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MCCALLISTER Form 4 April 03, 2012								
FORM 4	UNITED ST	ATES SECU	DITIFS AND I	EXCHANCE	COMMISSION	-	PPROVAL	
Check this bo			ashington, D.C.			OMB Number:	3235-0287	
if no longer		NT OF CHA	NGES IN BEN	FFICIAL OW	NEDSHID OF	Expires:	January 31, 2005	
subject to Section 16. Form 4 or Form 5			SECURITIE	Estimated a burden hou response	irs per			
obligations may continue.	<i>See</i> Instruction 30(h) of the Investment Company Act of 1940							
(Print or Type Respo	onses)							
1. Name and Addre	ess of Reporting Per R MICHAEL B	Symbol	er Name and Ticke	C C	5. Relationship of Issuer	Reporting Per	son(s) to	
			ANA INC [HUM	-	(Chec	k all applicabl	e)	
(Last) HUMANA INC STREET	(First) (Mide C., 500 WEST M	(Month	of Earliest Transact Day/Year) 2012	XDirector10% Owner XOfficer (give titleOther (specify below) below) Chairman of the Board & CEO				
			ed(Month/Day/Year) Applicable Line) _X_ Form filed by Form filed by			oint/Group Filing(Check One Reporting Person More than One Reporting		
(City)	(State) (Zij	n) —			Person			
		- 1a			quired, Disposed of		-	
	e e	2A. Deemed Execution Date, i any (Month/Day/Yea	f TransactionAcq Code Disp ·) (Instr. 8) (Inst	oosed of (D) r. 3, 4 and 5) (A) or	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V Amo	ount (D) Price			See	
Humana Common					12,325	I	Footnote (1)	
Humana Common					8,560	I	See Footnote (2)	
Humana Common					302,807	D		
Humana Common					12,366	I	See Footnote (2008	

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Humana Common						18,057	Ι	GRAT See Footn (2010 GRAT	ote	
Reminder: Rej	port on a separ	rate line for each class	s of securities benefici	Persons informat required	who resp ion conta to respo a curren	ond to the		SEC 1474 (9-02)		
			tive Securities Acqui its, calls, warrants, o				wned			
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. Transactio Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and 4 Underlying S (Instr. 3 and	Securities	8. F Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Options (5)	\$ 62.1					(6)	02/22/2014	Humana Common	129,758	
Options (5)	\$ 69.475					(7)	02/21/2015	Humana Common	159,585	
Options (5)	\$ 41.83					(8)	02/19/2016	Humana Common	75,253	
Options (5)	\$ 46.4					<u>(9)</u>	02/18/2017	Humana Common	86,554	
Options (5)	\$ 61.18					(10)	02/17/2018	Humana Common	88,537	
Options (5)	\$ 88.6475					(11)	02/23/2019	Humana Common	101,557	
Restricted Stock Units (12)	<u>(13)</u>					(14)	(14)	Humana Common	20,023	
Restricted Stock Units (12)	<u>(13)</u>					(15)	(15)	Humana Common	19,741	

Phantom							T.L.		¢
Stock	(16)	03/30/2012	T	3	(16)	(16)	Humana	3	Ф
	<u>(10)</u>	05/50/2012	J	5	<u> </u>		Common	5	
Units							Common		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
MCCALLISTER MICHAEL B HUMANA INC. 500 WEST MAIN STREET LOUISVILLE, KY 40202	Х		Chairman of the Board & CEO			

Signatures

Michael B.	
McCallister	04/03/2012
<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) Shares held in a trust for the benefit of reporting person's spouse.
- (2) Shares held in a trust for the benefit of reporting person's children.
- (3) Shares held in a GRAT with reporting person's spouse as trustee.
- (4) Shares held in a GRAT with reporting person's spouse as trustee.
- (5) Right to buy pursuant to Company's 2003 Stock Incentive Plan.
- (6) Incentive and Non-Qualified stock options granted to reporting person on 2/22/07, NQ options vesting in three increments from 2/22/08 to 2/22/10, and ISO's vesting on 2/22/10.
- (7) Incentive and Non-Qualified stock options granted to reporting person on 2/21/08, NQ options vesting in three increments from 2/21/09 to 2/21/11, and ISO's vesting on 2/21/11.
- (8) Reporting person was granted the maximum number of Incentive stock options allowed and remaining options were granted as Non-Qualified stock options. The option grant vests in three increments from 2/19/10 to 2/19/12.
- (9) Reporting person was granted the maximum number of Incentive stock options allowed and remaining options were granted as Non-Qualified stock options. The option grant vests in three increments from 2/18/11 to 2/18/13.
- (10) Reporting person was granted the maximum number of Incentive stock options allowed and remaining options were granted as Non-Qualified stock options. The option grant vests in three increments from 2/17/12 to 2/17/14.
- (11) Reporting person was granted the maximum number of Incentive stock options allowed and remaining options were granted as Non-Qualified stock options. The option grant vests in three increments from 2/23/13 to 2/23/15.
- (12) Right to receive one share per restricted stock unit pursuant to the Company's 2003 Stock Incentive Plan.
- (13) Each restricted stock unit represents a contingent right to receive one share of Humana Inc. common stock, exempt under Rule 16b-3(d)(1) & (3).
- (14) Restricted stock units granted to reporting person on 2/17/11, 100% of the award is vesting on 2/17/14.
- (15) Restricted stock units granted to reporting person on 2/23/12, 100% of the award is vesting on 2/23/15.
- (16)

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Phantom Stock Units held for the benefit of reporting person as of March 30, 2012 based on the value of Humana common stock on a 1-for-1 basis, under the Humana Excess Plan. 3 shares were acquired for a quarterly allocation of dividends under the Plan using the closing price of the dividend payable date on January 31, 2012. (The number of units reflect normal fluctuation due to changes in the stock price)

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.