

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15(d)
of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) April 20, 2016

HUNTINGTON BANCSHARES INCORPORATED
(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction
of incorporation)

1-34073
(Commission
File Number)

31-0724920
(IRS Employer
Identification No.)

Huntington Center
41 South High Street
Columbus, Ohio
(Address of principal executive offices)

43287
(Zip Code)

Registrant's telephone number, including area code (614) 480-8300

Not Applicable
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02. Results of Operations and Financial Condition.

On April 20, 2016, Huntington Bancshares Incorporated (“Huntington”) issued a news release announcing its earnings for the quarter and year ended March 31, 2016. Also on April 20, 2016, Huntington made a Quarterly Financial Supplement available on the Investor Relations section of its web site, www.huntington-ir.com. Copies of Huntington's news release and quarterly financial supplement are attached hereto as Exhibit 99.1 and Exhibit 99.2, respectively, and are incorporated by reference in this Item 2.02.

Huntington’s senior management will host an earnings conference call on April 20, 2016, at 9:00 a.m. (Eastern Daylight Time). The call may be accessed via a live Internet webcast at the Investor Relations section of Huntington’s web site, www.huntington-ir.com or through a dial-in telephone number at (844) 318-8148; Conference ID 76819136. Slides will be available in the Investor Relations section of Huntington’s web site, www.huntington-ir.com about an hour prior to the call. A replay of the webcast will be archived in the Investor Relations section of Huntington’s web site, www.huntington-ir.com. A telephone replay will be available approximately two hours after the completion of the call through April 29, 2016 at (855) 859-2056 or (404) 537-3406; conference ID 76819136.

The information contained or incorporated by reference in this Current Report on Form 8-K contains certain forward-looking statements, including certain plans, expectations, goals, projections, and statements, which are subject to numerous assumptions, risks, and uncertainties. Forward-looking statements may be identified by words such as expect, anticipate, believe, intend, estimate, plan, target, goal, or similar expressions, or future or conditional verbs such as will, may, might, should, would, could, or similar variations.

While there is no assurance that any list of risks and uncertainties or risk factors is complete, below are certain factors which could cause actual results to differ materially from those contained or implied in the forward-looking statements: (1) worsening of credit quality performance due to a number of factors such as the underlying value of collateral that could prove less valuable than otherwise assumed and assumed cash flows may be worse than expected, (2) changes in general economic, political, or industry conditions, uncertainty in U.S. fiscal and monetary policy, including the interest rate policies of the Federal Reserve Board, volatility and disruptions in global capital and credit markets, (3) movements in interest rates, (4) competitive pressures on product pricing and services, (5) success, impact, and timing of our business strategies, including market acceptance of any new products or services implementing our “Fair Play” banking philosophy, (6) changes in accounting policies and principles and the accuracy of our assumptions and estimates used to prepare our financial statements, (7) extended disruption of vital infrastructure, (8) the final outcome of significant litigation or adverse legal developments in the proceedings, (9) the nature, extent, timing, and results of governmental actions, examinations, reviews, reforms, regulations, and interpretations, including those related to the Dodd-Frank Wall Street Reform and Consumer Protection Act and the Basel III regulatory capital reforms, as well as those involving the OCC, Federal Reserve, FDIC, and CFPB, and (10) the outcome of judicial and regulatory decisions regarding practices in the residential mortgage industry, including among other things the processes followed for foreclosing residential mortgages. Additional factors that could cause results to differ materially from those described above can be found in our 2015 Annual Report on Form 10-K and documents subsequently filed by us with the Securities and Exchange Commission.

The information contained or incorporated by reference in Item 2.02 of this Form 8-K shall be treated as “furnished” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended.

Item 9.01. Financial Statements and Exhibits.

The exhibits referenced below shall be treated as “furnished” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended.

(d) Exhibits.

Exhibit 99.1 – News release of Huntington Bancshares Incorporated, dated April 20, 2016.

Exhibit 99.2 – Quarterly Financial Supplement, March 2016.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HUNTINGTON BANCSHARES INCORPORATED

Date: April 20, 2016

By: /s/ Howell D. McCullough III

Howell D. McCullough III

Chief Financial Officer

EXHIBIT INDEX

Exhibit No.	Description
Exhibit 99.1	News release of Huntington Bancshares Incorporated, dated April 20, 2016.
Exhibit 99.2	Quarterly Financial Supplement, March 2016.

NEWS**FOR IMMEDIATE RELEASE****April 20, 2016****Analysts:** Mark Muth (mark.muth@huntington.com), 614.480.4720**Media:** Brent Wilder (brent.wilder@huntington.com), 614.480.5875

**HUNTINGTON BANCSHARES INCORPORATED REPORTS 2016 FIRST QUARTER EARNINGS
INCLUDING 7% YEAR-OVER-YEAR REVENUE GROWTH AND 5% YEAR-OVER-YEAR EPS GROWTH**

COLUMBUS, Ohio – Huntington Bancshares Incorporated (NASDAQ: HBAN; www.huntington.com) reported net income for the 2016 first quarter of \$171 million, a \$5 million, or 3%, increase from the year-ago quarter. Earnings per common share for the 2016 first quarter were \$0.20, up \$0.01, or 5%, from the year-ago quarter. Return on average assets was 0.96%, while return on average tangible common equity was 11.9%. Total revenue increased 7% over the year-ago quarter.

"We are pleased to have delivered solid performance for the 2016 first quarter with strong year-over-year gains on revenue and EPS, positioning us well for the year ahead," said Steve Steinour, chairman, president, and CEO. "Year-over-year performance benefited from core deposit and fee income growth within our disciplined, risk-balanced approach to the business. Small business and middle-market lending in the first quarter reflected ongoing optimism in the continuing strength of our regional economy, despite headwinds within certain sectors and continued global macroeconomic uncertainty and volatility."

"As we reflect on our performance, we are grateful for a series of recent independent recognitions our colleagues earned through their commitment to our customers," Steinour said. "We are honored to have again received the TNS Choice Award for Consumer Retail Banking for its 20-state Central Region for the fourth time in the past five years. Also in recent weeks, Huntington received multiple Greenwich Excellence Awards, with Greenwich Associates announcing five categories of distinction for our small business banking practice and naming Huntington the only Midwest bank recognized for 'Likelihood to Recommend' wealth and investment services. This customer-driven feedback helps us realize our commitment of doing the right thing and investing in our communities."

"Furthermore, progress in our integration efforts toward the proposed acquisition of FirstMerit announced early in the first quarter is on pace," Steinour said. "Our goal is to complete the acquisition in the third quarter. We remain enthusiastic about the combination, as FirstMerit is expected to be immediately accretive to earnings, excluding merger-related expenses, and underlying franchise value."

The Board of Directors declared a quarterly cash dividend on the company's common stock of \$0.07 per common share. The dividend is payable July 1, 2016, to shareholders of record on June 17, 2016.

Specific 2016 First Quarter highlights compared with 2015 First Quarter:

- \$47 million, or 7%, increase in fully-taxable equivalent revenue, comprised of a \$37 million, or 8%, increase in fully-taxable equivalent net interest income and a \$10 million, or 4%, increase in noninterest income
- Net interest margin of 3.11%, a decrease of 4 basis points
- \$32 million, or 7%, increase in noninterest expense, including \$6 million of FirstMerit acquisition-related expense during the 2016 first quarter and \$3 million of Huntington Technology Finance merger-related expense during the year-ago quarter
- \$2.8 billion, or 6%, increase in average loans and leases, primarily driven by a \$1.5 billion, or 8%, increase in Commercial and Industrial loans and a \$0.9 billion, or 11%, increase in Automobile loans
- \$2.1 billion, or 17%, increase in average securities, including a net increase of \$0.7 billion of direct purchase municipal instruments in our Commercial Banking segment

- \$2.6 billion, or 5%, increase in average core deposits, driven by a \$1.6 billion, or 26%, increase in interest-bearing demand deposits and a \$1.1 billion, or 7%, increase in noninterest-bearing demand deposits
- Net charge-offs declined to 0.07% of average loans and leases, down from 0.20%, benefiting from a large Commercial Real Estate recovery
- \$0.50, or 8%, increase in tangible book value per common share (TBVPS) to \$7.12; end of period dividend yield of 2.9%

Table 1 – Earnings Performance Summary

	2016		2015		
	First Quarter	Fourth Quarter	Third Quarter	Second Quarter	First Quarter
<i>(\$ in millions, except per share data)</i>					
Net Income	\$ 171	\$ 178	\$ 153	\$ 196	\$ 166
Diluted earnings per common share	0.20	0.21	0.18	0.23	0.19
Return on average assets	0.96%	1.00%	0.87%	1.16%	1.02%
Return on average common equity	10.4	10.8	9.3	12.3	10.6
Return on average tangible common equity	11.9	12.4	10.7	14.4	12.2
Net interest margin	3.11	3.09	3.16	3.20	3.15
Efficiency ratio	64.6	63.7	69.1	61.7	63.5
Tangible book value per common share	\$ 7.12	\$ 6.91	\$ 6.88	\$ 6.71	\$ 6.62
Cash dividends declared per common share	0.07	0.07	0.06	0.06	0.06
Average diluted shares outstanding (000's)	808,349	810,143	814,326	820,238	823,809
Average earning assets	\$ 66,234	\$ 64,961	\$ 63,323	\$ 62,569	\$ 61,193
Average loans and leases (1)	50,618	49,827	49,046	47,899	47,780
Average core deposits	51,363	51,585	50,891	49,192	48,777
Tangible common equity / tangible assets ratio	7.89%	7.82%	7.89%	7.92%	7.95%
Common equity Tier 1 risk-based capital ratio	9.73	9.79	9.72	9.65	9.51
NCOs as a % of average loans and leases	0.07%	0.18%	0.13%	0.21%	0.20%
NAL ratio	0.97	0.74	0.72	0.75	0.76
ACL as a % of total loans and leases	1.34	1.33	1.32	1.34	1.38

(1) Excludes loans held for sale; \$1 billion of automobile loans were moved to held for sale at end of 2015 first quarter.

Table 2 lists certain items that we believe are significant in understanding corporate performance and trends (see Basis of Presentation). There was one Significant Item in the 2016 first quarter: \$6 million of acquisition-related expense due to the pending acquisition of FirstMerit Corporation.

Table 2 – Significant Items Influencing Earnings

Three Months Ended <i>(\$ in millions, except per share)</i>	Pre-Tax Impact	After-Tax Impact	
	Amount	Amount (1)	EPS (2)
March 31, 2016 – net income		\$ 171	\$ 0.20
• Merger and acquisition-related net expenses	\$ (6)	(4)	(0.01)
December 31, 2015 - net income		\$ 178	\$ 0.21
• Franchise repositioning-related expense	\$ (8)	(5)	(0.01)
• Merger and acquisition-related net gains (3)	—	—	—
September 30, 2015 – net income		\$ 153	\$ 0.18
• Addition to litigation reserves	\$ (38)	(25)	(0.03)
• Merger and acquisition-related net expenses	(5)	(3)	—
June 30, 2015 – net income		\$ 196	\$ 0.23
• Merger and acquisition-related net expenses	\$ (2)	(1)	—
March 31, 2015 – net income		\$ 166	\$ 0.19
• Merger and acquisition-related net expenses	\$ (3)	(2)	—

(1) Favorable (unfavorable) impact on net income.

(2) EPS reflected on a fully diluted basis.

(3) Noninterest income and noninterest expense was recorded related to the integration of Huntington Technology Finance (HTF) and the sale of Huntington Asset Advisors (HAA), Huntington Asset Services (HASI), and Unified Financial Securities (Unified), resulting in a net gain less than \$1 million.

