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 23, 2018



(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) 480-2265

(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))
check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405) or Rule 12b-2 of the Exchange Act of 1934 (§24012b-2).
 Emerging growth company growth company indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised eccounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02. Results of Operations and Financial Condition.

On October 23, 2018, Huntington Bancshares Incorporated ("Huntington") issued a news release announcing its earnings for the quarter ended eptember 30, 2018. Also on October 23, 2018, Huntington made a Quarterly Financial Supplement available in the Investor Relations section of Huntington's website. 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 October 23, 2018, 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 (877) 407-8029; Conference ID 13683722. 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 November 2, 2018 at (877) 660-6853 or (201) 612-7415 conference ID 13683722.

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: 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 our business strategies, including market acceptance of any new products or services implementing our "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 other factors that may affect our future results. Additional factors that could cause results to differ materially from those described above can be found in our 2017 Annual Report on Form 10-K, as well as our subsequent Securities and Exchange Commission ("SEC") filings, which are on file with the SEC and available in the "Investor Relations" section of our website, https://www.huntington.com, under the heading "Publications and Filings."

All forward-looking statements speak only as of the date they are made and are based on information available at that time. We do not assume 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.

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

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 October 23, 2018.

Exhibit 99.2 – Quarterly Financial Supplement, September 2018.

EXHIBIT INDEX

Exhibit No. Description

Exhibit 99.1 News release of Huntington Bancshares Incorporated, dated October 23, 2018

Exhibit 99.2 Quarterly Financial Supplement, September 2018

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 23, 2018 By: /s/ Howell D. McCullough III

Howell D. McCullough III Chief Financial Officer



FOR IMMEDIATE RELEASE October 23, 2018

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

Media: Matt Samson (matt.b.samson@huntington.com), 312.263.0203

HUNTINGTON BANCSHARES INCORPORATED REPORTS 2018 THIRD QUARTER EARNINGS OF \$0.33 PER COMMON SHARE

Results Include 43% Year-Over-Year Increase in Earnings Per Common Share and Record Quarterly Revenue

COLUMBUS, Ohio – Huntington Bancshares Incorporated (Nasdaq: HBAN; www.huntington.com) reported net income for the 2018 third quarter of \$378 million, an increase of 37% from the year-ago quarter. Earnings per common share for the 2018 third quarter were \$0.33, up 43% from the year-ago quarter. Tangible book value per common share as of 2018 third quarter-end was \$7.06, a 3% year-over-year increase. Return on average assets was 1.42%, return on average common equity was 14.3%, and return on average tangible common equity (ROTCE) was 19.0%.

"We delivered solid results again in the third quarter including record revenue and ROTCE above our long-term goal for the fourth consecutive quarter," said Steve Steinour, chairman, president, and CEO. "Continued strong capital generation fuels our organic growth, supports our increased dividend, and allows us to return additional capital to our shareholders via share repurchases."

"We have built sustainable competitive advantages in our key businesses that are driving high performance, and we expect to do so in the future," Steinour said. "In the third quarter, we improved our funding composition with average core deposits increasing 6% year-over-year, characterized by growth in both consumer and commercial deposits. Also, the recently released FDIC data shows that we gained deposit market share in our largest markets."

"Average loan growth remained strong at 7% year-over-year. Average consumer loans increased 10%, illustrating continued momentum in residential mortgage, RV and marine, and automobile lending. Average commercial loan balances increased 3% year-over-year, impacted by anticipated commercial real estate loan payoffs in the quarter. We remain optimistic for the rest of the year, as commercial originations picked up at the end of the quarter, and our local economies remain vibrant."

"The third quarter marked the end of the 2018 fiscal year for the U.S. Small Business Administration, during which Huntington earned the distinction of being the largest SBA 7(a) lender in the nation and the largest in our footprint for the tenth consecutive year."

During the 2018 third quarter, Huntington increased the quarterly dividend \$0.03 per share, or 27%, to \$0.14 per common share. Huntington also repurchased \$691 million of common shares in the quarter, which represents 65% of the total repurchase included in our 2018 CCAR capital plan. Included in the quarter's share repurchase activity is completion of the previously announced \$400 million accelerated share repurchase (ASR).

Specific 2018 Third Quarter Highlights:

- Fully-taxable equivalent total revenue increased \$51 million, or 5%, year-overvear
- Fully-taxable equivalent net interest income increased \$39 million, or 5%, year-overyear
- Net interest margin of 3.32%, up 3 basis points from the year-ago quarter
- · Noninterest income increased \$12 million, or 4%, year-over-year
- Noninterest expense decreased \$29 million, or 4%, year-over-year, as the year-ago quarter included \$31 million of acquisition-related expense
- Efficiency ratio of 55.3%, down from 60.5% in the year-ago quarter
- Effective tax rate of 14.1%, down from 24.7% in the year-ago quarter, primarily reflecting federal tax reform
- Average loans and leases increased \$4.5 billion, or 7%, year-over-year, including a \$3.3 billion, or 10%, increase in consumer loans and a \$1.2 billion, or 3%, increase in commercial loans
- Average core deposits increased \$4.1 billion, or 6%, year-over-year, driven by a \$2.9 billion, or 141%, increase in core certificates of deposit and a \$1.2 billion, or 6%, increase in money market deposits
- Net charge-offs equated to 0.16% of average loans and leases, representing the seventeenth consecutive quarter below the average through-the-cycle target range of 0.35% to 0.55%
- Nonperforming asset ratio of 0.55%, down from 0.56% a year
- · Common Equity Tier 1 (CET1) risk-based capital ratio of 9.89%, down from 9.94% a year ago and within our 9% to 10% operating guideline
- Tangible common equity (TCE) ratio of 7.25%, down from 7.42% a year ago
- Tangible book value per common share (TBVPS) increased \$0.21, or 3%, year-over-year to \$7.06

Table 1 – Earnings Performance Summary (GAAP)

			2018		20)17	
	 Third			 Fourth		Third	
(in millions, except per share data)	Quarter		Quarter	Quarter	Quarter		Quarter
Net Income	\$ 378	\$	355	\$ 326	\$ 432	\$	275
Diluted earnings per common share	0.33		0.30	0.28	0.37		0.23
Return on average assets	1.42%		1.36%	1.27%	1.67%		1.08%
Return on average common equity	14.3		13.2	13.0	17.0		10.5
Return on average tangible common equity	19.0		17.6	17.5	22.7		14.1
Net interest margin	3.32		3.29	3.30	3.30		3.29
Efficiency ratio	55.3		56.6	56.8	54.9		60.5
Tangible book value per common share	\$ 7.06	\$	7.27	\$ 7.12	\$ 6.97	\$	6.85
Cash dividends declared per common share	0.14		0.11	0.11	0.11		0.08
Average diluted shares outstanding	1,104		1,123	1,125	1,130		1,106
Average earning assets	\$ 96,753	\$	96,363	\$ 95,412	\$ 93,937	\$	92,849
Average loans and leases	72,751		71,887	70,484	68,940		68,276
Average core deposits	77,680		75,386	73,392	73,946		73,549
Tangible common equity / tangible assets ratio	7.25%		7.78%	7.70%	7.34%		7.42%
Common equity Tier 1 risk-based capital ratio	9.89		10.53	10.45	10.01		9.94
NCOs as a % of average loans and leases	0.16%		0.16%	0.21%	0.24%		0.25%
NAL ratio	0.50		0.52	0.54	0.50		0.49
	1.04		1.02	1.01	0.99		0.98
ALLL as a % of total loans and leases	4.47		4.45	4.40			4.40
ACL as a % of total loans and leases	1.17		1.15	1.13	1.11		1.10

Table 2 lists certain items that we believe are significant in understanding corporate performance and trends (see Basis of Presentation). There were no Significant Items in the 2018 third quarter.

Table 2 – Significant Items Influencing Earnings

Three Months Ended	Pre-T	ax Impact	After-Tax	Impa	act
(\$ in millions, except per share)	A	mount	Amount (1)		EPS (2)
September 30, 2018 – net income			\$ 378	\$	0.33
• None		N/A	_		_
June 30, 2018 – net income			\$ 355	\$	0.30
• None		N/A	_		_
March 31, 2018 – net income			\$ 326	\$	0.28
• None		N/A	_		_
December 31, 2017 – net income			\$ 432	\$	0.37
 Federal tax reform-related estimated tax benefit (3) 		N/A	123		0.11
September 30, 2017 – net income			\$ 275	\$	0.23
Merger and acquisition-related net expenses	\$	(31)	(20)		(0.02)

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

⁽²⁾ EPS reflected on a fully diluted basis.

⁽³⁾ Represents the reasonable estimated impact of tax reform as of December 31, 2017

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

Table 3 - Net Interest Income and Net Interest Margin Performance Summary - Inherent Asset Sensitivity Drove NIM Expansion

			2018		20	17			
		Third	Second	First	Fourth		Third	Change	(%)
(\$ in millions)	C	Quarter	Quarter	Quarter	Quarter		Quarter	LQ	YOY
Net interest income	\$	802	\$ 784	\$ 770	\$ 770	\$	758	2%	6 %
FTE adjustment		8	7	7	12		13	14	(38)
Net interest income - FTE		810	791	777	782		771	2	5
Noninterest income		342	336	314	340		330	2	4
Total revenue - FTE	\$	1,152	\$ 1,127	\$ 1,091	\$ 1,122	\$	1,101	2%	5 %

						Change	e (bp)
Yield / Cost						LQ	YOY
Total earning assets	4.16%	4.07%	3.91%	3.83%	3.78%	9	38
Total loans and leases	4.60	4.49	4.32	4.23	4.20	11	40
Total securities	2.73	2.71	2.62	2.64	2.55	2	18
Total interest-bearing liabilities	1.13	1.05	0.82	0.73	0.68	8	45
Total interest-bearing deposits	0.73	0.59	0.43	0.37	0.35	14	38
Net interest rate spread	3.03	3.02	3.09	3.10	3.10	1	(7)
Impact of noninterest-bearing funds on margin	0.29	0.27	0.21	0.20	0.19	2	10
Net interest margin	3.32%	3.29%	3.30%	3.30%	3.29%	3	3

See Pages 7-9 of Quarterly Financial Supplement for additional detail.

