

**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 18, 2017



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 18, 2017, Huntington announced the board of directors declared a quarterly cash dividend on the company's common stock (NASDAQ: HBAN) of \$0.11 per common share, up \$0.03, or 38%, from the prior quarter. The common stock cash dividend is payable January 2, 2018 to shareholders of record on December 18, 2017.

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, 2017.

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, 2017

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 October 20, 2017.](#)



October 20, 2017

Analysts: Mark Muth (mark.muth@huntington.com), 614.480.4720

Media: Matt Samson (matt.b.samson@huntington.com), 312.263.0203
Michael Sherman (michael.sherman@huntington.com), 614.480.6114

HUNTINGTON BANCSHARES INCORPORATED ANNOUNCES 38% INCREASE IN QUARTERLY CASH DIVIDEND ON ITS COMMON STOCK AND DECLARES QUARTERLY CASH DIVIDENDS ON ITS PREFERRED STOCKS

Dividend on Common Stock Increased for Fourth Consecutive Year

COLUMBUS, Ohio - Huntington Bancshares Incorporated (www.Huntington.com) announced the Board of Directors declared a quarterly cash dividend on the company's common stock (NASDAQ: HBAN) of \$0.11 per common share, up \$0.03, or 38%, from the prior quarter. The common stock cash dividend is payable January 2, 2018 to shareholders of record on December 18, 2017.

"We are pleased to reward our shareowners with an increased quarterly cash dividend for the fourth consecutive year," said Steve Steinour, chairman, president, and CEO. "The continued execution of our strategic plan allows us to accelerate the achievement of our long-term financial goals and positioned us to deploy capital consistent with our well-stated capital priorities: to fund organic growth first, to support and grow our quarterly cash dividend, and then other uses including returning capital via share repurchases."

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 \$10.14792254 per share (equivalent to \$0.2536981 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 15, 2018 to their respective shareholders of record on January 1, 2018.

About Huntington

Huntington Bancshares Incorporated is a regional bank holding company headquartered in Columbus, Ohio, with \$101 billion of assets and a network of 996 branches and 1,860 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.

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