Net Interest Income, Net Interest Margin, and Average Balance Sheet

Table 3 – Net Interest Income and Net Interest Margin Performance Summary – Net Recoveries Provide Modest NIM Expansion Sequentially

<i>(\$ in millions)</i>	2016		2015			Change (%)	
	First Quarter	Fourth Quarter	Third Quarter	Second Quarter	First Quarter	LQ	YOY
	Net interest income	\$ 503	\$ 497	\$ 495	\$ 491	\$ 468	1 %
FTE adjustment	9	8	8	8	8	13	13
Net interest income - FTE	512	505	504	499	475	1	8
Noninterest income	242	272	253	282	232	(11)	4
Total revenue - FTE	\$ 754	\$ 778	\$ 757	\$ 780	\$ 707	(3)%	7%

Yield / Cost						Change bp	
	LQ	YOY	LQ	YOY	LQ	YOY	
Total earning assets	3.44%	3.37%	3.42%	3.45%	3.38%	7	6
• Total loans and leases	3.67	3.59	3.65	3.65	3.56	8	11
• Total securities	2.56	2.58	2.59	2.65	2.57	(2)	(1)
Total interest-bearing liabilities	0.46	0.41	0.39	0.36	0.32	5	14
• Total interest-bearing deposits	0.24	0.23	0.22	0.22	0.22	1	2
Net interest rate spread	2.98	2.96	3.03	3.09	3.06	2	(8)
Impact of noninterest-bearing funds on margin	0.13	0.13	0.13	0.11	0.09	—	4
Net interest margin	3.11%	3.09%	3.16%	3.20%	3.15%	2	(4)

See Pages 6-8 of Quarterly Financial Supplement for additional detail.

Fully-taxable equivalent (FTE) net interest income for the 2016 first quarter increased \$37 million, or 8%, from the 2015 first quarter. This reflected the benefit from the \$5.0 billion, or 8%, increase in average earning assets

partially offset by a 4 basis point reduction in the FTE net interest margin (NIM) to 3.11%. Average earning asset growth included a \$2.8 billion, or 6%, increase in average loans and leases and a \$2.1 billion, or 17%, increase in average securities. The NIM contraction reflected a 14 basis point increase in funding costs, partially offset by a 6 basis point increase in earning asset yields and a 4 basis point increase in the benefit from noninterest-bearing funds. In the 2016 first quarter, the NIM benefited by approximately 2 basis points as a result of recoveries of previously charged-off loans in the Commercial Real Estate (CRE) portfolio.

Compared to the 2015 fourth quarter, FTE net interest income increased \$7 million, or 1%. Average earning assets increased \$1.3 billion, or 2%, sequentially, and the NIM increased 2 basis points. The increase in the NIM reflected a 7 basis point increase in earning asset yields, partially offset by a 5 basis point increase in the cost of interest-bearing liabilities, in large part a result of senior debt financing.

Table 4 – Average Earning Assets – C&I and Automobile Loans Continue to Drive Loan Growth

(\$ in billions)	2016		2015			Change (%)	
	First Quarter	Fourth Quarter	Third Quarter	Second Quarter	First Quarter	LQ	YOY
	Commercial and industrial	\$ 20.6	\$ 20.2	\$ 19.8	\$ 19.8	\$ 19.1	2%
Commercial real estate	5.2	5.3	5.3	5.2	5.2	(1)	1
Total commercial	25.9	25.5	25.1	25.0	24.3	2	6
Automobile	9.7	9.3	8.9	8.1	8.8	5	11
Home equity	8.4	8.5	8.5	8.5	8.5	—	(1)
Residential mortgage	6.0	6.1	6.0	5.9	5.8	(1)	4
Other consumer	0.6	0.5	0.5	0.5	0.4	5	35
Total consumer	24.8	24.4	23.9	22.9	23.5	2	5
Total loans and leases	50.6	49.8	49.0	47.9	47.8	2	6
Total securities	15.1	14.5	13.7	13.3	12.9	4	17
Held-for-sale and other earning assets	0.5	0.6	0.6	1.4	0.5	(17)	—
Total earning assets	\$ 66.2	\$ 65.0	\$ 63.3	\$ 62.6	\$ 61.2	2%	8%

See Page 6 of Quarterly Financial Supplement for additional detail.

Average earning assets for the 2016 first quarter increased \$5.0 billion, or 8%, from the year-ago quarter. The increase was driven by:

- \$2.1 billion, or 17%, increase in average securities, primarily reflecting the reinvestment of cash flows and additional investment in Liquidity Coverage Ratio (LCR) Level 1 qualifying securities and a \$0.6 billion increase in direct purchase municipal instruments in our Commercial Banking segment.
- \$1.5 billion, or 8%, increase in average Commercial and Industrial (C&I) loans and leases, primarily reflecting the \$0.8 billion of equipment finance leases acquired in the HTF transaction at the end of the 2015 first quarter, as well as organic growth in equipment finance leases, automobile dealer floorplan lending, and corporate banking.
- \$0.9 billion, or 11%, increase in average Automobile loans. The 2016 first quarter represented the ninth consecutive quarter of greater than \$1.0 billion in Automobile loan originations, while maintaining our underwriting consistency and discipline.

Compared to the 2015 fourth quarter, average earning assets increased \$1.3 billion, or 2%. This increase reflected a \$0.8 billion increase in average loans and leases, primarily comprised of a \$0.5 billion in average C&I loans and a \$0.4 billion increase in average Automobile loans, and a \$0.5 billion increase in average securities.

Table 5 – Average Liabilities – Robust Demand Deposit Growth Continues to Drive Core Deposit Growth

(\$ in billions)	2016		2015			Change (%)	
	First Quarter	Fourth Quarter	Third Quarter	Second Quarter	First Quarter	LQ	YOY
Demand deposits - noninterest-bearing	\$ 16.3	\$ 17.2	\$ 17.0	\$ 15.9	\$ 15.3	(5)%	7 %
Demand deposits - interest-bearing	7.8	6.9	6.6	6.6	6.2	12	26
Total demand deposits	24.1	24.1	23.6	22.5	21.5	—	12
Money market deposits	19.7	19.8	19.5	18.8	19.4	(1)	2
Savings and other domestic deposits	5.3	5.2	5.2	5.3	5.2	3	3
Core certificates of deposit	2.3	2.4	2.5	2.6	2.8	(7)	(19)
Total core deposits	51.4	51.5	50.8	49.2	48.9	—	5
Other domestic deposits of \$250,000 or more	0.5	0.4	0.2	0.2	0.2	7	133
Brokered deposits and negotiable CDs	2.9	2.9	2.8	2.7	2.6	(1)	11
Other deposits	0.3	0.4	0.5	0.6	0.6	(34)	(53)
Total deposits	\$ 55.1	\$ 55.2	\$ 54.3	\$ 52.7	\$ 52.3	(1)%	5 %
Short-term borrowings	\$ 1.1	\$ 0.5	\$ 0.8	\$ 2.2	\$ 1.9	118 %	(39)%
Long-term debt	7.2	6.8	6.0	5.1	4.4	6	65
Total debt	\$ 8.3	\$ 7.3	\$ 6.8	\$ 7.3	\$ 6.3	14 %	34 %
Total interest-bearing liabilities	\$ 47.0	\$ 45.5	\$ 44.3	\$ 44.0	\$ 43.1	3 %	9 %

See Page 6 of Quarterly Financial Supplement for additional detail.

Average total deposits for the 2016 first quarter increased \$2.9 billion, or 5%, from the year-ago quarter, including a \$2.6 billion, or 5%, increase in average total core deposits. Average total interest-bearing liabilities increased \$3.9 billion, or 9%, from the year-ago quarter. Year-over-year changes in total liabilities reflected:

- \$2.1 billion, or 34%, increase in average total debt, reflecting the issuance of \$4.1 billion of senior debt over the past five quarters, including \$1.0 billion issued during the 2016 first quarter, as well as debt assumed in the HTF acquisition at the end of the 2015 first quarter, partially offset by a \$0.7 billion, or 39%, decrease in average short-term borrowings.
- \$2.7 billion, or 12%, increase in average demand deposits, including a \$1.6 billion, or 26%, increase in average interest-bearing demand deposits and a \$1.1 billion, or 7%, increase in average noninterest-bearing demand deposits. The increase in average total demand deposits was comprised of a \$1.7 billion, or 13%, increase in average commercial demand deposits and a \$0.9 billion, or 12%, increase in average consumer demand deposits.

Partially offset by:

- \$0.5 billion, or 19%, decrease in average core certificates of deposit due to the continued strategic focus on changing the funding sources to low- and no-cost demand, savings, and money market deposits.

Compared to the 2015 fourth quarter, average interest-bearing demand deposits increased \$0.9 billion, or 12%, mostly offset by a \$0.8 billion, or 5%, decrease in average noninterest-bearing demand deposits. Average total debt increased \$1.0 billion, or 14%, reflecting the senior debt issuances in the 2016 first and 2015 fourth quarters, as well as fluctuations in short-term borrowings as part of normal balance sheet management.

Noninterest Income

Table 6 – Noninterest Income – New Customer Acquisition and Customer Relationship Deepening Continue to Drive Growth in Noninterest Income

(\$ in millions)	2016		2015			Change (%)	
	First	Fourth	Third	Second	First	LQ	YOY
	Quarter	Quarter	Quarter	Quarter	Quarter		
Service charges on deposit accounts	\$ 70	\$ 73	\$ 75	\$ 70	\$ 62	(4)%	13%
Cards and payment processing income	36	38	37	36	33	(3)	12
Mortgage banking income	19	31	19	39	23	(41)	(19)
Trust services	23	25	25	27	29	(10)	(21)
Insurance income	16	16	16	18	16	4	2
Brokerage income	16	14	15	15	16	7	—
Capital markets fees	13	14	13	13	14	(6)	(6)
Bank owned life insurance income	14	13	13	13	13	1	4
Gain on sale of loans	5	10	6	12	5	(47)	18
Securities gains (losses)	—	—	—	—	—	(100)	NM
Other income	30	37	35	39	22	(19)	37
Total noninterest income	\$ 242	\$ 272	\$ 253	\$ 282	\$ 232	(11)%	4%

See Pages 9-10 of Quarterly Financial Supplement for additional detail.

Noninterest income for the 2016 first quarter increased \$10 million, or 4%, from the year-ago quarter. The year-over-year increase primarily reflected:

- \$8 million, or 37%, increase in other income, primarily reflecting equipment operating lease income related to HTF.
- \$8 million, or 13%, increase in service charges on deposit accounts, reflecting the benefit of continued new customer acquisition including a 4% increase in consumer checking households and a 2% increase in commercial checking relationships.
- \$4 million, or 12%, increase in cards and payment processing income, due to higher card related income and underlying customer growth.

Partially offset by:

- \$6 million, or 21%, decrease in trust services, primarily related to the sale of HAA, HASI, and Unified, and the transition of the remaining Huntington Funds at the end of the 2015 fourth quarter.
- \$4 million, or 19%, decrease in mortgage banking income, primarily as a result of a 5% reduction in mortgage volume and a \$2 million impact from net MSR activity.

Compared to the 2015 fourth quarter, total noninterest income decreased \$30 million, or 11%. Mortgage banking income decreased \$13 million, or 41%, primarily driven by a \$7 million decrease in net MSR activity and a \$5 million, or 22%, decrease in origination and secondary marketing income. Other income decreased \$7 million, or 19%, primarily related to lower loan syndication fees and income related to asset finance. Gain on sale of loans decreased \$5 million, or 47%, due to seasonally strong SBA loan sales in the prior quarter.