Fully-taxable equivalent (FTE) net interest income for the 2018 third quarter increased \$39 million, or 5%, from the 2017 third quarter. This reflected the benefit from the \$3.9 billion, or 4%, increase in average earning assets and a three basis point increase in the FTE net interest margin (NIM) to 3.32%. Average earning asset yields increased 38 basis points year-over-year, driven by a 40 basis point improvement in loan yields. Average interest-bearing liability costs increased 45 basis points, although interest-bearing deposit costs only increased 38 basis points. The cost of short-term borrowings and long-term debt increased 103 basis points and 113 basis points, respectively. The benefit from noninterest-bearing funds increased 10 basis points versus the year-ago quarter. On a year-over-year basis, NIM was negatively impacted by 2 basis points as a result of the impact of federal tax reform on the FTE adjustment. Embedded within these yields and costs, FTE net interest income during the 2018 third quarter included \$17 million, or approximately 7 basis points, of purchase accounting impact compared to \$27 million, or approximately 12 basis points, in the year-ago quarter.

Compared to the 2018 second quarter, FTE net interest income increased \$19 million, or 2%, primarily reflecting a three basis point increase in NIM. Average earning asset yields increased 9 basis points sequentially, driven by an 11 basis point increase in loan yields. Average interest-bearing liability costs increased 8 basis points, primarily driven by a 14 basis point increase in average interest-bearing deposit costs. The benefit of noninterest-bearing funding improved 2 basis points linked quarter. The purchase accounting impact on the net interest margin was approximately 7 basis points in the 2018 third quarter, down 1 basis point from the prior quarter.

Table 4 - Average Earning Assets - Broad-based Consumer and C&I Loan Growth Reflects Underlying Economic Strength of the Footprint

			2018		20	17			
	Th	nird	Second	First	Fourth		Third	Change	(%)
(\$ in billions)	Qua	arter	Quarter	Quarter	Quarter		Quarter	LQ	YOY
Commercial and industrial	\$	28.9	\$ 28.9	\$ 28.2	\$ 27.4	\$	27.6	0 %	4 %
Commercial real estate		7.2	7.4	7.3	7.2		7.2	(3)	(1)
Total commercial		36.0	36.2	35.6	34.6		34.9	(1)	3
Automobile		12.4	12.3	12.1	12.0		11.7	1	6
Home equity		9.9	9.9	10.0	10.0		10.0	(1)	(1)
Residential mortgage		10.2	9.6	9.2	8.8		8.4	6	22
RV and marine finance		3.0	2.7	2.5	2.4		2.3	13	31
Other consumer		1.2	1.2	1.1	1.1		1.0	6	18
Total consumer		36.7	35.7	34.9	34.3		33.4	3	10
Total loans and leases		72.8	71.9	70.5	68.9		68.3	1	7
Total securities		23.2	23.8	24.4	24.3		23.8	(3)	(3)
Held-for-sale and other earning assets		8.0	0.7	0.6	0.7		0.8	18	6
Total earning assets	\$	96.8	\$ 96.4	\$ 95.4	\$ 93.9	\$	92.8	0 %	4 %

See Page 7 of Quarterly Financial Supplement for additional detail.

Average earning assets for the 2018 third quarter increased \$3.9 billion, or 4%, from the year-ago quarter, primarily reflecting a \$4.5 billion, or 7%, increase in average loans and leases. Average residential mortgage loans increased \$1.8 billion, or 22%, driven by an increase in lending officers and expansion into the Chicago market. Average commercial and industrial (C&I) loans increased \$1.2 billion, or 4%, reflecting growth in middle market, asset finance, energy, and corporate banking. Average RV and marine finance loans increased \$0.7 billion, or 31%, reflecting the success of the well-managed expansion of the acquired business into 17 new states over the past two years. Average automobile loans increased \$0.7 billion, or 6%, driven by continued strong originations while consistently increasing pricing over the past year. Average securities decreased \$0.6 billion, or 3%, primarily due to runoff in the portfolio partially offset by continued growth in direct purchase municipal instruments in our commercial banking segment.

Compared to the 2018 second quarter, average earning assets increased \$0.4 billion, or less than 1%, primarily reflecting the \$0.9 billion, or 1%, increase in average loans and leases. Average residential mortgage loans increased \$0.6 billion, or 6%, driven by seasonality and the expansion of our home lending business. Average securities decreased \$0.6 billion, or 3%, due to runoff in the portfolio.

Table 5 - Average Liabilities - Continued Growth in Core Deposits Drove Reduction in Wholesale Funding

	2018 2017											
		Third	S	Second		First	F	ourth		Third	Change	(%)
(\$ in billions)	C	Quarter	C	Quarter	C	Quarter	Q	uarter	(Quarter	LQ	YOY
Demand deposits - noninterest-bearing	\$	20.2	\$	20.4	\$	20.6	\$	21.7	\$	21.7	(1)%	(7)%
Demand deposits - interest-bearing		19.6		19.1		18.6		18.2		17.9	2	9
Total demand deposits		39.8	'	39.5		39.2		39.9		39.6	1	0
Money market deposits		21.5		20.9		20.7		20.7		20.3	3	6
Savings and other domestic deposits		11.4		11.1		11.2		11.3		11.6	3	(1)
Core certificates of deposit		4.9		3.8		2.3		1.9		2.0	30	141
Total core deposits		77.7		75.4		73.4		73.9		73.5	3	6
Other domestic deposits of \$250,000 or more		0.3		0.2		0.2		0.4		0.4	17	(34)
Brokered deposits and negotiable CDs		3.5		3.7		3.3		3.4		3.6	(3)	(1)
Total deposits	\$	81.5	\$	79.3	\$	76.9	\$	77.7	\$	77.5	3 %	5 %
	-											
Short-term borrowings	\$	1.7	\$	3.1	\$	5.2	\$	2.8	\$	2.4	(44)%	(28)%
Long-term debt		8.9		9.2		9.0		9.2		8.9	(3)	(0)
Total debt	\$	10.6	\$	12.3	\$	14.2	\$	12.0	\$	11.3	(14)%	(6)%
Total interest-bearing liabilities	\$	71.9	\$	71.2	\$	70.6	\$	68.1	\$	67.2	1 %	7 %

See Page 7 of Quarterly Financial Supplement for additional detail.

Average total interest-bearing liabilities increased \$4.8 billion, or 7%, from the year-ago quarter. Average total deposits for the 2018 third quarter increased \$4.0 billion, or 5%, from the year-ago quarter, while average total core deposits increased \$4.1 billion, or 6%. Average core certificates of deposit (CDs) increased \$2.9 billion, or 141%, reflecting initiatives during the past three quarters to grow fixed-rate, term consumer deposits in light of the rising interest rate environment. Average money market deposits increased \$1.2 billion, or 6%, primarily reflecting growth in consumer balances and continued shifting commercial customer preferences for higher yielding deposit products. Average demand deposits increased \$0.2 billion, or less than 1%, primarily driven by a \$0.2 billion, or 5%, increase in average consumer noninterest-bearing demand deposits. Average short-term borrowings decreased \$0.7 billion, or 28%, as continued growth in core deposits reduced reliance on wholesale funding.

Compared to the 2018 second quarter, average total core deposits increased \$2.3 billion, or 3%. Average core CDs increased \$1.1 billion, or 30%, as a result of continued initiatives to grow fixed-rate, term consumer deposits in light of the rising interest rate environment. Average money market deposits increased \$0.6 billion, or 3%, primarily driven by a \$0.5 billion, or 4%, increase in average consumer money market deposits. Average short-term borrowings decreased \$1.4 billion, or 44%, as continued growth in core deposits reduced reliance on wholesale funding.

Noninterest Income

Table 6 - Noninterest Income - Household / Relationship Growth and OCR Strategy Continued to Drive Noninterest Income Growth

				2018			20	17			
	-	Third Second			First		Fourth		Third	Chang	e (%)
(\$ in millions)	Q	uarter		Quarter	Quarter		Quarter		Quarter	LQ	YOY
Service charges on deposit accounts	\$	93	\$	91	\$ 86	\$	91	\$	91	2 %	2 %
Cards and payment processing income		57		56	53		53		54	2	6
Trust and investment management services		43		42	44		41		39	2	10
Mortgage banking income		31		28	26		33		34	11	(9)
Insurance income		19		21	21		21		18	(10)	6
Capital markets fees		22		21	19		23		22	5	0
Bank owned life insurance income		19		17	15		18		16	12	19
Gain on sale of loans and leases		16		15	8		17		14	7	14
Securities gains (losses)		(2)		_	_		(4)		_	NM	NM
Other income		44		45	42		47		42	(2)	5
Total noninterest income	\$	342	\$	336	\$ 314	\$	340	\$	330	2 %	4 %

See Pages 10-11 of Quarterly Financial Supplement for additional detail.

Reported noninterest income for the 2018 third quarter increased \$12 million, or 4%, from the year-ago quarter, and increased \$6 million, or 2%, compared to the 2018 second quarter. The growth represents ongoing household / relationship acquisition and execution of our strategies including our Optimal Customer Relationship (OCR) strategy.

Noninterest Expense (see Basis of Presentation)

Table 7 – Noninterest Expense (GAAP) – Continued Strong Expense Control

			2018				20	17			
	-	Third		Second		First	 Fourth		Third	Change	(%)
(\$ in millions)	Q	uarter		Quarter		Quarter	Quarter		Quarter	LQ	YOY
Personnel costs	\$	388	\$	396	\$	376	\$ 373	\$	377	(2)%	3 %
Outside data processing and other services		69		69		73	71		80	0	(14)
Net occupancy		38		35		41	36		55	9	(31)
Equipment		38		38		40	36		45	0	(16)
Deposit and other insurance expense		18		18		18	19		19	0	(5)
Professional services		17		15		11	18		15	13	13
Marketing		12		18		8	10		17	(33)	(29)
Amortization of intangibles		13		13		14	14		14	0	(7)
Other expense		58		50		52	56		58	16	0
Total noninterest expense	\$	651	\$	652	\$	633	\$ 633	\$	680	(0)%	(4)%
(in thousands)											
Average full-time equivalent employees		15.8		15.7		15.6	15.4		15.5	1 %	2 %

Table 8 - Impacts of Significant Items

			2018				20	17	
	Th	nird	Second		First	F	ourth		Third
(\$ in millions)	Qua	arter	Quarter	(Quarter	C	(uarter	Q	(uarter
Personnel costs	\$		\$ 	\$	_	\$	_	\$	4
Outside data processing and other services		_	_		_		_		4
Net occupancy		_	_		_		_		14
Equipment		_	_		_		_		7
Deposit and other insurance expense		_	_		_		_		_
Professional services		_	_		_		_		2
Marketing		_	_		_		_		_
Amortization of intangibles		_	_		_		_		_
Other expense		_	_		_		_		_
Total noninterest expense	\$		\$ 	\$		\$		\$	31

Table 9 - Adjusted Noninterest Expense (Non-GAAP)

				2018			20)17			
	-	Third		Second	First		Fourth		Third	Change	(%)
(\$ in millions)	Q	uarter	(Quarter	Quarter		Quarter		Quarter	LQ	YOY
Personnel costs	\$	388	\$	396	\$ 376	\$	373	\$	373	(2)%	4 %
Outside data processing and other services		69		69	73		71		76	0	(9)
Net occupancy		38		35	41		36		41	9	(7)
Equipment		38		38	40		36		38	0	0
Deposit and other insurance expense		18		18	18		19		19	0	(5)
Professional services		17		15	11		18		13	13	31
Marketing		12		18	8		10		17	(33)	(29)
Amortization of intangibles		13		13	14		14		14	0	(7)
Other expense		58		50	 52		56		58	16	0
Total noninterest expense	\$	651	\$	652	\$ 633	\$	633	\$	649	(0)%	0 %

See Page 10 of Quarterly Financial Supplement for additional detail.

