

**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) October 19, 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)

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

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))

Item 8.01 Other Events.

On October 20, 2016, Huntington announced the board of directors declared a quarterly cash dividend on the common stock of \$0.08 per common share. This represents a \$0.01 per share, or 14%, increase over the prior quarter. The common stock cash dividend is payable January 2, 2017, to shareholders of record on December 20, 2016.

A copy of the press release is attached as Exhibit 99.1 hereto.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit 99.1 – Press release of Huntington Bancshares Incorporated, dated October 20, 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: October 20, 2016

By: /s/ Richard A. Cheap

Richard A. Cheap

Title: Secretary

EXHIBIT INDEX

| Exhibit No. | Description |
|----------------|---|
| Exhibit 99.1 | News release of Huntington Bancshares Incorporated, dated October 20, 2016. |

**FOR IMMEDIATE RELEASE**

October 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 ANNOUNCES 14% INCREASE IN QUARTERLY CASH DIVIDEND ON ITS COMMON STOCK AND DECLARES QUARTERLY CASH DIVIDENDS ON ITS PREFERRED STOCKS**

COLUMBUS, Ohio - Huntington Bancshares Incorporated announced the Board of Directors declared a quarterly cash dividend on the company's common stock (NASDAQ: HBAN) of \$0.08 per common share. This represents a \$0.01 per share, or 14%, increase over the prior quarter. The common stock cash dividend is payable January 2, 2017, to shareholders of record on December 20, 2016.

In addition, the Board declared quarterly cash dividends on its four series of preferred stock. The Board declared a quarterly cash dividend on its 8.50% Series A Non-Cumulative Perpetual Convertible Preferred Stock (NASDAQ: HBANP) of \$21.25 per share. The Board declared a quarterly cash dividend on its Floating Rate Series B Non-Cumulative Perpetual Preferred Stock (CUSIP#: 446150500) of \$8.95 per share (equivalent to \$0.22375 per depositary receipt share). The Board declared a quarterly cash dividend on its 5.875% Series C Non-Cumulative Perpetual Preferred Stock (NASDAQ: HBANN) of \$14.69 per share (equivalent to \$0.36725 per depositary receipt share). Finally, the Board declared a quarterly cash dividend on its 6.25% Series D Non-Cumulative Perpetual Preferred Stock (NASDAQ: HBANO) of \$15.625 per share (equivalent to \$0.390625 per depositary receipt share). All four preferred stock cash dividends are payable January 16, 2017, to their respective shareholders of record on January 1, 2017.

About Huntington

Huntington Bancshares Incorporated is a regional bank holding company headquartered in Columbus, Ohio, with approximately \$100 billion of assets and a network of 1,103 branches and 1,976 ATMs across eight 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.

###