Noninterest Expense (see Basis of Presentation)

Table 7 – Noninterest Expense from Continuing Operations (GAAP) – Organic and HTF-related Personnel Expense Drives Growth in Noninterest Expense

(\$ in millions)	2016		2015			Change (%)	
	First Quarter	Fourth Quarter	Third Quarter	Second Quarter	First Quarter	LQ	YOY
Personnel costs	\$ 285	\$ 289	\$ 286	\$ 282	\$ 265	(1)%	8%
Outside data processing and other services	62	64	59	59	51	(3)	22
Equipment	33	32	31	32	30	3	8
Net occupancy	31	33	29	29	31	(4)	1
Marketing	12	12	12	15	13	2	(5)
Professional services	14	13	12	13	13	4	6
Deposit and other insurance expense	11	11	12	12	10	1	10
Amortization of intangibles	4	4	4	10	10	(2)	(64)
Other expense	39	42	82	41	36	(6)	8
Total noninterest expense	\$ 491	\$ 499	\$ 527	\$ 492	\$ 459	(2)%	7%
<i>(in thousands)</i>							
Number of employees (Average full-time equivalent)	12.4	12.4	12.4	12.3	11.9	— %	4%

Table 8 - Impacts of Significant Items

(\$ in millions)	2016		2015		
	First Quarter	Fourth Quarter	Third Quarter	Second Quarter	First Quarter
Personnel costs	\$ 1	\$ 2	\$ 3	\$ —	\$ —
Outside data processing and other services	—	2	2	1	—
Equipment	—	—	—	—	—
Net occupancy	—	5	—	—	—
Marketing	—	—	—	—	—
Professional services	4	1	—	1	3
Other expense	1	—	38	—	—
Total noninterest expense	\$ 6	\$ 10	\$ 43	\$ 2	\$ 3

Table 9 - Adjusted Noninterest Expense (Non-GAAP)

(\$ in millions)	2016		2015			Change (%)	
	First Quarter	Fourth Quarter	Third Quarter	Second Quarter	First Quarter	LQ	YOY
Personnel costs	\$ 285	\$ 287	\$ 283	\$ 282	\$ 265	(1)%	8%
Outside data processing and other services	62	62	57	58	50	—	24
Equipment	33	32	31	32	30	3	10
Net occupancy	31	28	29	29	31	11	—
Marketing	12	12	12	15	13	—	(8)
Professional services	9	12	12	12	9	(25)	—
Deposit and other insurance expense	11	11	12	12	10	—	10
Amortization of intangibles	4	4	4	10	10	—	(60)
Other expense	38	41	43	41	36	(7)	6
Total noninterest expense	\$ 485	\$ 488	\$ 483	\$ 490	\$ 456	(1)%	6%

See Page 9 of Quarterly Financial Supplement for additional detail.

Reported noninterest expense for the 2016 first quarter increased \$32 million, or 7%, from the year-ago quarter. Changes in reported noninterest expense primarily reflect:

- \$20 million, or 8%, increase in personnel costs, primarily reflecting a \$16 million increase in salaries and a \$4 million increase in benefits expense. These increases are the result of the May 2015 implementation of annual merit increases, the addition of HTF, and a 4% increase in the number of average full-time equivalent employees, largely related to the build-out of the in-store strategy.
- \$11 million, or 22%, increase in outside data processing and other services expense, primarily related to ongoing technology investments.

Partially offset by:

- \$6 million, or 64%, decrease in amortization of intangibles reflecting the full amortization of the core deposit intangible from the Sky Financial acquisition at the end of the 2015 second quarter.

Reported noninterest expense decreased \$8 million, or 2%, from the 2015 fourth quarter. Personnel expense decreased \$3 million, or 1%, primarily related to lower commissions and lower Significant Items in the 2016 first quarter.

Credit Quality

Table 10 – Credit Quality Metrics – NALs Increase Sequentially, while NCOs Remain Better than the Long-Term Expectations

(\$ in thousands)	2016		2015		
	March 31,	Dec. 31,	Sept. 30,	June 30,	March 31,
Total nonaccrual loans and leases	\$ 498,734	\$ 371,581	\$ 356,477	\$ 364,339	\$ 364,413
Total other real estate, net	26,132	27,342	24,910	29,232	33,951
Other NPAs (1)	—	—	—	2,440	2,440
Total nonperforming assets	524,866	398,923	381,387	396,011	400,804
Accruing loans and leases past due 90 days or more	105,812	105,790	105,608	106,878	112,935
NPAs + accruing loans and lease past due 90 days or more	\$ 630,678	\$ 504,713	\$ 486,995	\$ 502,889	\$ 513,739
NAL ratio (2)	0.97%	0.74%	0.72%	0.75%	0.76%
NPA ratio (3) (4)	1.02	0.79	0.77	0.81	0.84
(NPAs+90 days)/(Loans+OREO)	1.22	1.00	0.98	1.03	1.08
Provision for credit losses	\$ 27,582	\$ 36,468	\$ 22,476	\$ 20,419	\$ 20,591
Net charge-offs	8,552	21,823	16,163	25,375	24,432
Net charge-offs / Average total loans	0.07%	0.18%	0.13%	0.21%	0.20%
Allowance for loans and lease losses	\$ 613,719	\$ 597,843	\$ 591,938	\$ 599,542	\$ 605,126
Allowance for unfunded loan commitments and letters of credit	75,325	72,081	64,223	55,371	54,742
Allowance for credit losses (ACL)	\$ 689,044	\$ 669,924	\$ 656,161	\$ 654,913	\$ 659,868
ACL as a % of:					
Total loans and leases	1.34%	1.33%	1.32%	1.34%	1.38%
NALs	138	180	184	180	181
NPAs	131	168	172	165	165

(1) Other nonperforming assets include certain impaired investment securities.

(2) Total NALs as a % of total loans and leases.

(3) Total NPAs as a % of sum of loans and leases and net other real estate.

(4) Excludes nonaccruing troubled debt restructured home equity loans previously transferred to held-for-sale.

See Pages 11-14 of Quarterly Financial Supplement for additional detail.

Overall asset quality remains strong, with modest volatility based on the absolute low level of problem credits. Nonaccrual loans and leases (NALs) increased \$134 million, or 37%, from the year-ago quarter to \$499 million, or 0.97% of total loans and leases. The increase was exclusively centered in the Commercial portfolio and was primarily associated with a small number of energy sector loan relationships. Nonperforming assets (NPAs)

increased \$124 million, or 31%, from the year-ago quarter to \$525 million, or 1.02% of total loans and leases and net OREO. NALs increased \$127 million, or 34%, from the prior quarter, while NPAs increased \$126 million, or 32%, from the prior quarter. The majority of the linked-quarter increase resulted from downgrades in oil and gas exploration and production (E&P) and coal sector loan relationships. The E&P and coal portfolios combined represented less than 1% of total loans outstanding at quarter end.

The provision for credit losses increased \$7 million, or 34%, year-over-year to \$28 million in the 2016 first quarter. Net charge-offs (NCOs) decreased \$16 million, or 65%, to \$9 million. NCOs represented an annualized 0.07% of average loans and leases in the current quarter, down from 0.18% in the prior quarter and 0.20% in the year-ago quarter. We continue to be pleased with the net charge-off performance across the entire portfolio. Commercial charge-offs were positively impacted by one large recovery in the CRE portfolio and broader continued successful workout strategies, while consumer charge-offs remain within our expected range.

Overall consumer credit metrics, led by the Residential Mortgage and Home Equity portfolios, continue to show an improving trend, while the commercial portfolios continue to experience some quarter-to-quarter volatility based on the absolute low level of problem loans.

The period-end allowance for credit losses (ACL) as a percentage of total loans and leases decreased to 1.34% from 1.38% a year ago, while the ACL as a percentage of period-end total NALs decreased to 138% from 181%. We believe the level of the ACL is appropriate given the improvement in the credit quality metrics and the current composition of the overall loan and lease portfolio.

Capital

Table 11 – Capital Ratios – Preferred Equity Issuance Augments Regulatory Capital Ratios

(\$ in millions)	2016		2015		
	March 31,	Dec. 31,	Sept. 30,	June 30,	March 31,
Tangible common equity / tangible assets ratio	7.89%	7.82%	7.89%	7.92%	7.95%
Common equity tier 1 risk-based capital ratio (1)	9.73%	9.79%	9.72%	9.65%	9.51%
Regulatory Tier 1 risk-based capital ratio (1)	10.99%	10.53%	10.49%	10.41%	10.22%
Regulatory Total risk-based capital ratio (1)	13.17%	12.64%	12.70%	12.62%	12.48%
Total risk-weighted assets (1)	\$ 59,798	\$ 58,420	\$ 57,839	\$ 57,850	\$ 57,840

(1) Figures are estimated and are presented on a Basel III basis, including the standardized approach for calculating risk-weighted assets.

See Pages 15-16 of Quarterly Financial Supplement for additional detail.

The tangible common equity to tangible assets ratio was 7.89% at March 31, 2016, down 6 basis points from a year ago. Common Equity Tier 1 (CET1) risk-based capital ratio was 9.73% at March 31, 2016, up from 9.51% a year ago. The regulatory Tier 1 risk-based capital ratio was 10.99% compared to 10.22% at March 31, 2015. All capital ratios were impacted by the repurchase of 18.1 million common shares over the last four quarters under the \$366 million repurchase authorization included in the 2015 CCAR capital plan. In the announcement of the pending FirstMerit acquisition, we stated our intention to forgo the remaining \$166 million of share repurchase capacity under our 2015 CCAR capital plan. As a result, we did not repurchase any common shares during the 2016 first quarter. The regulatory Tier 1 risk-based and total risk-based capital ratios benefited from the issuance of \$400 million of preferred equity during the 2016 first quarter.

Income Taxes

The provision for income taxes in the 2016 first quarter was \$55 million and \$54 million in the 2015 first quarter. The effective tax rates for the 2016 first quarter and 2015 first quarter were 24.3% and 24.6%, respectively. At March 31, 2016, we had a net federal deferred tax liability of \$19 million and a net state deferred tax asset of \$42 million.

Expectations

"The Midwest regional economy where we do business continues to perform well," Steinour said. "Although we are mindful of headwinds created by market volatility, global macroeconomic uncertainty, and downturns within pockets of the economy, we do not see evidence that these factors have significantly dampened the prospects of our core customers and communities."

Excluding Significant Items, net MSR activity, and the incremental impact of the pending FirstMerit acquisition, our goals for full-year 2016 performance remain consistent with our long-term financial goals of 4-6% revenue growth and annual positive operating leverage. Overall, asset quality metrics are expected to remain near current levels. Moderate quarterly volatility also is expected, given the quickly evolving macroeconomic conditions, commodities and currency market volatility, and current low level of problem assets and credit costs. We anticipate NCOs will remain below our long-term normalized range of 35 to 55 basis points.

Conference Call / Webcast Information

Huntington's senior management will host an earnings conference call on April 20, 2016, at 9:00 a.m. (Eastern Daylight Time). The call may be accessed via a live Internet webcast at the Investor Relations section of Huntington's website, www.huntington.com, or through a dial-in telephone number at (844) 318-8148; Conference ID# 76819136. Slides will be available in the Investor Relations section of Huntington's website about an hour prior to the call. A replay of the webcast will be archived in the Investor Relations section of Huntington's website. A telephone replay will be available approximately two hours after the completion of the call through April 29, 2016 at (855) 859-2056 or (404) 537-3406; conference ID# 76819136.