Reported noninterest expense for the 2018 third quarter decreased \$29 million, or 4%, from the year-ago quarter, primarily reflecting the \$31 million of acquisition-related Significant Items in the year-ago quarter. Outside data processing and other services decreased \$11 million, or 14%, reflecting the \$4 million decrease in acquisition-related Significant Items and the benefit of a debit card-related vendor migration completed in the year-ago quarter. Marketing expense decreased \$5 million, or 29%, reflecting the timing of marketing campaigns and deposit promotions. Personnel costs increased \$11 million, or 3%, primarily reflecting performance-based incentive compensation and increased benefits costs, partially offset by a \$4 million decrease in acquisition-related Significant Items.

Reported noninterest expense decreased \$1 million, or less than 1%, from the 2018 second quarter. Personnel costs decreased \$8 million, or 2%, primarily reflecting the grant of annual long-term equity incentive compensation in the 2018 second quarter. Marketing expense decreased \$6 million, or 33%, reflecting the timing of marketing campaigns and deposit promotions. Operational losses and franchise tax expense, both within other expense, partially offset these decreases.

Credit Quality

Table 10 - Credit Quality Metrics - NCOs and NALs Remain Near Cyclical Lows

			2018		2	017	
(\$ in millions)	Sep	tember 30,	June 30,	March 31,	December 31,		September 30,
Total nonaccrual loans and leases	\$	370	\$ 378	\$ 383	\$ 349	\$	338
Total other real estate		27	28	30	33		42
Other NPAs (1)		6	6	7	7		7
Total nonperforming assets		403	412	420	389		387
Accruing loans and leases past due 90 days or more		154	132	106	115		119
NPAs + accruing loans and lease past due 90 days or more	\$	557	\$ 544	\$ 526	\$ 504	\$	506
NAL ratio (2)		0.50 %	0.52%	0.54%	0.50 %		0.49%
NPA ratio (3)		0.55	0.57	0.59	0.55		0.56
(NPAs+90 days)/(Loans+OREO)		0.76	0.75	0.74	0.72		0.74
Provision for loan and leases losses	\$	49	\$ 48	\$ 68	\$ 57	\$	50
Provision for unfunded loan commitments & letters of credit losses		4	8	(2)	8		(6)
Provision for credit losses	\$	53	\$ 56	\$ 66	\$ 65	\$	43
Net charge-offs		29	28	38	41		43
		0.16%	0.16%	0.21%	0.24%		
Net charge-offs / Average total loans		0.16%	0.16%	0.21%	0.24 %		0.25 %
Allowance for loans and lease losses	\$	761	\$ 741	\$ 721	\$ 691	\$	675
Allowance for unfunded loan commitments and letters of credit		97	93	85	87		79
Allowance for credit losses (ACL)	\$	858	\$ 834	\$ 806	\$ 778	\$	754
ALLL as a % of:							
Total loans and leases		1.04 %	1.02%	1.01%	0.99%		0.98%
NALs		206	197	188	198		200
NPAs		189	180	172	178		175
ACL as a % of:							
Total loans and leases		1.17%	1.15%	1.13%	1.11%		1.10%
		/0	070		70		0 /0

Other nonperforming assets include certain impaired investment securities.

See Pages 12-15 of Quarterly Financial Supplement for additional detail.

Overall asset quality performance remained strong. The consumer portfolio metrics continue to reflect the expected results associated with our focus on high quality borrowers. The commercial portfolios have performed consistently, with some quarter-to-quarter volatility as a result of the absolute low level of problem loans.

Nonaccrual loans and leases (NALs) increased \$32 million, or 9%, from the year-ago quarter to \$370 million, or 0.50% of total loans and leases. The year-over-year increase was centered in the C&I portfolio with no specific industry or geographic trends. The commercial real estate portfolio was relatively flat, while there was a decline in the residential portfolio. A \$15 million decline in OREO balances partially offset the increase in NALs, resulting in a modest 4% year-over-year increase in nonperforming assets (NPAs) to \$403 million, or 0.55% of total loans and leases and OREO. The decline in OREO assets reflected reductions in both commercial and

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

leases.

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

residential properties. On a linked quarter basis, NALs decreased \$8 million, or 2%, while NPAs decreased \$9 million, or 2%.

The provision for credit losses increased \$10 million year-over-year to \$53 million in the 2018 third quarter. Net charge-offs (NCOs) decreased \$14 million to \$29 million. The decrease was a direct result of lower charge-off activity in the commercial portfolio resulting in a net recovery position in the 2018 third quarter. Consumer charge-offs have remained consistent over the past year. NCOs represented an annualized 0.16% of average loans and leases in the current quarter, consistent with the prior quarter and down from 0.25% in the year-ago quarter. We continue to be pleased with the net charge-off performance within each portfolio and in total.

The allowance for loan and lease losses (ALLL) as a percentage of total loans and leases increased to 1.04% compared to 0.98% a year ago, while the ALLL as a percentage of period-end total NALs increased to 206% from 200% over the same period. The increase in the ALLL is primarily the result of loan growth and the continued migration of the acquired loan portfolio into the originated portfolio. The allowance for credit losses (ACL) as a percentage of total loans and leases increased to 1.17% compared to 1.10% a year ago. We believe the level of the ALLL and ACL are appropriate given the low level of problem loans and the current composition of the overall loan and lease portfolio.

<u>Capital</u>

Table 11 - Capital Ratios - Share Repurchase Activity Demonstrates Strong Capital Management

			2018		2017				
(\$ in billions)	September 30,		June 30,	March 31,	December 31,		September 30,		
Tangible common equity / tangible assets ratio	7.25 %	,	7.78%	7.70%	7.34 %		7.42%		
Common equity tier 1 risk-based capital ratio (1)	9.89%)	10.53 %	10.45 %	10.01%		9.94%		
Regulatory Tier 1 risk-based capital ratio (1)	11.33 %)	11.99%	11.94 %	11.34 %		11.30 %		
Regulatory Total risk-based capital ratio (1)	13.36 %)	13.97 %	13.92 %	13.39 %		13.39 %		
Total risk-weighted assets (1)	\$ 83.6	\$	83.0	\$ 81.4	\$ 80.3	\$	78.6		

Figures are estimated and are presented on a Basel III standardized approach basis.

See Pages 16-17 of Quarterly Financial Supplement for additional detail.

The tangible common equity to tangible assets ratio was 7.25% at September 30, 2018, down 17 basis points from a year ago. Common Equity Tier 1 (CET1) risk-based capital ratio was 9.89% at September 30, 2018, down from 9.94% a year ago. The regulatory Tier 1 risk-based capital ratio was 11.33% compared to 11.30% at September 30, 2017.

Consistent with the 2018 CCAR capital plan, the Company repurchased \$691 million of common stock during the 2018 third quarter at an average cost of \$15.82 per share. Included in the quarter's share repurchase activity, the Company completed the previously announced \$400 million ASR. As contemplated in our 2018 CCAR capital plan, the ASR effectively offset the impact of the \$363 million Series A preferred equity conversion in the 2018 first quarter.

Income Taxes

The provision for income taxes was \$62 million in the 2018 third quarter compared to \$90 million in the 2017 third quarter. The effective tax rates for the 2018 third quarter and 2017 third quarter were 14.1% and 24.7%, respectively, with the year-over-year decrease primarily reflecting the impact of federal tax reform. The 2018 third quarter and 2017 third quarter included \$3 million and \$1 million, respectively, of tax benefits related to stock-based compensation. The 2018 third quarter also included \$3 million of tax benefits related to the Tax Cuts and Jobs Act.

The provision for income taxes and the effective tax rate for the nine months ended September 30, 2018 was \$178 million and 14.4%, respectively.

At September 30, 2018, we had a net federal deferred tax liability of \$111 million and a net state deferred tax asset of \$26 million.

Expectations - 2018

Full-year revenues are expected to increase approximately 4.0% to 4.5%. During the 2018 fourth quarter, the company expects to realize approximately \$20 million of securities losses related to portfolio restructuring. Full-year noninterest expense is expected to decrease approximately 2.0% to 2.5%. During the 2018 fourth quarter, the company expects to realize approximately \$40 million of expense due to the previously announced branch and corporate facility consolidations. The full-year NIM is expected to expand 2-4 basis points, as core NIM expansion more than offsets the anticipated reduction in the benefit of purchase accounting. The 2018 efficiency ratio is expected to approximate 56.5% to 57.0%.

Average loans and leases are expected to increase approximately 5.5% to 6.5% on an annual basis. Average total deposits are expected to increase approximately 3.5% to 4.5%, while average core deposits are expected to increase 4.5% to 5.5%.

Asset quality metrics are expected to remain better than our average through-the-cycle target ranges, with some moderate quarterly volatility.

The effective tax rate for full year 2018 is expected to be in the range of 14.5% to 15.0%.

Conference Call / Webcast Information

Huntington's senior management will host an earnings conference call on October 23, 2018, 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 (877) 407-8029; Conference ID #13683722. 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 November 2, 2018 at (877) 660-6853 or (201) 612-7415; conference ID #13683722.

Please see the 2018 Third Quarter Quarterly Financial Supplement for additional detailed financial performance metrics. This document can be found on the Investor Relations section of Huntington's website, http://www.huntington.com.

About Huntington

Huntington Bancshares Incorporated is a regional bank holding company headquartered in Columbus, Ohio, with \$106 billion of assets and a network of 970 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.

Caution regarding Forward-Looking Statements

This communication contains certain forward-looking statements, including, but not limited to, certain plans, expectations, goals, projections, and statements, which are not historical facts and 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 our business strategies, including market acceptance of any new products or services implementing our "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 other factors that may affect our future results. Additional factors that could cause results to differ materially from those described above can be found in our 2017 Annual Report on Form 10-K, as well as our subsequent Securities and Exchange Commission ("SEC") filings, which are on file with the SEC and available in the "Investor Relations" section of our website, http://www.huntington.com, under the heading "Publications and Filings."

