</u> <u>(9)</u>	Humana Common <u>(1)</u> 15,000
Phantom Stock Units	<u>(11)</u>					<u>(11)</u> <u>(11)</u>	Humana Common <u>(1)</u> 7

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			Vice President & Controller	