Please see the 2016 First Quarter Quarterly Financial Supplement for additional detailed financial performance metrics. This document can be found on Huntington's Investor Relations website, www.huntington-ir.com.

Caution regarding Forward-Looking Statements

This communication contains certain forward-looking statements, including, but not limited to, certain plans, expectations, goals, projections, and statements about the benefits of the proposed transaction with FirstMerit, the merger parties' plans, objectives, expectations and intentions, the expected timing of completion of the transaction with FirstMerit, and other statements that are not historical facts. Such statements are subject to numerous assumptions, risks, and uncertainties. Statements that do not describe historical or current facts, including statements about beliefs and expectations, are forward-looking statements. Forward-looking statements may be identified by words such as expect, anticipate, believe, intend, estimate, plan, target, goal, or similar expressions, or future or conditional verbs such as will, may, might, should, would, could, or similar variations. The forward-looking statements are intended to be subject to the safe harbor provided by Section 27A of the Securities Act of 1933, Section 21E of the Securities Exchange Act of 1934, and the Private Securities Litigation Reform Act of 1995.

While there is no assurance that any list of risks and uncertainties or risk factors is complete, below are certain factors which could cause actual results to differ materially from those contained or implied in the forward-looking statements: changes in general economic, political, or industry conditions, uncertainty in U.S. fiscal and monetary policy, including the interest rate policies of the Federal Reserve Board, volatility and disruptions in global capital and credit markets; movements in interest rates; competitive pressures on product pricing and services; success, impact, and timing of Huntington's and FirstMerit's respective business strategies, including market acceptance of any new products or services implementing Huntington's "Fair Play" banking philosophy; the nature, extent, timing, and results of governmental actions, examinations, reviews, reforms, regulations, and interpretations, including those related to the Dodd-Frank Wall Street Reform and Consumer Protection Act and the Basel III regulatory capital reforms, as well as those involving the OCC, Federal Reserve, FDIC, and CFPB, and the regulatory approval process associated with the merger; the possibility that the proposed transaction with FirstMerit does not close when expected or at all because required regulatory, shareholder or other approvals are not received or other conditions to the closing are not satisfied on a timely basis or at all; the possibility that the anticipated benefits of the transaction are not realized when expected or at all, including as a result of the impact of, or problems arising from, the integration of the two companies or as a result of the strength of the economy and competitive factors in the areas where Huntington and FirstMerit do business; the possibility that the transaction may be more expensive to complete than anticipated, including as a result of unexpected factors or events; diversion of management's attention from ongoing business operations and opportunities; potential adverse reactions or changes to business or employee relationships, including those resulting from the announcement or completion of the transaction; Huntington's ability to complete the acquisition and integration of FirstMerit successfully; and other factors that may affect future results of Huntington and FirstMerit. Additional factors that could cause results to differ materially from those described above can be found in Huntington's Annual Report on Form 10-K for the year ended December 31, 2015, which is on file with the Securities and Exchange Commission (the "SEC") and available in the "Investor Relations" section of Huntington's website, <http://www.huntington.com>, under the heading "Publications and Filings" and in other documents Huntington files with the SEC, and in FirstMerit's Annual Report on Form 10-K for the year ended December 31, 2015, which is on file with the SEC and available in the "Investors" section of FirstMerit's website, <http://www.firstmerit.com>, under the heading "Publications & Filings" and in other documents FirstMerit files with the SEC.

All forward-looking statements speak only as of the date they are made and are based on information available at that time. Neither Huntington nor FirstMerit assumes any obligation to update forward-looking statements to reflect circumstances or events that occur after the date the forward-looking statements were made or to reflect the occurrence of unanticipated events except as required by federal securities laws. As forward-looking statements involve significant risks and uncertainties, caution should be exercised against placing undue reliance on such statements.

Important Additional Information

In connection with the proposed transaction with FirstMerit, Huntington has filed with the SEC a Registration Statement on Form S-4 that includes a Joint Proxy Statement of Huntington and FirstMerit and a Prospectus of Huntington, as well as other relevant documents concerning the proposed transaction. The registration statement has not yet become effective and the Joint Proxy Statement included therein is in preliminary form. The proposed transaction involving Huntington and FirstMerit will be submitted to FirstMerit's stockholders and Huntington's stockholders for their consideration. This communication does not constitute an offer to sell or the solicitation of an offer to buy any securities or a solicitation of any vote or approval. STOCKHOLDERS OF HUNTINGTON AND STOCKHOLDERS OF FIRSTMERIT ARE URGED TO READ THE REGISTRATION STATEMENT AND THE JOINT PROXY STATEMENT/PROSPECTUS REGARDING THE TRANSACTION AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THOSE DOCUMENTS, BECAUSE THEY CONTAIN IMPORTANT INFORMATION. Stockholders may obtain a free copy of the definitive joint proxy statement/prospectus, as well as other filings containing information about Huntington and FirstMerit, without charge, at the SEC's website (<http://www.sec.gov>). Copies of the joint proxy statement/prospectus and the filings with the SEC that are incorporated by reference in the joint proxy statement/prospectus can also be obtained, without charge, by directing a request to Huntington Investor Relations, Huntington Bancshares Incorporated, Huntington Center, HC0935, 41 South High Street, Columbus, Ohio 43287, (800) 576-5007 or to FirstMerit Corporation, Attention: Thomas P. O'Malley, III Cascade Plaza, Akron, Ohio 44308, (330) 384-7109.

Participants in the Solicitation

Huntington, FirstMerit, and certain of their respective directors, executive officers and employees may be deemed to be participants in the solicitation of proxies in respect of the proposed transaction. Information regarding Huntington's directors and executive officers is available in its definitive proxy statement, which was filed with the SEC on March 10, 2016, and certain of its Current Reports on Form 8-K. Information regarding FirstMerit's directors and executive officers is available in its definitive proxy statement, which was filed with SEC on March 6, 2015, and certain of its Current Reports on Form 8-K. Other information regarding the participants in the proxy solicitation and a description of their direct and indirect interests, by security holdings or otherwise, are contained in the joint proxy statement/prospectus and other relevant materials filed with the SEC. Free copies of this document may be obtained as described in the preceding paragraph.

Basis of Presentation

Use of Non-GAAP Financial Measures

This document contains GAAP financial measures and non-GAAP financial measures where management believes it to be helpful in understanding Huntington's results of operations or financial position. Where non-GAAP financial measures are used, the comparable GAAP financial measure, as well as the reconciliation to the comparable GAAP financial measure, can be found in this fourth quarter earnings release, conference call slides, or the Form 8-K related to this document, all of which can be found on Huntington's website at www.huntington-ir.com.

Significant Items

From time to time, revenue, expenses, or taxes are impacted by items judged by Management to be outside of ordinary banking activities and/or by items that, while they may be associated with ordinary banking activities, are so unusually large that their outsized impact is believed by Management at that time to be infrequent or short term in nature. We refer to such items as "Significant Items". Most often, these Significant Items result from factors originating outside the Company – e.g., regulatory actions/assessments, windfall gains, changes in accounting principles, one-time tax assessments/refunds, litigation actions, etc. In other cases they may result from Management decisions associated with significant corporate actions out of the ordinary course of business – e.g., merger/restructuring charges, recapitalization actions, goodwill impairment, etc.

Even though certain revenue and expense items are naturally subject to more volatility than others due to changes in market and economic environment conditions, as a general rule volatility alone does not define a

Significant Item. For example, changes in the provision for credit losses, gains/losses from investment activities, asset valuation write-downs, etc., reflect ordinary banking activities and are, therefore, typically excluded from consideration as a Significant Item.

Management believes the disclosure of “Significant Items”, when appropriate, aids analysts/investors in better understanding corporate performance and trends so that they can ascertain which of such items, if any, they may wish to include/exclude from their analysis of the Company’s performance - i.e., within the context of determining how that performance differed from their expectations, as well as how, if at all, to adjust their estimates of future performance accordingly. To this end, Management has adopted a practice of listing “Significant Items” in its external disclosure documents (e.g., earnings press releases, quarterly performance discussions, investor presentations, Forms 10-Q and 10-K).

“Significant Items” for any particular period are not intended to be a complete list of items that may materially impact current or future period performance. A number of items could materially impact these periods, including those described in Huntington’s 2015 Annual Report on Form 10-K and other factors described from time to time in Huntington’s other filings with the Securities and Exchange Commission.

Annualized Data

Certain returns, yields, performance ratios, or quarterly growth rates are presented on an “annualized” basis. This is done for analytical and decision-making purposes to better discern underlying performance trends when compared to full-year or year-over-year amounts. For example, loan and deposit growth rates, as well as net charge-off percentages, are most often expressed in terms of an annual rate like 8%. As such, a 2% growth rate for a quarter would represent an annualized 8% growth rate.

Fully-Taxable Equivalent Interest Income and Net Interest Margin

Income from tax-exempt earning assets is increased by an amount equivalent to the taxes that would have been paid if this income had been taxable at statutory rates. This adjustment puts all earning assets, most notably tax-exempt municipal securities and certain lease assets, on a common basis that facilitates comparison of results to results of competitors.

Earnings per Share Equivalent Data

Significant income or expense items may be expressed on a per common share basis. This is done for analytical and decision-making purposes to better discern underlying trends in total corporate earnings per share performance excluding the impact of such items. Investors may also find this information helpful in their evaluation of the Company’s financial performance against published earnings per share mean estimate amounts, which typically exclude the impact of Significant Items. Earnings per share equivalents are usually calculated by applying a 35% effective tax rate to a pre-tax amount to derive an after-tax amount, which is divided by the average shares outstanding during the respective reporting period. Occasionally, when the item involves special tax treatment, the after-tax amount is disclosed separately, with this then being the amount used to calculate the earnings per share equivalent.

Rounding

Please note that columns of data in this document may not add due to rounding.

About Huntington

Huntington Bancshares Incorporated is a \$73 billion asset regional bank holding company headquartered in Columbus, Ohio, with a network of more than 750 branches and more than 1,500 ATMs across six Midwestern states. Founded in 1866, The Huntington National Bank and its affiliates provide consumer, small business, commercial, treasury management, wealth management, brokerage, trust, and insurance services. Huntington also provides auto dealer, equipment finance, national settlement and capital market services that extend beyond its core states. Visit huntington.com for more information.

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HUNTINGTON BANCSHARES INCORPORATED
Quarterly Financial Supplement
March 31, 2016

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Notes:

The preparation of financial statement data in conformity with accounting principles generally accepted in the United States (GAAP) requires management to make estimates and assumptions that affect amounts reported. Actual results could differ from those estimates. Certain prior period amounts have been reclassified to conform to the current period's presentation.

Non-Regulatory Capital Ratios

In addition to capital ratios defined by banking regulators, the Company considers various other measures when evaluating capital utilization and adequacy, including:

- Tangible equity to tangible assets,
- Tangible common equity to tangible assets, and
- Tangible common equity to risk-weighted assets using Basel III definition.

These non-regulatory capital ratios are viewed by management as useful additional methods of reflecting the level of capital available to withstand unexpected market conditions. Additionally, presentation of these ratios allows readers to compare the Company's capitalization to other financial services companies. These ratios differ from capital ratios defined by banking regulators principally in that the numerator excludes preferred securities, the nature and extent of which varies among different financial services companies. These ratios are not defined in GAAP or federal banking regulations. As a result, these non-regulatory capital ratios disclosed by the Company may be considered non-GAAP financial measures.

Because there are no standardized definitions for these non-regulatory capital ratios, the Company's calculation methods may differ from those used by other financial services companies. Also, there may be limits in the usefulness of these measures to investors. As a result, the Company encourages readers to consider the consolidated financial statements and other financial information contained in the related press release in their entirety, and not to rely on any single financial measure.