All forward-looking statements speak only as of the date they are made and are based on information available at that time. We do not assume 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.

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 document, conference call slides, or the Form 8-K related to this document, all of which can be found in the Investor Relations section of Huntington's website, http://www.huntington.com.

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 an 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.

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, and litigation actions. 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, and goodwill impairment.

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, and asset valuation write-downs 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, and 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 2017 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.

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HUNTINGTON BANCSHARES INCORPORATED Quarterly Financial Supplement September 30, 2018

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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.

Fully-Taxable Equivalent Basis

Interest income, yields, and ratios on a FTE basis are considered non-GAAP financial measures. Management believes net interest income on a FTE basis provides a more accurate picture of the interest margin for comparison purposes. The FTE basis also allows management to assess the comparability of revenue arising from both taxable and tax-exempt sources. The FTE basis assumes a federal statutory tax rate of 21 percent and 35 percent for periods prior to January 1, 2018.

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 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.

			Thre	e Months Ended			
	Se	eptember 30,		June 30,	September 30,	Percent Char	nges vs.
(amounts in millions, except per share amounts)		2018		2018	2017	2Q18	3Q17
Net interest income(3)	\$	810	\$	791	\$ 771	2 %	5 %
FTE adjustment		(8)		(7)	(13)	(14)	38
Net interest income		802		784	 758	2	6
Provision for credit losses		53		56	43	(5)	23
Noninterest income		342		336	330	2	4
Noninterest expense		651		652	680	_	(4)
Income before income taxes		440		412	365	7	21
Provision for income taxes		62		57	90	9	(31)
Net income		378	-	355	275	6	37
Dividends on preferred shares		18		21	19	(14)	(5)
Net income applicable to common shares	\$	360	\$	334	\$ 256	8 %	41 %
				,			
Net income per common share - diluted	\$	0.33	\$	0.30	\$ 0.23	10 %	43 %
Cash dividends declared per common share		0.14		0.11	0.08	27	75
Tangible book value per common share at end of period		7.06		7.27	6.85	(3)	3
Number of common shares repurchased (000)		43,670		_	9,645	100	353
Average common shares - basic		1,084,536		1,103,337	1,086,038	(2)	_
Average common shares - diluted		1,103,740		1,122,612	1,106,491	(2)	_
Ending common shares outstanding		1,061,529		1,104,227	1,080,946	(4)	(2)
Return on average assets		1.42 %		1.36%	1.08 %	. ,	
Return on average common shareholders' equity		14.3		13.2	10.5		
Return on average tangible common shareholders' equity(2)		19.0		17.6	14.1		
Net interest margin(3)		3.32		3.29	3.29		
Efficiency ratio(4)		55.3		56.6	60.5		
Effective tax rate		14.1		13.8	24.7		
Average total assets	\$	105,355	\$	104,821	\$ 101,290	1	4
Average earning assets		96,753		96,363	92,849	_	4
Average loans and leases		72,751		71,887	68,276	1	7
Average loans and leases - linked quarter annualized growth rate		4.8%		8.0%	5.5 %		
Average total deposits	\$	81,498	\$	79,290	\$ 77,544	3	5
Average core deposits(5)		77,680		75,386	73,549	3	6
Average core deposits - linked quarter annualized growth rate		12.2 %		10.9%	7.0 %		
Average shareholders' equity		11,156		11,333	10,745	(2)	4
Average common total shareholders' equity		9,953		10,130	9,674	(2)	3
Average tangible common shareholders' equity		7,713		7,880	7,443	(2)	4
Total assets at end of period		105,652		105,358	101,988	_	4
Total shareholders' equity at end of period		10,934		11,472	10,699	(5)	2
NCOs as a % of average loans and leases		0.16%		0.16%	0.25 %		
NAL ratio		0.50		0.52	0.49		
NPA ratio(6)		0.55		0.57	0.56		
Allowance for loan and lease losses (ALLL) as a % of total loans and leases at the end of period		1.04		1.02	0.98		
ALLL plus allowance for unfunded loan commitments and letters of credit (ACL) as a % of total loans and leases at the end of period		1.17		1.15	1.10		
Common equity tier 1 risk-based capital ratio(7)		9.89		10.53	9.94		
Tangible common equity / tangible asset ratio(8) See Notes to the Year to Date and Quarterly Key Statistics.		7.25		7.78	7.42		

		Nine Months En	Change				
(amounts in millions, except per share amounts)		2018		2017	 Amount	Percent	
Net interest income(3)	\$	2,378	\$	2,271	\$ 107	5 %	
FTE adjustment		(22)		(38)	16	42	
Net interest income		2,356		2,233	 123	6	
Provision for credit losses		175		136	39	29	
Noninterest income		992		967	25	3	
Noninterest expense		1,936		2,082	(146)	(7)	
Income before income taxes		1,237		982	 255	26	
Provision for income taxes		178		228	(50)	(22)	
Net Income	·	1,059		754	305	40	
Dividends on preferred shares		51		57	(6)	(11)	
Net income applicable to common shares	\$	1,008	\$	697	\$ 311	45 %	
Net income per common share - diluted	\$	0.90	\$	0.63	\$ 0.27	43 %	
Cash dividends declared per common share		0.36		0.24	0.12	50	
Average common shares - basic (000)		1,090,570		1,087,115	3,455	_	
Average common shares - diluted		1,116,978		1,107,878	9,100	1	
Return on average assets		1.35 %)	1.00%			
Return on average common shareholders' equity		13.5		9.8			
Return on average tangible common shareholders' equity(2)		18.0		13.3			
Net interest margin(3)		3.31		3.30			
Efficiency ratio(4)		56.2		63.0			
Effective tax rate		14.4		23.2			
Average total assets	\$	104,680	\$	100,589	\$ 4,091	4	
Average earning assets		96,182		91,913	4,269	5	
Average loans and leases		71,716		67,539	4,177	6	
Average total deposits		79,261		76,684	2,577	3	
Average core deposits(5)		75,501		72,454	3,047	4	
Average shareholders' equity		11,116		10,588	528	5	
Average common total shareholders' equity		9,959		9,517	442	5	
Average tangible common shareholders' equity		7,710		7,277	433	6	
NCOs as a % of average loans and leases		0.18%		0.23 %			
NAL ratio		0.50		0.49			
NPA ratio(6)		0.55		0.56			
See Notes to the Year to Date and Quarterly Key Statistics							

See Notes to the Year to Date and Quarterly Key Statistics.

Key Statistics Footnotes

- 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 21% tax rate and a 35% tax rate for periods prior to December 31, 2017.
- (3) On a fully-taxable equivalent (FTE) basis assuming a 21% tax rate and a 35% tax rate for periods prior to January 1,
- (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) September 30, 2018, 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, calculated at a 21% tax rate and a 35% tax rate for periods prior to December 31, 2017.

(dollar amounts in millions, except number of shares)		September 30, 2018		December 31, 2017	Percent Changes
		(Unaudited)			
Assets					
Cash and due from banks	\$	1,299	\$	1,520	(15)%
Interest-bearing deposits in banks		43		47	(9)
Trading account securities		83		86	(3)
Available-for-sale securities		13,727		14,869	(8)
Held-to-maturity securities		8,465		9,091	(7)
Other securities		565		600	(6)
Loans held for sale		792		488	62
Loans and leases(1)		73,370		70,117	5
Allowance for loan and lease losses		(761)		(691)	(10)
Net loans and leases	_	72,609		69,426	5
Bank owned life insurance		2,494		2,466	1
Premises and equipment		827		864	(4)
Goodwill		1,993		1,993	_
Other intangible assets		306		346	(12)
Servicing rights		251		238	5
Accrued income and other assets		2,198		2,151	2
Total assets	\$	105,652	\$	104,185	1 %
	=	<u> </u>	_	<u> </u>	
Liabilities and shareholders' equity					
Liabilities					
Deposits(2)	\$	81,689	\$	77,041	6 %
Short-term borrowings		1,348		5,056	(73)
Long-term debt		9,385		9,206	2
Accrued expenses and other liabilities		2,296		2,068	11
Total liabilities		94,718		93,371	1
Chambaldon and a soite					
Shareholders' equity		4.000			
Preferred stock		1,203		1,071	12
Common stock		11		11	
Capital surplus		9,358		9,707	(4)
Less treasury shares, at cost		(44)		(35)	(26)
Accumulated other comprehensive loss		(790)		(528)	(50)
Retained earnings (deficit)	_	1,196		588	103
Total shareholders' equity		10,934		10,814	1
Total liabilities and shareholders' equity	\$	105,652	\$	104,185	1 %
Common shares authorized (par value of \$0.01)		1,500,000,000		1,500,000,000	
Common shares issued		1,065,251,488		1,075,294,946	
Common shares outstanding		1,061,529,259		1,072,026,681	
Treasury shares outstanding		3,722,229		3,268,265	
Preferred stock, authorized shares		6,617,808		6,617,808	
Preferred shares issued		2,707,571		2,702,571	
Preferred shares outstanding (1) See page 5 for detail of loans and leases. (2) See page 6 for detail of deposits.		740,500		1,098,006	

(Jallan ann ann da in milliann)		September 2018	30,		June 30,	,		March 31	,		December	31,		September 2017	: 30,
(dollar amounts in millions) Ending Balances by Type:	_	2018		_	2018		_	2018		_	2017		_	2017	
Total loans															
Commercial: Commercial and industrial		20.106	400/		20.050	400/	•	20.622	40.07	•	20.107	40.07	Φ.	27.460	400/
Commercial real estate:	\$	29,196	40%	2	28,850	40%	3	28,622	40%	3	28,107	40%	Þ	27,469	40%
Construction		1,111	2		1,083	1		1,167	2		1,217	2		1,182	2
Commercial		5,962	8		6,118	8		6,245	9		6,008	9		6,024	9
Commercial real estate		7,073	10	_	7,201	9	_	7,412	11	_	7,225	11	_	7,206	11
Total commercial	_	36,269	50	_	36,051	49		36,034	51	_	35,332	51		34,675	51
Consumer:		30,209			30,031	49	_	30,034	- 31	_	33,332			34,073	
Automobile		12,375	17		12,390	17		12,146	17		12,100	17		11,876	17
Home equity		9,850	13		9,907	14		9,987	14		10,099	14		9,985	15
Residential mortgage		10,459	14		10,006	14		9,357	13		9,026	13		8,616	13
RV and marine finance		3,152	4		2,846	4		2,549	3		2,438	3		2,371	3
Other consumer		1,265	2		1,206	2		1,090	2		1,122	2		1,064	1
Total consumer		37,101	50		36,355	51	_	35,129	49	_	34,785	49		33,912	49
Total loans and leases	\$	73,370	100%	\$	72,406	100%	\$	71,163	100%	\$	70,117	100%	\$	68,587	100%
	<u> </u>			_			÷			÷			÷		
		0 . 1	20								ъ .	21		0 . 1	20
(1.11)		September	30,		June 30,			March 31	,		December	31,		September	30,
(dollar amounts in millions) Ending Balances by Business Segment:		2018		_	2018			2018			2017			2017	
Consumer and Business Banking	6	22.271	30%	\$											
Commercial Banking(1)	\$	22,271			21.000	200/	6	21 471	210/	Φ.	21 270	210/	e.	20.021	210/
= 1.1		26 465		Ъ	21,888		\$	21,471		\$	21,379	31%	\$	20,921	31%
		26,465	36	\$	26,373	36	\$	26,311	37	\$	25,767	37	\$	25,297	37
Vehicle Finance		18,880	36 26	2	26,373 18,569	36 26	\$	26,311 18,090	37 25	\$	25,767 17,818	37 25	\$	25,297 17,363	37 25
RBHPCG		18,880 5,734	36	\$	26,373 18,569 5,527	36	\$	26,311 18,090 5,227	37 25 7	\$	25,767 17,818 5,145	37	\$	25,297 17,363 5,012	37
RBHPCG Treasury / Other	<u> </u>	18,880 5,734 20	36 26 8 —		26,373 18,569 5,527 49	36 26 8 —		26,311 18,090 5,227 64	37 25 7		25,767 17,818 5,145 8	37 25 7		25,297 17,363 5,012 (6)	37 25 7
RBHPCG	\$	18,880 5,734	36 26	\$	26,373 18,569 5,527	36 26	\$	26,311 18,090 5,227	37 25 7	\$	25,767 17,818 5,145	37 25	\$	25,297 17,363 5,012	37 25
RBHPCG Treasury / Other Total loans and leases	\$	18,880 5,734 20	36 26 8 —		26,373 18,569 5,527 49	36 26 8 —		26,311 18,090 5,227 64	37 25 7		25,767 17,818 5,145 8	37 25 7		25,297 17,363 5,012 (6)	37 25 7
RBHPCG Treasury / Other Total loans and leases Average Balances by Business Segment:	<u>-</u>	18,880 5,734 20 73,370	36 26 8 — 100%	\$	26,373 18,569 5,527 49 72,406	36 26 8 — 100%	\$	26,311 18,090 5,227 64 71,163	37 25 7 — 100%	\$	25,767 17,818 5,145 8 70,117	37 25 7 — 100%	\$	25,297 17,363 5,012 (6) 68,587	37 25 7 — 100%
RBHPCG Treasury / Other Total loans and leases Average Balances by Business Segment: Consumer and Business Banking	\$	18,880 5,734 20 73,370	36 26 8 — 100%		26,373 18,569 5,527 49 72,406	36 26 8 — 100%		26,311 18,090 5,227 64 71,163	37 25 7 — 100%	\$	25,767 17,818 5,145 8 70,117	37 25 7 —————————————————————————————————	\$	25,297 17,363 5,012 (6) 68,587	37 25 7 — 100%
RBHPCG Treasury / Other Total loans and leases Average Balances by Business Segment: Consumer and Business Banking Commercial Banking(1)	<u>-</u>	18,880 5,734 20 73,370 22,049 26,322	36 26 8 — 100% 30% 36	\$	26,373 18,569 5,527 49 72,406 21,653 26,505	36 26 8 — 100% 31% 37	\$	26,311 18,090 5,227 64 71,163 21,429 25,969	37 25 7 — 100% 31% 37	\$	25,767 17,818 5,145 8 70,117 21,096 25,208	37 25 7 — 100% 31% 37	\$	25,297 17,363 5,012 (6) 68,587 20,769 25,209	37 25 7 — 100% 31% 37
RBHPCG Treasury / Other Total loans and leases Average Balances by Business Segment: Consumer and Business Banking Commercial Banking(1) Vehicle Finance	<u>-</u>	18,880 5,734 20 73,370 22,049 26,322 18,640	36 26 8 — 100% 30% 36 26	\$	26,373 18,569 5,527 49 72,406 21,653 26,505 18,280	36 26 8 — 100% 31% 37 25	\$	26,311 18,090 5,227 64 71,163 21,429 25,969 17,814	37 25 7 — 100% 31% 37 25	\$	25,767 17,818 5,145 8 70,117 21,096 25,208 17,497	37 25 7 —————————————————————————————————	\$	25,297 17,363 5,012 (6) 68,587 20,769 25,209 17,242	37 25 7 —————————————————————————————————
RBHPCG Treasury / Other Total loans and leases Average Balances by Business Segment: Consumer and Business Banking Commercial Banking(1) Vehicle Finance RBHPCG	<u>-</u>	18,880 5,734 20 73,370 22,049 26,322 18,640 5,641	36 26 8 — 100% 30% 36	\$	26,373 18,569 5,527 49 72,406 21,653 26,505 18,280 5,355	36 26 8 — 100% 31% 37	\$	26,311 18,090 5,227 64 71,163 21,429 25,969 17,814 5,181	37 25 7 — 100% 31% 37	\$	25,767 17,818 5,145 8 70,117 21,096 25,208 17,497 5,071	37 25 7 — 100% 31% 37	\$	25,297 17,363 5,012 (6) 68,587 20,769 25,209 17,242 4,937	37 25 7 — 100% 31% 37
RBHPCG Treasury / Other Total loans and leases Average Balances by Business Segment: Consumer and Business Banking Commercial Banking(1) Vehicle Finance	<u>-</u>	18,880 5,734 20 73,370 22,049 26,322 18,640	36 26 8 — 100% 30% 36 26	\$	26,373 18,569 5,527 49 72,406 21,653 26,505 18,280	36 26 8 — 100% 31% 37 25	\$	26,311 18,090 5,227 64 71,163 21,429 25,969 17,814	37 25 7 — 100% 31% 37 25	\$	25,767 17,818 5,145 8 70,117 21,096 25,208 17,497	37 25 7 —————————————————————————————————	\$	25,297 17,363 5,012 (6) 68,587 20,769 25,209 17,242	37 25 7 — 100% 31% 37 25

¹⁾ We announced a change within our executive leadership team, which became effective during the 2017 fourth quarter. As a result, the Commercial Real Estate operating unit is now included as an operating unit within the Commercial Banking segment.

(dollar amounts in millions)		September 2018			June :	,		March 201	· ·	Decemb 201	· · ·		Septem 20	
tuottar amounts in mittoris)		2010	<u></u>	_	201		_	201	0	201		_	20	17
Ending Balances by Type:														
Demand deposits - noninterest-bearing	\$\$	19,863	24%	\$	20,353	26%	\$	20,807	26%	\$ 21,546	28%	\$	22,225	28%
Demand deposits - interest-bearing		19,615	24		19,026	24		19,337	25	18,001	23		18,343	23
Money market deposits		21,411	26		20,990	26		20,849	26	20,690	27		20,553	26
Savings and other domestic deposits		11,604	14		10,987	14		11,291	14	11,270	15		11,441	15
Core certificates of deposit		5,358	7		4,402	6		3,157	4	1,934	3		2,009	3
Total core deposits		77,851	95		75,758	96		75,441	95	73,441	96		74,571	95
Other domestic deposits of \$250,000 or more		318	1		265	_		228	_	239	_		418	1
Brokered deposits and negotiable CDs		3,520	4		3,564	4		3,802	5	3,361	4		3,456	4
Total deposits	\$	81,689	100%	\$	79,587	100%	\$	79,471	100%	\$ 77,041	100%	\$	78,445	100%
Total core deposits:														
Commercial	\$	35,455	46%	\$	34,094	45%	\$	34,615	46%	\$ 34,273	47%	\$	35,516	48%
Consumer		42,396	54		41,664	55		40,826	54	39,168	53		39,055	52
Total core deposits	\$	77,851	100%	\$	75,758	100%	\$	75,441	100 %	\$ 73,441	100%	\$	74,571	100%
Ending Balances by Business Segment:														
Consumer and Business Banking	\$	49,434	61%	\$	48,186	60%	\$	47,124	59%	\$ 45,643	59%	\$	45,694	58%
Commercial Banking(1)		22,288	27		21,142	27		21,838	28	21,235	28		22,529	29
Vehicle Finance		348	_		340	_		345	_	358	_		319	_
RBHPCG		5,783	7		5,985	8		6,053	8	6,057	8		5,944	8
Treasury / Other(2)		3,836	5		3,934	5		4,111	5	3,748	5		3,959	5
Total deposits	\$	81,689	100%	\$	79,587	100%	\$	79,471	100%	\$ 77,041	100%	\$	78,445	100%
		Septem	iber 30,		Jur	ne 30,		Marc	h 31,	Deceml	ber 31,		Septem	ber 30,
(dollar amounts in millions)		20	18		2	018		20	18	20	17		20	17
Average Balances by Business Segment:							,							
Consumer and Business Banking		\$ 48,659	601	%	\$ 47,242	601	%	\$ 45,310	59%	\$ 45,625	59%	\$	45,511	59%
Commercial Banking(1)		22,823	28		21,671	27		21,679	28	22,118	28		21,834	28
Vehicle Finance		337	_		328	_		349	_	323	_		300	_
RBHPCG		5,694	7		5,947	8		5,873	8	5,851	8		5,826	8
Treasury / Other(2)		3,985	5		4,102	5		3,735	5	3,820	5		4,073	5
Total deposits		\$ 81,498	100	%	\$ 79,290	100	%	\$ 76,946	100%	\$ 77,737	100%	\$	77,544	100%

We announced a change within our executive leadership team, which became effective during the 2017 fourth quarter. As a result, the Commercial Real Estate operating unit is now included as an operating unit within the Commercial Banking segment. Comprised primarily of national market deposits. (1)