Huntington Bancshares Incorporated
Quarterly Key Statistics(1)
(Unaudited)

<i>(dollar amounts in thousands, except as noted)</i>	Three months ended			Percent Changes vs.	
	March 31,	December 31,	March 31,	4Q15	1Q15
	2016	2015	2015	1 %	8%
Net interest income (3)	\$ 512,225	\$ 505,336	\$ 475,245	9	21
FTE adjustment	(9,159)	(8,425)	(7,560)	1	8
Net interest income	503,066	496,911	467,685	(24)	34
Provision for credit losses	27,582	36,468	20,591	(11)	4
Noninterest income	241,867	272,215	231,623	(2)	7
Noninterest expense	491,080	498,766	458,857	(3)	3
Income before income taxes	226,271	233,892	219,860	(1)	2
Provision for income taxes	54,957	55,583	54,006	(4)	3
Net income	171,314	178,309	165,854	—	—
Dividends on preferred shares	7,998	7,972	7,965	(4)%	3%
Net income applicable to common shares	\$ 163,316	\$ 170,337	\$ 157,889	(5)%	5%
Net income per common share - diluted	\$ 0.20	\$ 0.21	\$ 0.19	—	17
Cash dividends declared per common share	0.07	0.07	0.06	3	8
Tangible book value per common share at end of period	7.12	6.91	6.62	(100)	(100)
Number of common shares repurchased	—	2,490	4,949	—	(2)
Average common shares - basic	795,755	796,095	809,778	—	(2)
Average common shares - diluted	808,349	810,143	823,809	—	(1)
Ending common shares outstanding	796,689	794,929	808,528	0.96 %	1.00%
Return on average assets	0.96 %	1.00%	1.02%	10.4	10.6
Return on average common shareholders' equity	10.4	10.8	10.6	11.9	12.2
Return on average tangible common shareholders' equity(2)	11.9	12.4	12.2	3.11	3.15
Net interest margin(3)	3.11	3.09	3.15	64.6	63.5
Efficiency ratio(4)	64.6	63.7	63.5	24.3	24.6
Effective tax rate	24.3	23.8	24.6	1	8
Average total assets (millions)	\$ 71,596	\$ 70,801	\$ 66,235	2	8
Average earning assets (millions)	66,234	64,961	61,193	2	6
Average loans and leases (millions)	50,618	49,827	47,780	6.4 %	6.4%
Average loans and leases - linked quarter annualized growth rate	6.4 %	6.4%	5.8%	(1)	5
Average total deposits (millions)	\$ 54,979	\$ 55,338	\$ 52,129	—	5
Average core deposits(5) (millions)	51,363	51,585	48,777	(1.7)%	5.4%
Average core deposits - linked quarter annualized growth rate	(1.7)%	5.4%	9.6%	2	5
Average shareholders' equity (millions)	\$ 6,755	\$ 6,636	\$ 6,416	5,610	5,536
Average tangible common shareholders' equity (millions)	5,610	5,536	5,461	1	3
Total assets at end of period (millions)	72,645	71,018	67,984	2	7
Total shareholders' equity at end of period (millions)	7,158	6,595	6,462	9	11
NCOs as a % of average loans and leases	0.07 %	0.18%	0.20%	0.97	0.76
NAL ratio	0.97	0.74	0.76	1.02	0.84
NPA ratio(6)	1.02	0.79	0.84	1.19	1.27
Allowance for loan and lease losses (ALLL) as a % of total loans and leases at the end of period	1.19	1.19	1.27	1.34	1.38
ALLL plus allowance for unfunded loan commitments and letters of credit (ACL) as a % of total loans and leases at the end of period	1.34	1.33	1.38	138	181
ACL as a % of NALs	138	180	181	131	165
ACL as a % of NPAs	131	168	165	9.73	9.79
Common equity tier 1 risk-based capital ratio(7)	9.73	9.79	9.51	7.89	7.82
Tangible common equity / tangible asset ratio(8)	7.89	7.82	7.95		

See Notes to the Annual and Quarterly Key Statistics.

Key Statistics Footnotes

- (1) Comparisons for all presented periods are impacted by a number of factors. Refer to Significant Items.
- (2) Net income applicable to common shares excluding expense for amortization of intangibles for the period divided by average tangible common shareholders' equity. Average tangible common shareholders' equity equals average total common shareholders' equity less average intangible assets and goodwill. Expense for amortization of intangibles and average intangible assets are net of deferred tax liability, and calculated assuming a 35% tax rate.
- (3) On a fully-taxable equivalent (FTE) basis assuming a 35% tax rate.
- (4) Noninterest expense less amortization of intangibles divided by the sum of FTE net interest income and noninterest income excluding securities gains (losses).
- (5) Includes noninterest-bearing and interest-bearing demand deposits, money market deposits, savings and other domestic deposits, and core certificates of deposit.
- (6) NPAs include other real estate owned.
- (7) March 31, 2016, figures are estimated.
- (8) Tangible common equity (total common equity less goodwill and other intangible assets) divided by tangible assets (total assets less goodwill and other intangible assets). Other intangible assets are net of deferred tax liability, and calculated assuming a 35% tax rate.

Huntington Bancshares Incorporated
Consolidated Balance Sheets

	March 31, 2016 <i>(Unaudited)</i>	December 31, 2015	Percent Changes
<i>(dollar amounts in thousands, except number of shares)</i>			
Assets			
Cash and due from banks	\$ 816,248	\$ 847,156	(4)%
Interest-bearing deposits in banks	66,668	51,838	29
Trading account securities	45,924	36,997	24
Loans held for sale	567,664	474,621	20
Available-for-sale and other securities	9,319,381	8,775,441	6
Held-to-maturity securities	5,946,144	6,159,590	(3)
Loans and leases(1)	51,539,359	50,341,099	2
Allowance for loan and lease losses	(613,719)	(597,843)	3
Net loans and leases	50,925,640	49,743,256	2
Bank owned life insurance	1,766,637	1,757,668	1
Premises and equipment	611,603	620,540	(1)
Goodwill	676,869	676,869	—
Other intangible assets	51,266	54,978	(7)
Servicing rights	168,648	189,237	(11)
Accrued income and other assets	1,682,275	1,630,110	3
Total assets	\$ 72,644,967	\$ 71,018,301	2 %
Liabilities and shareholders' equity			
Liabilities			
Deposits(2)	\$ 55,628,842	\$ 55,294,979	1 %
Short-term borrowings	471,375	615,279	(23)
Long-term debt	7,935,412	7,041,364	13
Accrued expenses and other liabilities	1,451,668	1,472,073	(1)
Total liabilities	65,487,297	64,423,695	2
Shareholders' equity			
Preferred stock - authorized 6,617,808 shares-			
Series A, 8.50% fixed rate, non-cumulative perpetual convertible preferred stock, par value of \$0.01, and liquidation value per share of \$1,000	362,506	362,506	—
Series B, floating rate, non-voting, non-cumulative perpetual preferred stock, par value of \$0.01, and liquidation value per share of \$1,000	23,785	23,785	—
Series D, 6.250% fixed rate, non-cumulative perpetual preferred stock, par value of \$0.01, and liquidation value per share of \$1,000	386,348	—	N.R.
Common stock	7,988	7,970	—
Capital surplus	7,050,463	7,038,502	—
Less treasury shares, at cost	(18,417)	(17,932)	3
Accumulated other comprehensive loss	(167,286)	(226,158)	(26)
Retained (deficit) earnings	(487,717)	(594,067)	(18)
Total shareholders' equity	7,157,670	6,594,606	9
Total liabilities and shareholders' equity	\$ 72,644,967	\$ 71,018,301	2 %
Common shares authorized (par value of \$0.01)	1,500,000,000	1,500,000,000	
Common shares issued	798,780,938	796,969,694	
Common shares outstanding	796,689,077	794,928,886	
Treasury shares outstanding	2,091,861	2,040,808	
Preferred shares issued	2,402,571	1,967,071	
Preferred shares outstanding	798,006	398,006	

N.R. Not relevant.

(1) See page 4 for detail of loans and leases.

(2) See page 5 for detail of deposits.

Huntington Bancshares Incorporated
Loans and Leases Composition
(Unaudited)

	March 31, 2016		December 31, 2015		September 30, 2015		June 30, 2015		March 31, 2015	
<i>(dollar amounts in millions)</i>										
Ending Balances by Type:										
Commercial:										
Commercial and industrial	\$ 21,254	41%	\$ 20,560	41%	\$ 20,040	40%	\$ 20,003	41%	\$ 20,109	42%
Commercial real estate:										
Construction	939	2	1,031	2	1,110	2	1,021	2	910	2
Commercial	4,343	8	4,237	8	4,294	9	4,192	9	4,157	9
Commercial real estate	5,282	10	5,268	10	5,404	11	5,213	11	5,067	11
Total commercial	26,536	51	25,828	51	25,444	51	25,216	52	25,176	53
Consumer:										
Automobile	9,920	19	9,481	19	9,160	19	8,549	18	7,803	16
Home equity	8,422	17	8,471	17	8,461	17	8,526	17	8,492	18
Residential mortgage	6,082	12	5,998	12	6,071	12	5,987	12	5,795	12
Other consumer	579	1	563	1	520	1	474	1	430	1
Total consumer	25,003	49	24,513	49	24,212	49	23,536	48	22,520	47
Total loans and leases	\$ 51,539	100%	\$ 50,341	100%	\$ 49,656	100%	\$ 48,752	100%	\$ 47,696	100%
Ending Balances by Business Segment:										
Retail and Business Banking	\$ 13,637	26%	\$ 13,681	27%	\$ 13,648	28%	\$ 13,673	28%	\$ 13,515	28%
Commercial Banking	14,073	27	13,409	27	13,144	26	12,980	27	13,066	28
AFCRE	17,412	34	16,864	33	16,411	33	15,609	32	14,812	31
RBHPCG	3,876	8	3,021	6	2,992	6	2,968	6	2,896	6
Home Lending	2,552	5	3,366	7	3,437	7	3,405	7	3,336	7
Treasury / Other	(11)	—	—	—	24	—	117	—	71	—
Total loans and leases	\$ 51,539	100%	\$ 50,341	100%	\$ 49,656	100%	\$ 48,752	100%	\$ 47,696	100%
Average Balances by Business Segment:										
Retail and Business Banking	\$ 13,619	27%	\$ 13,686	28%	\$ 13,704	28%	\$ 13,646	29%	\$ 13,523	28%
Commercial Banking	13,499	27	13,132	26	12,937	26	12,808	27	12,140	26
AFCRE	17,023	34	16,494	33	15,895	33	15,071	31	15,779	33
RBHPCG	3,852	7	2,990	6	2,979	6	2,930	6	2,890	6
Home Lending	2,533	5	3,434	7	3,438	7	3,339	7	3,360	7
Treasury / Other	92	—	91	—	93	—	105	—	88	—
Total loans and leases	\$ 50,618	100%	\$ 49,827	100%	\$ 49,046	100%	\$ 47,899	100%	\$ 47,780	100%

Huntington Bancshares Incorporated
Deposits Composition
(Unaudited)