⁽²⁾

	Sa	ptember 30,		June 30,		March 31,	1	December 31,		September 30,	Percent Cha	nges vs
(dollar amounts in millions)	50	2018		2018		2018		2017		2017	2Q18	3Q17
Assets		2018	_	2016		2016	_	2017	_	2017	2Q18	3Q17
Interest-bearing deposits in banks	\$	83	\$	84	\$	90	\$	90	\$	102	(1)%	(19)%
Securities:	. J	65	Ψ	04	Ψ	70	Ψ	70	Ψ	102	(1)/0	(17)/
Trading account securities		82		82		87		87		92		(11)
Available-for-sale securities:		82		62		67		67		92		(11)
Taxable		10,469		10,832		11,158		11,154		11,680	(3)	(10)
Tax-exempt		3,496		3,554		3,633		3,404		3,160	(2)	11
Total available-for-sale securities	_	13,965	_	14,386	. —	14,791	_	14,558	_	14,840	(3)	(6)
Held-to-maturity securities - taxable		8,560						9,066				4
Other securities		567		8,706 599		8,877		598		8,264 597	(2)	
Total securities						605			_		(5)	(5)
Loans held for sale		23,174		23,773		24,360	_	24,309	_	23,793	(3)	(3)
		745		619		478		598		678	20	10
Loans and leases:(1) Commercial:												
Commercial and industrial Commercial real estate:		28,870		28,863		28,243		27,445		27,643	_	4
Construction		1,132		1,126		1,189		1,199		1,152	1	(2)
Commercial		6,019		6,233		6,142		5,997	_	6,064	(3)	(1)
Commercial real estate		7,151		7,359		7,331		7,196		7,216	(3)	(1)
Total commercial		36,021		36,222		35,574		34,641		34,859	(1)	3
Consumer:												
Automobile		12,368		12,271		12,100		11,963		11,713	1	6
Home equity		9,873		9,941		10,040		10,027		9,960	(1)	(1)
Residential mortgage		10,236		9,624		9,174		8,809		8,402	6	22
RV and marine finance		3,016		2,667		2,481		2,405		2,296	13	31
Other consumer		1,237		1,162		1,115		1,095		1,046	6	18
Total consumer		36,730		35,665		34,910		34,299		33,417	3	10
Total loans and leases	·	72,751		71,887		70,484		68,940		68,276	1	7
Allowance for loan and lease losses		(759)		(742)		(709)		(688)		(672)	(2)	(13)
Net loans and leases		71,992		71,145		69,775		68,252		67,604	1	6
Total earning assets		96,753		96,363		95,412		93,937		92,849		4
Cash and due from banks		1,330		1,283		1,217		1,226		1,299	4	2
Intangible assets		2,305		2,318		2,332		2,346		2,359	(1)	(2)
All other assets		5,726		5,599		5,596		5,481		5,455	2	5
Total assets	\$	105,355	\$	104,821	\$	103,848	\$	102,302	\$	101,290	1 %	4 %
Liabilities and shareholders' equity			_				_		_		-	
Deposits:												
Demand deposits - noninterest-bearing		20,230		20,382		20,572		21,745		21,723	(1)%	(7)%
Demand deposits - interest-bearing		19,553		19,121		18,630		18,175		17,878	2	9
Total demand deposits		39,783		39,503		39,202	_	39,920	_	39,601	1	,
Money market deposits				20,943						20,314		6
Savings and other domestic deposits		21,547				20,678		20,731			3	
Core certificates of deposit		11,434		11,146		11,219		11,348		11,590	3	(1)
Total core deposits		4,916		3,794	<u></u>	2,293		1,947		2,044	30	141
•		77,680		75,386		73,392		73,946		73,549	3	6
Other domestic deposits of \$250,000 or more		285		243		247		400		432	17	(34)
Brokered deposits and negotiable CDs		3,533		3,661		3,307		3,391	_	3,563	(3)	(1)
Total deposits		81,498		79,290		76,946		77,737		77,544	3	5
Short-term borrowings		1,732		3,082		5,228		2,837		2,391	(44)	(28)
Long-term debt		8,915		9,225		8,958		9,232		8,949	(3)	_
Total interest-bearing liabilities		71,915	_	71,215		70,560	_	68,061	_	67,161	1	7
All other liabilities		2,054	_	1,891		1,861	_	1,819	_	1,661	9	24
Shareholders' equity		11,156		11,333		10,855		10,677		10,745	(2)	4
Total liabilities and shareholders' equity	\$	105,355	\$	104,821	\$	103,848	\$	102,302	\$	101,290	1 %	4 %
(1) Includes nonaccrual	Ψ	100,000	<u> </u>	101,021		100,010	Ψ	102,502	Ψ	101,270	1 /0	i /

⁽¹⁾ Includes nonaccrual

loans.

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

		Quarterly Interest Income / Expense								
	Septe	ember 30,	June	30,	N	Iarch 31,	Decem	iber 31,	September 30,	
(dollar amounts in millions)		2018	201	8		2018	20	17	2	2017
Assets										
Interest-bearing deposits in banks	\$	_	\$	1	\$	_	\$	1	\$	_
Securities:										
Trading account securities		_		_		_		_		_
Available-for-sale securities:										
Taxable		69		71		70		69		69
Tax-exempt		30		30		29		31		29
Total available-for-sale securities		99		101		99		100		98
Held-to-maturity securities - taxable		52		53		54		55		49
Other securities		7		7		6		6		5
Total securities		158		161		159		161		152
Loans held for sale		8		6		5		5		7
Loans and leases:										
Commercial:										
Commercial and industrial		342		329		303		292		286
Commercial real estate:										
Construction		15		15		14		14		13
Commercial		72		72		65		61		63
Commercial real estate		87		87		79		75		76
Total commercial		429		416		382		367	-	362
Consumer:							-			
Automobile		117		111		106		109		106
Home equity		130		126		121		119		119
Residential mortgage		97		89		84		80		77
RV and marine finance		39		34		31		32		32
Other consumer		37		35		33		32		31
Total consumer		420	·	395		375		372		365
Total loans and leases		849		811		757		739		727
Total earning assets	\$	1,015	\$	979	\$	921	\$	906	\$	886
•	· ·		_		· - <u>· </u>		_			
Liabilities										
Deposits:										
Demand deposits - noninterest-bearing	\$	_	\$	_	\$	_	\$	_	\$	_
Demand deposits - interest-bearing		22		18		13		13		10
Total demand deposits		22		18		13		13		10
Money market deposits		42		31		23		20		19
Savings and other domestic deposits		7		6		6		5		6
Core certificates of deposit		23		14		6		4		4
Total core deposits		94		69		48		42		39
Other domestic deposits of \$250,000 or more		1		1		_		_		1
Brokered deposits and negotiable CDs		17		17		12		11		10
Total deposits		112		87		60		53		50
Short-term borrowings		9		14		19		8		6
Long-term debt		84		87		65		63		59
Total interest bearing liabilities		205		188		144		124		115
Net interest income	\$	810	\$	791	\$	777	\$	782	\$	771

⁽¹⁾ Fully-taxable equivalent (FTE) income and expense calculated assuming a 21% tax rate and a 35% tax rate for periods prior to January 1, 2018. See page 10 for the FTE adjustment.

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

			rterly Average Rates(2)		
	September 30,	June 30,	March 31,	December 31,	September 30,
Fully-taxable equivalent basis(1)	2018	2018	2018	2017	2017
Assets	·				
Interest-bearing deposits in banks	1.95%	1.95%	1.97%	1.92%	1.77%
Securities:					
Trading account securities	0.26	0.23	0.15	0.21	0.16
Available-for-sale securities:					
Taxable	2.61	2.63	2.51	2.45	2.38
Tax-exempt	3.53	3.35	3.18	3.76	3.62
Total available-for-sale securities	2.84	2.81	2.67	2.75	2.64
Held-to-maturity securities - taxable	2.43	2.42	2.45	2.41	2.36
Other securities	4.58	4.58	3.98	3.86	3.35
Total securities	2.73	2.71	2.62	2.64	2.55
Loans held for sale	4.45	4.17	3.82	3.68	3.83
Loans and leases:(3)	5	,	3.02	2.00	5.05
Commercial:					
Commercial and industrial	4.64	4.52	4.28	4.17	4.05
Commercial real estate:	1.01	1.52	1.20	1.17	1.03
Construction	5.31	5.26	4.73	4.47	4.55
Commercial	4.63	4.58	4.73	4.47	4.08
Commercial real estate	4.63	4.68	4.32	4.03	4.16
Total commercial	4.66	4.55	4.29	4.15	4.07
Consumer:	4.00	4.55	4.29	4.13	4.07
Automobile	2.75	2.62	2.56	2.61	2.60
Home equity	3.75	3.63	3.56	3.61	3.60
Residential mortgage	5.21	5.09	4.90	4.71	4.72
RV and marine finance	3.78	3.69	3.66	3.66	3.65
	5.06	5.11	5.11	5.25	5.43
Other consumer	12.16	11.90	11.78	11.53	11.59
Total language disease	4.54	4.43	4.34	4.31	4.32
Total loans and leases	4.60	4.49	4.32	4.23	4.20
Fotal earning assets	4.16	4.07	3.91	3.83	3.78
Liabilities					
Deposits:					
Demand deposits - noninterest-bearing	_	_	_	_	_
Demand deposits - interest-bearing	0.45	0.38	0.29	0.26	0.23
Total demand deposits	0.22	0.18	0.14	0.12	0.10
Money market deposits	0.77	0.60	0.45	0.40	0.36
Savings and other domestic deposits	0.24	0.21	0.20	0.20	0.20
Core certificates of deposit	1.82	1.56	1.01	0.75	0.73
Total interest-bearing core deposits	0.65	0.51	0.36	0.32	0.30
Other domestic deposits of \$250,000 or more	1.40	1.01	0.69	0.54	0.61
Brokered deposits and negotiable CDs	1.98	1.81	1.47	1.21	1.16
Total interest-bearing deposits	0.73	0.59	0.43	0.37	0.35
Short-term borrowings	1.98	1.82	1.47	1.15	0.95
Long-term debt	3.78	3.75	2.92	2.73	2.65
Γotal interest-bearing liabilities	1.13	1.05	0.82	0.73	0.68
Net interest rate spread	3.03	3.02	3.09	3.10	3.10
Impact of noninterest-bearing funds on margin	0.29	0.27	0.21	0.20	0.19
Net interest margin	3.32%	3.29%	3.30%	3.30%	3.29%
Commercial Loan Derivative Impact Unaudited)			Average Rates		
	2018	2018	2018	2017	2017
Fully-taxable equivalent basis(1)	Third	Second	First	Fourth	Third
Commercial loans(2)(3)	4.66%	4.55%	4.29%	4.16 %	4.10 9
impact of commercial loan derivatives				(0.01)	(0.03)
Total commercial - as reported	4.66%	4.55%	4.29%	4.15 %	4.07 9
Average 30 day LIBOR	2.11%	1.97%	1.65%	1.33 %	1.23 9

- (1) Fully-taxable equivalent (FTE) yields are calculated assuming a 21% tax rate and a 35% tax rate for periods prior to January 1, 2018. See page 10 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 nonaccrual loans.

				Three N	Months Ended				
	Se	eptember 30,	June 30,	M	Iarch 31,	De	cember 31,	S	eptember 30,
(dollar amounts in millions, except share amounts)		2018	2018		2018		2017		2017
Interest income	\$	1,007	\$ 972	\$	914	\$	894	\$	873
Interest expense		205	188		144		124		115
Net interest income		802	784		770		770		758
Provision for credit losses		53	56		66		65		43
Net interest income after provision for credit losses		749	728		704		705		715
Service charges on deposit accounts		93	91		86		91		91
Cards and payment processing income		57	56		53		53		54
Trust and investment management services		43	42		44		41		39
Mortgage banking income		31	28		26		33		34
Insurance income		19	21		21		21		18
Capital markets fees		22	21		19		23		22
Bank owned life insurance income		19	17		15		18		16
Gain on sale of loans and leases		16	15		8		17		14
Securities gains (losses)		(2)	_		_		(4)		_
Other income		44	45		42		47		42
Total noninterest income		342	336		314		340		330
Personnel costs		388	396		376		373		377
Outside data processing and other services		69	69		73		71		80
Net occupancy		38	35		41		36		55
Equipment		38	38		40		36		45
Deposit and other insurance expense		18	18		18		19		19
Professional services		17	15		11		18		15
Marketing		12	18		8		10		17
Amortization of intangibles		13	13		14		14		14
Other expense		58	50		52		56		58
Total noninterest expense		651	652		633		633		680
Income before income taxes		440	412		385		412		365
Provision for income taxes		62	57		59		(20)		90
Net income		378	355		326		432		275
Dividends on preferred shares		18	21		12		19		19
Net income applicable to common shares	\$	360	\$ 334	\$	314	\$	413	\$	256
Average common shares - basic (000)		1,084,536	1,103,337		1,083,836		1,077,397		1,086,038
Average common shares - diluted		1,103,740	1,122,612		1,124,778		1,130,117		1,106,491
Per common share									
Net income - basic	\$	0.33	\$ 0.30	\$	0.29	\$	0.38	\$	0.24
Net income - diluted		0.33	0.30		0.28		0.37		0.23
Cash dividends declared		0.14	0.11		0.11		0.11		0.08
Revenue - fully-taxable equivalent (FTE)									
Net interest income	\$	802	\$ 784	\$	770	\$	770	\$	758
FTE adjustment		8	7		7		12		13
Net interest income(2)		810	 791		777		782		771
Noninterest income		342	336		314		340		330
Total revenue(2)	\$		\$ 1,127	\$	1,091	\$	1,122	\$	1,101

⁽¹⁾

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

On a fully-taxable equivalent (FTE) basis assuming a 21% tax rate and a 35% tax rate for periods prior to January 1, 2018. (2)

Huntington Bancshares Incorporated Quarterly Mortgage Banking Noninterest Income (Unaudited)

				Th	ree Months Ended				
	S	eptember 30,	June 30,		March 31,	December 31,	September 30,	Percent Ch	anges vs.
(dollar amounts in millions)		2018	2018		2018	2017	2017	2Q18	3Q17
Net origination and secondary marketing income	\$	24	\$ 21	\$	18	\$ 24	\$ 25	14 %	(4)%
Net mortgage servicing income									
Loan servicing income		14	14		14	13	13	_	8
Amortization of capitalized servicing		(9)	(8)		(8)	(8)	(7)	(13)	(29)
Operating income		5	6		6	5	6	(17)	(17)
MSR valuation adjustment (1)		_			7	2	_		_
Gains (losses) due to MSR hedging		_	_		(7)	(1)	_	_	_
Net MSR risk management		_				1	_		_
Total net mortgage servicing income	\$	5	\$ 6	\$	6	\$ 6	\$ 6	(17)%	(17)%
All other		2	1		2	3	3	100	(33)
Mortgage banking income	\$	31	\$ 28	\$	26	\$ 33	\$ 34	11 %	(9)%
Mortgage origination volume	\$	1,818	\$ 2,127	\$	1,513	\$ 1,784	\$ 1,828	(15)%	(1)%
Mortgage origination volume for sale		1,112	1,131		870	1,006	1,095	(2)	2
Third party mortgage loans serviced (2)		20,617	20,416		20,225	19,989	19,552	1	5
Mortgage servicing rights (2)		219	215		212	202	195	2	12
MSR % of investor servicing portfolio (2)		1.06%	1.05%		1.05%	1.01%	1.00%	1 %	6 %

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

At period end.

⁽²⁾

					Three Months En	ded				
	Septem	iber 30,	J	une 30,	March 31,		Dece	mber 31,	Sept	ember 30,
(dollar amounts in millions)	2018		2018		2018		2017			2017
Allowance for loan and lease losses, beginning of period	\$	741	\$	721	\$ 69	1	\$	675	\$	668
Loan and lease losses		(58)		(53)	(7	73)		(60)		(65)
Recoveries of loans previously charged off		29		25	3	35		19		22
Net loan and lease losses		(29)		(28)	(3	88)		(41)		(43)
Provision for loan and lease losses		49		48	(58		57		50
Allowance for loan and lease losses, end of period		761		741	72	21		691		675
Allowance for unfunded loan commitments and letters of credit, beginning of period		93		85		37		79		85
Provision for (reduction in) unfunded loan commitments and letters of credit losses		4		8		(2)		8		(6)
Allowance for unfunded loan commitments and letters of credit, end of period		97		93	8	35		87		79
Total allowance for credit losses, end of period	\$	858	\$	834	\$ 80	06	\$	778	\$	754
Allowance for loan and lease losses (ALLL) as % of:	-								-	
Total loans and leases		1.04%		1.02%	1.0	01%		0.99%		0.98%
Nonaccrual loans and leases (NALs)		206		197	18	88		198		200
Nonperforming assets (NPAs)		189		180	17	2		178		175
Total allowance for credit losses (ACL) as % of:										
Total loans and leases		1.17%		1.15%	1.1	13%		1.11%		1.10%

		Three Months Ended											
	September	30,	June 30,	March 31,		December 31,		September 30,					
(dollar amounts in millions)	2018		2018	2018		2017		2017					
Net charge-offs by loan and lease type:													
Commercial:													
Commercial and industrial	\$	(1) \$	3	\$	17	\$	8	\$	13				
Commercial real estate:													
Construction		_	_		(1)		(1)		(1)				
Commercial		(3)	(1)		(13)		_		(3)				
Commercial real estate		(3)	(1)		(14)		(1)		(4)				
Total commercial		(4)	2		3		7		9				
Consumer:			_										
Automobile		8	7		10		12		9				
Home equity		1	_		3		1		1				
Residential mortgage		2	1		1		_		2				
RV and marine finance		2	2		3		2		4				
Other consumer		20	16		18		19		18				
Total consumer		33	26		35		34		34				
Total net charge-offs	\$	29 \$	28	\$	38	\$	41	\$	43				
	September	30.	June 30,	March 3		Dece	mber 31,	Sept	ember 30,				
	Cantambar	20	Juno 20	Three Months		Daga	mbor 21	Cons	ambar 20				
	2018		2018	2018		2	2017	•	2017				
Net charge-offs - annualized percentages:													
Commercial:													
Commercial and industrial	((0.01)%	0.04 %		0.24 %		0.10 %		0.19 %				
Commercial real estate:													
Construction	(0	0.01)	(0.22)		(0.18)		(0.14)		(0.30)				
Commercial	((0.18)	(0.06)	((0.80)		(0.02)		(0.21)				
Commercial real estate	((0.15)	(0.08)		(0.70)		(0.04)		(0.22)				
Total commercial	((0.04)	0.02		0.04		0.07		0.11				
Consumer:	·												
Automobile													
	(0.26	0.22		0.32		0.39		0.33				
Home equity		0.26	0.22 0.01		0.32 0.11		0.39 0.01		0.33 0.06				
Home equity Residential mortgage	(
	(0.06	0.01		0.11		0.01		0.06				
Residential mortgage	().06).07	0.01 0.04		0.11 0.04		0.01 0.04		0.06 0.10				
Residential mortgage RV and marine finance	().06).07).25	0.01 0.04 0.34		0.11 0.04 0.42		0.01 0.04 0.46		0.06 0.10 0.59				

	September 30,		June 30,			March 31,	D	ecember 31,	September 30,	
(dollar amounts in millions)		2018		2018		2018		2017		2017
Nonaccrual loans and leases (NALs):										
Commercial and industrial	\$	211	\$	207	\$	190	\$	161	\$	170
Commercial real estate		19		25		30		29		18
Automobile		5		4		5		6		4
Residential mortgage		67		73		82		84		75
RV and marine finance		1		1		1		1		_
Home equity		67		68		75		68		71
Other consumer		_		_		_		_		_
Total nonaccrual loans and leases		370		378		383		349		338
Other real estate, net:										
Residential		22		23		23		24		26
Commercial		5		5		7		9		16
Total other real estate, net		27		28		30		33		42
Other NPAs (1)		6		6		7		7		7
Total nonperforming assets	\$	403	\$	412	\$	420	\$	389	\$	387
Nonaccrual loans and leases as a % of total loans and leases		0.50%		0.52%		0.54%		0.50%		0.49%
NPA ratio (2)		0.55		0.57		0.59		0.55		0.56
(NPA+90days)/(Loan+OREO) (3)		0.76		0.75		0.74		0.72		0.74

				Th	nree Months Ended		
	Sep	tember 30,	June 30,		March 31,	December 31,	September 30,
(dollar amounts in millions)		2018	2018		2018	2017	 2017
Nonperforming assets, beginning of period	\$	412	\$ 420	\$	389	\$ 387	\$ 415
New nonperforming assets		114	96		158	116	85
Returns to accruing status		(24)	(25)		(23)	(25)	(38)
Loan and lease losses		(29)	(21)		(32)	(21)	(23)
Payments		(62)	(53)		(64)	(54)	(44)
Sales and held-for-sale transfers		(8)	(5)		(8)	(14)	(8)
Nonperforming assets, end of period	\$	403	\$ 412	\$	420	\$ 389	\$ 387

Other nonperforming assets includes certain impaired investment (1)

Nonperforming assets divided by the sum of loans and leases, net other real estate owned, and other NPAs. (2)