	March 31, 2016		December 31, 2015		September 30, 2015		June 30, 2015		March 31, 2015	
<i>(dollar amounts in millions)</i>										
Ending Balances by Type:										
Demand deposits - noninterest-bearing	\$ 16,571	30%	\$ 16,480	30%	\$ 16,935	31%	\$ 17,011	32%	\$ 15,960	30%
Demand deposits - interest-bearing	8,174	15	7,682	14	6,574	12	6,627	12	6,537	13
Money market deposits	19,844	35	19,792	36	19,494	36	18,580	35	18,933	36
Savings and other domestic deposits	5,423	10	5,246	9	5,189	10	5,240	10	5,288	10
Core certificates of deposit	2,123	4	2,382	4	2,483	5	2,580	5	2,709	5
Total core deposits	52,135	94	51,582	93	50,675	94	50,038	94	49,427	94
Other domestic deposits of \$250,000 or more	424	1	501	1	263	—	178	—	189	—
Brokered deposits and negotiable CDs	2,890	5	2,944	5	2,904	5	2,705	5	2,682	5
Deposits in foreign offices	180	—	268	1	403	1	552	1	535	1
Total deposits	\$ 55,629	100%	\$ 55,295	100%	\$ 54,245	100%	\$ 53,473	100%	\$ 52,833	100%
Total core deposits:										
Commercial	\$ 24,543	47%	\$ 24,474	47%	\$ 24,886	49%	\$ 24,103	48%	\$ 23,061	47%
Consumer	27,592	53	27,108	53	25,789	51	25,935	52	26,366	53
Total core deposits	\$ 52,135	100%	\$ 51,582	100%	\$ 50,675	100%	\$ 50,038	100%	\$ 49,427	100%
Ending Balances by Business Segment:										
Retail and Business Banking	\$ 31,303	56%	\$ 30,876	56%	\$ 29,979	55%	\$ 29,983	56%	\$ 30,150	57%
Commercial Banking	11,258	20	11,425	21	11,826	22	10,908	20	11,195	21
AFCRE	1,608	3	1,652	3	1,522	3	1,519	3	1,443	3
RBHPCG	7,890	14	7,691	14	7,377	14	7,265	14	6,707	13
Home Lending	334	1	362	—	305	—	340	1	350	—
Treasury / Other(1)	3,236	6	3,289	6	3,236	6	3,458	6	2,988	6
Total deposits	\$ 55,629	100%	\$ 55,295	100%	\$ 54,245	100%	\$ 53,473	100%	\$ 52,833	100%
Average Balances by Business Segment:										
Retail and Business Banking	\$ 30,778	56%	\$ 30,543	55%	\$ 30,152	55%	\$ 30,126	57%	\$ 29,727	57%
Commercial Banking	11,375	20	11,751	21	11,567	21	10,848	20	11,140	21
AFCRE	1,629	3	1,628	3	1,494	3	1,487	3	1,375	3
RBHPCG	7,687	14	7,865	14	7,692	14	6,780	13	6,736	13
Home Lending	316	1	349	1	342	1	388	1	321	1
Treasury / Other(1)	3,194	6	3,202	6	3,132	6	3,010	6	2,830	5
Total deposits	\$ 54,979	100%	\$ 55,338	100%	\$ 54,379	100%	\$ 52,639	100%	\$ 52,129	100%

(1) Comprised primarily of national market deposits.

Huntington Bancshares Incorporated
Consolidated Quarterly Average Balance Sheets
(Unaudited)

	Quarterly Average Balances (2)					Percent Changes vs.	
	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015	4Q15	1Q15
<i>(dollar amounts in millions)</i>							
Assets							
Interest-bearing deposits in banks	\$ 98	\$ 89	\$ 89	\$ 89	\$ 94	10 %	4%
Loans held for sale	433	502	464	1,272	381	(14)	14
Securities:							
Available-for-sale and other securities:							
Taxable	6,633	8,099	8,310	7,916	7,664	(18)	(13)
Tax-exempt	2,358	2,257	2,136	2,028	1,874	4	26
Total available-for-sale and other securities	8,991	10,356	10,446	9,944	9,538	(13)	(6)
Trading account securities	40	39	52	41	53	3	(25)
Held-to-maturity securities - taxable	6,054	4,148	3,226	3,324	3,347	46	81
Total securities	15,085	14,543	13,724	13,309	12,938	4	17
Loans and leases:(1)							
Commercial:							
Commercial and industrial	20,649	20,186	19,802	19,819	19,116	2	8
Commercial real estate:							
Construction	923	1,108	1,101	970	887	(17)	4
Commercial	4,283	4,158	4,193	4,214	4,275	3	—
Commercial real estate	5,206	5,266	5,294	5,184	5,162	(1)	1
Total commercial	25,855	25,452	25,096	25,003	24,278	2	6
Consumer:							
Automobile	9,730	9,286	8,879	8,083	8,783	5	11
Home equity	8,441	8,463	8,526	8,503	8,484	—	(1)
Residential mortgage	6,018	6,079	6,048	5,859	5,810	(1)	4
Other consumer	574	547	497	451	425	5	35
Total consumer	24,763	24,375	23,950	22,896	23,502	2	5
Total loans and leases	50,618	49,827	49,046	47,899	47,780	2	6
Allowance for loan and lease losses	(604)	(595)	(609)	(608)	(612)	2	(1)
Net loans and leases	50,014	49,232	48,437	47,291	47,168	2	6
Total earning assets	66,234	64,961	63,323	62,569	61,193	2	8
Cash and due from banks	1,013	1,468	1,555	926	935	(31)	8
Intangible assets	730	734	739	745	593	(1)	23
All other assets	4,223	4,233	4,273	4,233	4,126	—	2
Total assets	\$ 71,596	\$ 70,801	\$ 69,281	\$ 67,865	\$ 66,235	1 %	8%
Liabilities and shareholders' equity							
Deposits:							
Demand deposits - noninterest-bearing	\$ 16,334	\$ 17,174	\$ 17,017	\$ 15,893	\$ 15,253	(5)%	7%
Demand deposits - interest-bearing	7,776	6,923	6,604	6,584	6,173	12	26
Total demand deposits	24,110	24,097	23,621	22,477	21,426	—	13
Money market deposits	19,682	19,843	19,512	18,803	19,368	(1)	2
Savings and other domestic deposits	5,306	5,215	5,224	5,273	5,169	2	3
Core certificates of deposit	2,265	2,430	2,534	2,639	2,814	(7)	(20)
Total core deposits	51,363	51,585	50,891	49,192	48,777	—	5
Other domestic deposits of \$250,000 or more	455	426	217	184	195	7	133
Brokered deposits and negotiable CDs	2,897	2,929	2,779	2,701	2,600	(1)	11
Deposits in foreign offices	264	398	492	562	557	(34)	(53)
Total deposits	54,979	55,338	54,379	52,639	52,129	(1)	5
Short-term borrowings	1,145	524	844	2,153	1,882	119	(39)
Long-term debt	7,202	6,788	6,043	5,121	4,358	6	65
Total interest-bearing liabilities	46,992	45,476	44,249	44,020	43,116	3	9
All other liabilities	1,515	1,515	1,442	1,435	1,450	—	4
Shareholders' equity	6,755	6,636	6,573	6,517	6,416	2	5
Total liabilities and shareholders' equity	\$ 71,596	\$ 70,801	\$ 69,281	\$ 67,865	\$ 66,235	1 %	8%

(1) Includes nonaccrual loans

(2) Amounts include the effects of hedge and risk management activities associated with the respective asset and liability categories.

Huntington Bancshares Incorporated
Consolidated Quarterly Net Interest Margin - Interest Income / Expense(1)(2)
(Unaudited)

	Quarterly Interest Income / Expense				
	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
<i>(dollar amounts in thousands)</i>					
Assets					
Interest-bearing deposits in banks	\$ 51	\$ 17	\$ 13	\$ 19	\$ 41
Loans held for sale	4,322	5,324	4,422	10,546	3,520
Securities:					
Available-for-sale and other securities:					
Taxable	39,614	50,582	52,141	51,525	47,856
Tax-exempt	20,030	17,803	16,671	15,875	14,288
Total available-for-sale and other securities	59,644	68,385	68,812	67,400	62,144
Trading account securities	50	106	128	104	155
Held-to-maturity securities - taxable	36,789	25,394	19,812	20,741	20,667
Total securities	96,483	93,885	88,752	88,245	82,966
Loans and leases:					
Commercial:					
Commercial and industrial	183,930	179,233	180,997	180,992	158,917
Commercial real estate:					
Construction	8,198	9,752	9,917	8,825	8,462
Commercial	38,820	35,215	36,785	36,329	38,197
Commercial real estate	47,018	44,967	46,702	45,154	46,659
Total commercial	230,948	224,200	227,699	226,146	205,576
Consumer:					
Automobile	76,717	75,323	72,341	64,575	70,140
Home equity	88,072	85,491	86,254	84,215	84,382
Residential mortgage	55,510	55,702	56,048	54,496	54,432
Other consumer	14,307	12,636	11,116	9,515	8,599
Total consumer	234,606	229,152	225,759	212,801	217,553
Total loans and leases	465,554	453,352	453,458	438,947	423,129
Total earning assets	\$ 566,410	\$ 552,578	\$ 546,645	\$ 537,757	\$ 509,656
Liabilities					
Deposits:					
Demand deposits - noninterest-bearing	\$ —	\$ —	\$ —	\$ —	\$ —
Demand deposits - interest-bearing	1,679	1,390	1,211	984	693
Total demand deposits	1,679	1,390	1,211	984	693
Money market deposits	11,768	11,545	11,200	10,435	10,226
Savings and other domestic deposits	1,660	1,811	1,840	1,775	1,914
Core certificates of deposit	4,623	5,068	5,135	5,161	5,282
Total core deposits	19,730	19,814	19,386	18,355	18,115
Other domestic deposits of \$250,000 or more	460	433	237	204	204
Brokered deposits and negotiable CDs	2,742	1,399	1,178	1,121	1,069
Deposits in foreign offices	86	132	163	185	179
Total deposits	23,018	21,778	20,964	19,865	19,567
Short-term borrowings	898	119	192	731	542
Long-term debt	30,269	25,345	21,866	18,513	14,302
Total interest bearing liabilities	54,185	47,242	43,022	39,109	34,411
Net interest income	\$ 512,225	\$ 505,336	\$ 503,623	\$ 498,648	\$ 475,245

- (1) Fully-taxable equivalent (FTE) income and expense calculated assuming a 35% tax rate. See page 9 for the FTE adjustment.
(2) Amounts include the effects of hedge and risk management activities associated with the respective asset and liability categories.

Huntington Bancshares Incorporated
Consolidated Quarterly Net Interest Margin - Yield
(Unaudited)

Fully-taxable equivalent basis(1)	Quarterly Average Rates(2)				
	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
Assets					
Interest-bearing deposits in banks	0.21%	0.08%	0.06%	0.08%	0.18%
Loans held for sale	3.99	4.24	3.81	3.32	3.69
Securities:					
Available-for-sale and other securities:					
Taxable	2.39	2.50	2.51	2.60	2.50
Tax-exempt	3.40	3.15	3.12	3.13	3.05
Total available-for-sale and other securities	2.65	2.64	2.63	2.71	2.61
Trading account securities	0.50	1.09	0.97	1.00	1.17
Held-to-maturity securities - taxable	2.43	2.45	2.46	2.50	2.47
Total securities	2.56	2.58	2.59	2.65	2.57
Loans and leases:(3)					
Commercial:					
Commercial and industrial	3.52	3.47	3.58	3.61	3.33
Commercial real estate:					
Construction	3.51	3.45	3.52	3.60	3.81
Commercial	3.59	3.31	3.43	3.41	3.57
Commercial real estate	3.57	3.34	3.45	3.45	3.62
Total commercial	3.53	3.45	3.55	3.58	3.39
Consumer:					
Automobile	3.17	3.22	3.23	3.20	3.24
Home equity	4.20	4.01	4.01	3.97	4.03
Residential mortgage	3.69	3.67	3.71	3.72	3.75
Other consumer	10.02	9.17	8.88	8.45	8.20
Total consumer	3.81	3.74	3.75	3.73	3.74
Total loans and leases	3.67	3.59	3.65	3.65	3.56
Total earning assets	3.44	3.37	3.42	3.45	3.38
Liabilities					
Deposits:					
Demand deposits - noninterest-bearing	—	—	—	—	—
Demand deposits - interest-bearing	0.09	0.08	0.07	0.06	0.05
Total demand deposits	0.03	0.02	0.02	0.02	0.01
Money market deposits	0.24	0.23	0.23	0.22	0.21
Savings and other domestic deposits	0.13	0.14	0.14	0.14	0.15
Core certificates of deposit	0.82	0.83	0.80	0.78	0.76
Total core deposits	0.23	0.23	0.23	0.22	0.22
Other domestic deposits of \$250,000 or more	0.41	0.40	0.43	0.44	0.42
Brokered deposits and negotiable CDs	0.38	0.19	0.17	0.17	0.17
Deposits in foreign offices	0.13	0.13	0.13	0.13	0.13
Total deposits	0.24	0.23	0.22	0.22	0.22
Short-term borrowings	0.32	0.09	0.09	0.14	0.12
Long-term debt	1.68	1.49	1.45	1.45	1.31
Total interest-bearing liabilities	0.46	0.41	0.39	0.36	0.32
Net interest rate spread	2.98	2.96	3.03	3.09	3.06
Impact of noninterest-bearing funds on margin	0.13	0.13	0.13	0.11	0.09
Net interest margin	3.11%	3.09%	3.16%	3.20%	3.15%

Commercial Loan Derivative Impact
(Unaudited)

Fully-taxable equivalent basis(1)	Average Rates				
	2016 First	2015 Fourth	2015 Third	2015 Second	2015 First
Commercial loans(2)(3)	3.44%	3.27%	3.36%	3.38%	3.18%
Impact of commercial loan derivatives	0.09	0.18	0.19	0.20	0.21
Total commercial - as reported	3.53%	3.45%	3.55%	3.58%	3.39%
Average 30 day LIBOR	0.43%	0.25%	0.20%	0.18%	0.17%

- (1) Fully-taxable equivalent (FTE) yields are calculated assuming a 35% tax rate. See page 9 for the FTE adjustment.
(2) Yield/rates include the effects of hedge and risk management activities associated with the respective asset and liability categories.
(3) Includes the impact of nonaccrual loans.

Huntington Bancshares Incorporated
Selected Quarterly Income Statement Data(1)
(Unaudited)

	Three months ended				
	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
<i>(dollar amounts in thousands, except per share amounts)</i>					
Interest income	\$ 557,251	\$ 544,153	\$ 538,477	\$ 529,795	\$ 502,096
Interest expense	54,185	47,242	43,022	39,109	34,411
Net interest income	503,066	496,911	495,455	490,686	467,685
Provision for credit losses	27,582	36,468	22,476	20,419	20,591
Net interest income after provision for credit losses	475,484	460,443	472,979	470,267	447,094
Service charges on deposit accounts	70,262	72,854	75,157	70,118	62,220
Cards and payment processing income	36,447	37,594	36,664	35,886	32,571
Mortgage banking income	18,543	31,418	18,956	38,518	22,961
Trust services	22,838	25,272	24,972	26,550	29,039
Insurance income	16,225	15,528	16,204	17,637	15,895
Brokerage income	15,502	14,462	15,059	15,184	15,500
Capital markets fees	13,010	13,778	12,741	13,192	13,905
Bank owned life insurance income	13,513	13,441	12,719	13,215	13,025
Gain on sale of loans	5,395	10,122	5,873	12,453	4,589
Securities gains (losses)	—	474	188	82	—
Other income	30,132	37,272	34,586	38,938	21,918
Total noninterest income	241,867	272,215	253,119	281,773	231,623
Personnel costs	285,397	288,861	286,270	282,135	264,916
Outside data processing and other services	61,878	63,775	58,535	58,508	50,535
Equipment	32,576	31,711	31,303	31,694	30,249
Net occupancy	31,476	32,939	29,061	28,861	31,020
Marketing	12,268	12,035	12,179	15,024	12,975
Professional services	13,538	13,010	11,961	12,593	12,727
Deposit and other insurance expense	11,208	11,105	11,550	11,787	10,167
Amortization of intangibles	3,712	3,788	3,913	9,960	10,206
Other expense	39,027	41,542	81,736	41,215	36,062
Total noninterest expense	491,080	498,766	526,508	491,777	458,857
Income before income taxes	226,271	233,892	199,590	260,263	219,860
Provision for income taxes	54,957	55,583	47,002	64,057	54,006
Net income	171,314	178,309	152,588	196,206	165,854
Dividends on preferred shares	7,998	7,972	7,968	7,968	7,965
Net income applicable to common shares	\$ 163,316	\$ 170,337	\$ 144,620	\$ 188,238	\$ 157,889
Average common shares - basic	795,755	796,095	800,883	806,891	809,778
Average common shares - diluted	808,349	810,143	814,326	820,238	823,809
Per common share					
Net income - basic	\$ 0.21	\$ 0.21	\$ 0.18	\$ 0.23	\$ 0.19
Net income - diluted	0.20	0.21	0.18	0.23	0.19
Cash dividends declared	0.07	0.07	0.06	0.06	0.06
Revenue - fully-taxable equivalent (FTE)					
Net interest income	\$ 503,066	\$ 496,911	\$ 495,455	\$ 490,686	\$ 467,685
FTE adjustment	9,159	8,425	8,168	7,962	7,560
Net interest income(2)	512,225	505,336	503,623	498,648	475,245
Noninterest income	241,867	272,215	253,119	281,773	231,623
Total revenue(2)	\$ 754,092	\$ 777,551	\$ 756,742	\$ 780,421	\$ 706,868

(1) Comparisons for presented periods are impacted by a number of factors. Refer to Significant Items.

(2) On a fully-taxable equivalent (FTE) basis assuming a 35% tax rate.

Huntington Bancshares Incorporated
Quarterly Mortgage Banking Income
(Unaudited)

	Three months ended					Percent Changes vs	
	March 31,	December 31,	September 30,	June 30,	March 31,	4Q15	1Q15
	2016	2015	2015	2015	2015		
<i>(dollar amounts in thousands, except as noted)</i>							
Mortgage banking income							
Origination and secondary marketing	\$ 18,533	\$ 23,885	\$ 20,005	\$ 26,350	\$ 20,032	(22)%	(7)%
Servicing fees	11,137	11,060	10,763	10,677	10,842	1	3
Amortization of capitalized servicing	(6,405)	(6,655)	(6,080)	(6,965)	(6,979)	(4)	(8)
Other mortgage banking income	1,672	2,271	2,691	2,467	3,549	(26)	(53)
Subtotal	24,937	30,561	27,379	32,529	27,444	(18)	(9)
MSR valuation adjustment(1)	(18,329)	5,144	(14,113)	14,525	(9,164)	N.R.	100
Net trading gains (losses) related to MSR hedging	11,935	(4,287)	5,690	(8,536)	4,681	N.R.	155
Total mortgage banking income	\$ 18,543	\$ 31,418	\$ 18,956	\$ 38,518	\$ 22,961	(41)%	(19)%
Mortgage originations <i>(in millions)</i>	\$ 936	\$ 1,012	\$ 1,259	\$ 1,454	\$ 980	(8)%	(4)%
Capitalized mortgage servicing rights(2)	142,094	160,718	153,532	163,808	145,909	(12)	(3)
Total mortgages serviced for others <i>(in millions)</i> (2)	16,239	16,168	15,941	15,722	15,569	—	4
MSR % of investor servicing portfolio(2)	0.88%	0.99%	0.96%	1.04%	0.94%	(11)	(6)
Net impact of MSR hedging							
MSR valuation adjustment(1)	\$ (18,329)	\$ 5,144	\$ (14,113)	\$ 14,525	\$ (9,164)	N.R.	100
Net trading gains (losses) related to MSR hedging	11,935	(4,287)	5,690	(8,536)	4,681	N.R.	155
Net gain (loss) of MSR hedging	\$ (6,394)	\$ 857	\$ (8,423)	\$ 5,989	\$ (4,483)	N.R.	43 %

N.R. Not relevant.

(1) The change in fair value for the period represents the MSR valuation adjustment, net of amortization of capitalized servicing.

(2) At period end.

Huntington Bancshares Incorporated
Quarterly Credit Reserves Analysis
(Unaudited)

	Three months ended				
	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
<i>(dollar amounts in thousands)</i>					
Allowance for loan and lease losses, beginning of period	\$ 597,843	\$ 591,938	\$ 599,542	\$ 605,126	\$ 605,196
Loan and lease losses	(59,692)	(54,961)	(60,875)	(46,970)	(55,075)
Recoveries of loans previously charged off	51,140	33,138	44,712	21,595	30,643
Net loan and lease losses	(8,552)	(21,823)	(16,163)	(25,375)	(24,432)
Provision for loan and lease losses	24,338	28,610	13,624	19,790	26,655
Allowance of assets sold or transferred to loans held for sale	90	(882)	(5,065)	1	(2,293)
Allowance for loan and lease losses, end of period	613,719	597,843	591,938	599,542	605,126
Allowance for unfunded loan commitments and letters of credit, beginning of period	72,081	64,223	55,371	54,742	60,806
Provision for (reduction in) unfunded loan commitments and letters of credit losses	3,244	7,858	8,852	629	(6,064)
Allowance for unfunded loan commitments and letters of credit, end of period	75,325	72,081	64,223	55,371	54,742
Total allowance for credit losses, end of period	\$ 689,044	\$ 669,924	\$ 656,161	\$ 654,913	\$ 659,868
Allowance for loan and lease losses (ALLL) as % of:					
Total loans and leases	1.19%	1.19%	1.19%	1.23%	1.27%
Nonaccrual loans and leases (NALs)	123	161	166	165	166
Nonperforming assets (NPAs)	117	150	155	151	151
Total allowance for credit losses (ACL) as % of:					
Total loans and leases	1.34%	1.33%	1.32%	1.34%	1.38%
Nonaccrual loans and leases	138	180	184	180	181
Nonperforming assets	131	168	172	165	165

Huntington Bancshares Incorporated
Quarterly Net Charge-Off Analysis
(Unaudited)

	Three months ended				
	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
<i>(dollar amounts in thousands)</i>					
Net charge-offs (recoveries) by loan and lease type:					
Commercial:					
Commercial and industrial	\$ 6,514	\$ 2,252	\$ 9,858	\$ 4,411	\$ 11,403
Commercial real estate:					
Construction	(104)	(296)	(309)	164	(383)
Commercial	(17,372)	(3,939)	(13,512)	5,361	(3,629)
Commercial real estate	(17,476)	(4,235)	(13,821)	5,525	(4,012)
Total commercial	(10,962)	(1,983)	(3,963)	9,936	7,391
Consumer:					
Automobile	6,770	7,693	4,908	3,442	4,248
Home equity	3,681	4,706	5,869	4,650	4,625
Residential mortgage	1,647	3,158	2,010	2,142	2,816
Other consumer	7,416	8,249	7,339	5,205	5,352
Total consumer	19,514	23,806	20,126	15,439	17,041
Total net charge-offs	\$ 8,552	\$ 21,823	\$ 16,163	\$ 25,375	\$ 24,432
Net charge-offs (recoveries)—annualized percentages:					
Commercial:					
Commercial and industrial	0.13%	0.04%	0.20%	0.09%	0.24%
Commercial real estate:					
Construction	(0.05)	(0.11)	(0.11)	0.07	(0.17)
Commercial	(1.62)	(0.38)	(1.29)	0.51	(0.34)
Commercial real estate	(1.34)	(0.32)	(1.04)	0.43	(0.31)
Total commercial	(0.17)	(0.03)	(0.06)	0.16	0.12
Consumer:					
Automobile	0.28	0.33	0.22	0.17	0.19
Home equity	0.17	0.22	0.28	0.22	0.22
Residential mortgage	0.11	0.21	0.13	0.15	0.19
Other consumer	5.17	6.03	5.91	4.61	5.03
Total consumer	0.32	0.39	0.34	0.27	0.29
Net charge-offs as a % of average loans	0.07%	0.18%	0.13%	0.21%	0.20%

Huntington Bancshares Incorporated
Quarterly Nonaccrual Loans and Leases (NALs) and Nonperforming Assets (NPAs)
(Unaudited)

<i>(dollar amounts in thousands)</i>	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
Nonaccrual loans and leases (NALs): (1)					
Commercial and industrial	\$ 307,824	\$ 175,195	\$ 157,902	\$ 149,713	\$ 133,363
Commercial real estate	30,801	28,984	27,516	43,888	49,263
Automobile	7,598	6,564	5,551	4,190	4,448
Residential mortgage	90,303	94,560	98,908	91,198	98,093
Home equity	62,208	66,278	66,446	75,282	79,169
Other consumer	—	—	154	68	77
Total nonaccrual loans and leases	498,734	371,581	356,477	364,339	364,413
Other real estate, net:					
Residential	23,175	24,194	21,637	25,660	30,544
Commercial	2,957	3,148	3,273	3,572	3,407
Total other real estate, net	26,132	27,342	24,910	29,232	33,951
Other NPAs (2)	—	—	—	2,440	2,440
Total nonperforming assets	\$ 524,866	\$ 398,923	\$ 381,387	\$ 396,011	\$ 400,804
Nonaccrual loans and leases as a % of total loans and leases	0.97%	0.74%	0.72%	0.75%	0.76%
NPA ratio(3)	1.02	0.79	0.77	0.81	0.84
(NPA+90days)/(Loan+OREO)(4)	1.22	1.00	0.98	1.03	1.08

	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
Nonperforming assets, beginning of period	\$ 398,923	\$ 381,387	\$ 396,011	\$ 400,804	\$ 337,723
New nonperforming assets	240,707	141,862	139,604	125,105	162,862
Returns to accruing status	(14,289)	(23,199)	(13,641)	(46,120)	(17,968)
Loan and lease losses	(40,465)	(29,394)	(45,667)	(33,797)	(41,574)
Payments	(51,512)	(64,137)	(78,516)	(38,396)	(30,578)
Sales and transfers to held-for-sale	(8,498)	(7,596)	(16,404)	(11,585)	(9,661)
Nonperforming assets, end of period	\$ 524,866	\$ 398,923	\$ 381,387	\$ 396,011	\$ 400,804

- (1) Excludes loans transferred to held-for-sale.
- (2) Other nonperforming assets includes certain impaired investment securities.
- (3) Nonperforming assets divided by the sum of loans and leases, net other real estate owned, and other NPAs.
- (4) The sum of nonperforming assets and total accruing loans and leases past due 90 days or more divided by the sum of loans and leases and other real estate.

Huntington Bancshares Incorporated
Quarterly Accruing Past Due Loans and Leases and Accruing and Nonaccruing Troubled Debt Restructured Loans
(Unaudited)

<i>(dollar amounts in thousands)</i>	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
Accruing loans and leases past due 90 days or more:					
Commercial and industrial	\$ 8,032	\$ 8,724	\$ 6,571	\$ 6,621	\$ 5,935
Commercial real estate	12,694	9,549	12,178	10,920	16,351
Automobile	5,064	7,162	6,873	4,269	4,746
Residential mortgage (excluding loans guaranteed by the U.S. Government)	11,740	14,082	17,492	21,869	21,034
Home equity	8,571	9,044	10,764	11,713	11,132
Other consumer	1,868	1,394	1,087	846	727
Total, excl. loans guaranteed by the U.S. Government	47,969	49,955	54,965	56,238	59,925
Add: loans guaranteed by U.S. Government	57,843	55,835	50,643	50,640	53,010
Total accruing loans and leases past due 90 days or more, including loans guaranteed by the U.S. Government	<u>\$ 105,812</u>	<u>\$ 105,790</u>	<u>\$ 105,608</u>	<u>\$ 106,878</u>	<u>\$ 112,935</u>
Ratios:					
Excluding loans guaranteed by the U.S. Government, as a percent of total loans and leases	0.09%	0.10%	0.11%	0.12%	0.13%
Guaranteed by U.S. Government, as a percent of total loans and leases	0.11	0.11	0.10	0.10	0.11
Including loans guaranteed by the U.S. Government, as a percent of total loans and leases	0.21	0.21	0.21	0.22	0.24
Accruing troubled debt restructured loans (1):					
Commercial and industrial	\$ 205,989	\$ 235,689	\$ 241,327	\$ 233,346	\$ 162,207
Commercial real estate	108,861	115,074	103,767	158,056	161,515
Automobile	25,856	24,893	24,537	24,774	25,876
Home equity	204,244	199,393	192,356	279,864	265,207
Residential mortgage	259,750	264,666	277,154	266,986	268,441
Other consumer	4,768	4,488	4,569	4,722	4,879
Total accruing troubled debt restructured loans	<u>\$ 809,468</u>	<u>\$ 844,203</u>	<u>\$ 843,710</u>	<u>\$ 967,748</u>	<u>\$ 888,125</u>
Nonaccruing troubled debt restructured loans (1):					
Commercial and industrial	\$ 83,600	\$ 56,919	\$ 54,933	\$ 46,303	\$ 21,246
Commercial real estate	14,607	16,617	12,806	19,490	28,676
Automobile	7,407	6,412	5,400	4,030	4,283
Home equity	23,211	20,996	19,188	26,568	26,379
Residential mortgage	68,918	71,640	68,577	65,415	69,799
Other consumer	191	151	152	160	165
Total nonaccruing troubled debt restructured loans	<u>\$ 197,934</u>	<u>\$ 172,735</u>	<u>\$ 161,056</u>	<u>\$ 161,966</u>	<u>\$ 150,548</u>

(1) Excludes loans transferred to held-for-sale.

Huntington Bancshares Incorporated
Quarterly Capital Under Current Regulatory Standards (Basel III) and Other Capital Data
(Unaudited)

	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
<i>(dollar amounts in millions except per share amounts)</i>					
Common equity tier 1 risk-based capital ratio:(1)					
Total shareholders' equity	\$ 7,158	\$ 6,595	\$ 6,583	\$ 6,496	\$ 6,462
Regulatory capital adjustments:					
Shareholders' preferred equity	(773)	(386)	(386)	(386)	(386)
Accumulated other comprehensive income offset	167	226	140	186	161
Goodwill and other intangibles, net of related taxes	(703)	(695)	(697)	(701)	(700)
Deferred tax assets that arise from tax loss and credit carryforwards	(29)	(19)	(15)	(15)	(36)
Common equity tier 1 capital	5,820	5,721	5,625	5,580	5,501
Additional tier 1 capital					
Shareholders' preferred equity	773	386	386	386	386
Qualifying capital instruments subject to phase-out	—	76	76	76	76
Other	(19)	(29)	(22)	(22)	(53)
Tier 1 capital	6,574	6,154	6,065	6,020	5,910
Long-term debt and other tier 2 qualifying instruments	611	563	623	623	648
Qualifying allowance for loan and lease losses	689	670	656	655	660
Tier 2 capital	1,300	1,233	1,279	1,278	1,308
Total risk-based capital	\$ 7,874	\$ 7,387	\$ 7,344	\$ 7,298	\$ 7,218
Risk-weighted assets (RWA)(1)	\$ 59,798	\$ 58,420	\$ 57,839	\$ 57,850	\$ 57,840
Common equity tier 1 risk-based capital ratio(1)	9.73%	9.79%	9.72%	9.65%	9.51%
Other regulatory capital data:					
Tier 1 leverage ratio(1)	9.29%	8.79%	8.85%	8.98%	9.04%
Tier 1 risk-based capital ratio(1)	10.99	10.53	10.49	10.41	10.22
Total risk-based capital ratio(1)	13.17	12.64	12.70	12.62	12.48
Non-regulatory capital data:					
Tangible common equity / RWA ratio(1)	9.49	9.41	9.48	9.32	9.25

(1) March 31, 2016, figures are estimated and are presented on a Basel III basis, including the standardized approach for calculating risk-weighted assets.

Huntington Bancshares Incorporated
Quarterly Common Stock Summary, Non-Regulatory Capital, and Other Data
(Unaudited)

Quarterly common stock summary

	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
Common stock price, per share					
High(1)	\$ 10.810	\$ 11.870	\$ 11.900	\$ 11.720	\$ 11.300
Low(1)	7.830	10.210	10.000	10.670	9.630
Close	9.540	11.060	10.600	11.310	11.050
Average closing price	9.222	11.177	11.157	11.192	10.559
Dividends, per share					
Cash dividends declared per common share	\$ 0.07	\$ 0.07	\$ 0.06	\$ 0.06	\$ 0.06
Common shares outstanding					
Average - basic	795,755	796,095	800,883	806,891	809,778
Average - diluted	808,349	810,143	814,326	820,238	823,809
Ending	796,689	794,929	796,659	803,066	808,528
Tangible book value per common share(2)	\$ 7.12	\$ 6.91	\$ 6.88	\$ 6.71	\$ 6.62
Common share repurchases					
Number of shares repurchased	—	2,490	6,764	8,834	4,949

Non-regulatory capital

	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015
<i>(dollar amounts in millions)</i>					
Calculation of tangible equity / asset ratio:					
Total shareholders' equity	\$ 7,158	\$ 6,595	\$ 6,583	\$ 6,496	\$ 6,462
Less: goodwill	(677)	(677)	(677)	(678)	(678)
Less: other intangible assets	(51)	(55)	(59)	(63)	(73)
Add: related deferred tax liability(2)	18	19	21	22	25
Total tangible equity	6,448	5,882	5,868	5,777	5,736
Less: preferred equity	(773)	(386)	(386)	(386)	(386)
Total tangible common equity	\$ 5,675	\$ 5,496	\$ 5,482	\$ 5,391	\$ 5,350
Total assets	\$ 72,645	\$ 71,018	\$ 70,186	\$ 68,824	\$ 67,984
Less: goodwill	(677)	(677)	(677)	(678)	(678)
Less: other intangible assets	(51)	(55)	(59)	(63)	(73)
Add: related deferred tax liability(2)	18	19	21	22	25
Total tangible assets	\$ 71,935	\$ 70,305	\$ 69,471	\$ 68,105	\$ 67,258
Tangible equity / tangible asset ratio	8.96%	8.37%	8.45%	8.48%	8.53%
Tangible common equity / tangible asset ratio	7.89	7.82	7.89	7.92	7.95

Other data:

Number of employees (Average full-time equivalent)	12,386	12,418	12,367	12,274	11,914
Number of domestic full-service branches(3)	771	777	756	735	733

- (1) High and low stock prices are intra-day quotes obtained from Bloomberg.
- (2) Other intangible assets are net of deferred tax liability, and calculated assuming a 35% tax rate.
- (3) Includes Regional Banking and The Huntington Private Client Group offices.