⁽³⁾ 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

(dollar amounts in millions)	Sep	otember 30, 2018	June 30, 2018	March 31, 2018	1	December 31, 2017	September 30, 2017
Accruing loans and leases past due 90 days or more:							
Commercial and industrial	\$	9	\$ 9	\$ 9	\$	9	\$ 14
Commercial real estate		_	_	1		3	10
Automobile		7	6	6		7	10
Residential mortgage (excluding loans guaranteed by	7						
the U.S. Government)		28	18	19		21	14
RV and marine finance		1	1	2		1	2
Home equity		15	16	15		18	16
Other consumer		6	 4	 4		5	 4
Total, excl. loans guaranteed by the U.S. Government		66	54	56		64	70
Add: loans guaranteed by U.S. Government		88	 78	 50		51	 49
Total accruing loans and leases past due 90 days or more, including loans guaranteed by the U.S. Government	\$	154	\$ 132	\$ 106	\$	115	\$ 119
Ratios:							
Excluding loans guaranteed by the U.S. Government, as a percent of total loans and leases		0.09%	0.07%	0.08%		0.09%	0.10%
Guaranteed by U.S. Government, as a percent of total loans and leases	i	0.12	0.11	0.07		0.07	0.07
Including loans guaranteed by the U.S. Government, as a percent of total loans and leases		0.21	0.18	0.15		0.16	0.17
Accruing troubled debt restructured loans:							
Commercial and industrial	\$	308	\$ 314	\$ 316	\$	300	\$ 268
Commercial real estate		60	65	76		78	80
Automobile		34	32	32		30	29
Home equity		257	258	261		265	265
Residential mortgage		219	221	224		224	235
RV and marine finance		2	1	1		1	1
Other consumer		10	9	6		8	7
Total accruing troubled debt restructured loans	\$	890	\$ 900	\$ 916	\$	906	\$ 885
Nonaccruing troubled debt restructured loans:							
Commercial and industrial	\$	100	\$ 87	\$ 83	\$	82	\$ 96
Commercial real estate		8	14	16		15	4
Automobile		3	3	3		4	4
Home equity		28	28	31		28	31
Residential mortgage		46	46	52		55	50
RV and marine finance		1	1	_			_
Other consumer		_	_				_
Total nonaccruing troubled debt restructured loans	\$	186	\$ 179	\$ 185	\$	184	\$ 185

	Sep	otember 30,	June 30,		March 31,		December 31,		September 30,	
(dollar amounts in millions)		2018	2018		2018		2017		2017	
Common equity tier 1 risk-based capital ratio:(1)										
Total shareholders' equity	\$	10,934	\$ 11,472	\$	11,308	\$	10,814	\$	10,699	
Regulatory capital adjustments:										
Shareholders' preferred equity		(1,207)	(1,207)		(1,207)		(1,076)		(1,076)	
Accumulated other comprehensive income offset		790	729		676		528		370	
Goodwill and other intangibles, net of related taxes		(2,226)	(2,229)		(2,244)		(2,200)		(2,150)	
Deferred tax assets that arise from tax loss and credit carryforwards		(28)	(28)		(29)		(25)		(26)	
Common equity tier 1 capital		8,263	8,737		8,504		8,041	-	7,817	
Additional tier 1 capital										
Shareholders' preferred equity		1,207	1,207		1,207		1,076		1,076	
Other		_	_		1		(7)		(7)	
Tier 1 capital		9,470	9,944		9,712		9,110		8,886	
Long-term debt and other tier 2 qualifying instruments		839	809		804		869		885	
Qualifying allowance for loan and lease losses		858	834		806		778		754	
Tier 2 capital		1,697	1,643		1,610		1,647		1,639	
Total risk-based capital	\$	11,167	\$ 11,587	\$	11,322	\$	10,757	\$	10,525	
Risk-weighted assets (RWA)(1)	\$	83,580	\$ 82,951	\$	81,365	\$	80,340	\$	78,631	
Common equity tier 1 risk-based capital ratio(1)		9.89%	10.53%		10.45%		10.01%		9.94%	
Other regulatory capital data:										
Tier 1 leverage ratio(1)		9.14	9.65		9.53		9.09		8.96	
Tier 1 risk-based capital ratio(1)		11.33	11.99		11.94		11.34		11.30	
Total risk-based capital ratio(1)		13.36	13.97		13.92		13.39		13.39	
Non-regulatory capital data:										
Tangible common equity / RWA ratio(1) (1) September 30, 2018, figures are estimated.		8.97	9.67		9.65		9.31		9.41	

Quarterly common stock summary

	Se	ptember 30, 2018	June 30, 2018	March 31, 2018	December 31, 2017	September 30, 2017
Common stock price, per share						
High(1)	\$	16.525	\$ 15.850	\$ 16.600	\$ 14.930	\$ 14.050
Low(1)		14.500	14.260	14.490	13.040	12.140
Close		14.920	14.760	15.100	14.560	13.960
Average closing price		15.622	15.040	15.718	13.470	13.152
Dividends, per share						
Cash dividends declared per common share	\$	0.14	\$ 0.11	\$ 0.11	\$ 0.11	\$ 0.08
Common shares outstanding (000)						
Average - basic		1,084,536	1,103,337	1,083,836	1,077,397	1,086,038
Average - diluted		1,103,740	1,122,612	1,124,778	1,130,117	1,106,491
Ending		1,061,529	1,104,227	1,101,796	1,072,027	1,080,946
Tangible book value per common share(2)	\$	7.06	\$ 7.27	\$ 7.12	\$ 6.97	\$ 6.85
Common share repurchases (000)						
Number of shares repurchased		43,670	_	3,007	9,785	9,645

Non-regulatory capital

	Se	ptember 30,	June 30,	March 31,	December 31,	September 30,
(dollar amounts in millions)		2018	2018	2018	2017	2017
Calculation of tangible equity / asset ratio:						
Total shareholders' equity	\$	10,934	\$ 11,472	\$ 11,308	\$ 10,814	\$ 10,699
Less: goodwill		(1,993)	(1,993)	(1,993)	(1,993)	(1,993)
Less: other intangible assets		(306)	(319)	(333)	(346)	(360)
Add: related deferred tax liability(2)		64	67	70	73	126
Total tangible equity		8,699	9,227	9,052	8,548	8,472
Less: preferred equity		(1,203)	(1,203)	(1,203)	(1,071)	(1,071)
Total tangible common equity	\$	7,496	\$ 8,024	\$ 7,849	\$ 7,477	\$ 7,401
Total assets	\$	105,652	\$ 105,358	\$ 104,246	\$ 104,185	\$ 101,988
Less: goodwill		(1,993)	(1,993)	(1,993)	(1,993)	(1,993)
Less: other intangible assets		(306)	(319)	(333)	(346)	(360)
Add: related deferred tax liability(2)		64	67	70	73	126
Total tangible assets	\$	103,417	\$ 103,113	\$ 101,990	\$ 101,919	\$ 99,761
Tangible equity / tangible asset ratio		8.41%	8.95%	8.88%	8.39%	8.49%
Tangible common equity / tangible asset ratio		7.25	7.78	7.70	7.34	7.42
Other data:						
Number of employees (Average full-time equivalent)		15,772	15,732	15,599	15,375	15,508
Number of domestic full-service branches(3)		970	968	966	966	958
ATM Count		1,860	1,831	1,866	1,848	1,860

High and low stock prices are intra-day quotes obtained from (1)

Bloomberg.

Other intangible assets are net of deferred tax liability, calculated at a 21% tax rate and a 35% tax rate for periods prior to December 31, (2)

Includes Regional Banking and The Huntington Private Client Group offices. (3)

				YTD Average	Balances	(2)	
		Nine Months End	ded Septer	mber 30,		Change	:
(dollar amounts in millions)		2018		2017		Amount	Percent
Assets							
Interest-bearing deposits in banks	\$	86	\$	102	\$	(16)	(16)%
Securities:							
Trading account securities		84		107		(23)	(21)
Available-for-sale securities:							
Taxable		10,817		12,157		(1,340)	(11)
Tax-exempt		3,561		3,105		456	15
Total available-for-sale securities		14,378		15,262		(884)	(6)
Held-to-maturity securities - taxable		8,713		7,785		928	12
Other securities		590		578		12	2
Total securities		23,765		23,732		33	_
Loans held for sale		615		540		75	14
Loans and leases:(1)							
Commercial:							
Commercial and industrial		28,661		27,852		809	3
Commercial real estate:							
Construction		1,149		1,198		(49)	(4)
Commercial		6,131		6,014		117	2
Commercial real estate		7,280		7,212		68	1
Total commercial		35,941		35,064		877	3
Consumer:							
Automobile		12,247		11,369		878	8
Home equity		9,948		9,983		(35)	_
Residential mortgage		9,682		8,055		1,627	20
RV and marine finance		2,723		2,071		652	31
Other consumer		1,175		997		178	18
Total consumer		35,775		32,475		3,300	10
Total loans and leases	<u></u>	71,716		67,539		4,177	6
Allowance for loan and lease losses		(737)		(660)		(77)	(12)
Net loans and leases	<u></u>	70,979		66,879		4,100	6
Total earning assets		96,182		91,913		4,269	5
Cash and due from banks	<u></u>	1,277		1,530		(253)	(17)
Intangible assets		2,318		2,373		(55)	(2)
All other assets		5,640		5,433		207	4
Total assets	\$	104,680	\$	100,589		4,091	4 %
Liabilities and shareholders' equity	Ψ	101,000	Ψ	100,303		1,071	1 70
Deposits:							
Demand deposits - noninterest-bearing	Φ.	20.202		21.604		(1.201)	(6)0/
	\$	20,393	\$	21,684	\$	(1,291)	(6)%
Demand deposits - interest-bearing		19,105		17,380		1,725	10
Total demand deposits		39,498		39,064		434	1
Money market deposits		21,059		19,399		1,660	9
Savings and other domestic deposits		11,267		11,815		(548)	(5)
Core certificates of deposit		3,677		2,176		1,501	69
Total core deposits		75,501		72,454		3,047	4
Other domestic deposits of \$250,000 or more		259		460		(201)	(44)
Brokered deposits and negotiable CDs		3,501	_	3,770	_	(269)	(7)
Total deposits		79,261		76,684		2,577	3
Short-term borrowings		3,335		2,952		383	13
Long-term debt		9,033		8,738		295	3
Total interest-bearing liabilities		71,236		66,690		4,546	7
All other liabilities		1,935		1,627		308	19
Shareholders' equity		11,116		10,588		528	5
Total liabilities and shareholders' equity	\$	104,680	\$	100,589	\$	4,091	4 %
(A) T 1 1							

⁽¹⁾ Includes nonaccrual loans.

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

	Nine Mont	hs Ended Se	ntember 30
(dollar amounts in millions)	2018	is Ended Sej	2017
Assets	2010		2017
Interest-bearing deposits in banks	\$	1 \$	1
Securities:	Ψ	Ι ψ	
Trading account securities			_
Available-for-sale securities:			
Taxable	2	10	215
Tax-exempt		89	86
Total available-for-sale securities		99	30
Held-to-maturity securities - taxable		59	138
Other securities			
Total securities		20	1:
Loans held for sale		78	454
Loans and leases:		19	1:
Commercial:			
Commercial and industrial	9	74	850
Commercial real estate:			
Construction		44	38
Commercial		09	179
Commercial real estate		53	21
Total commercial		27	1,06
Consumer:			
Automobile	3	34	303
Home equity	3	77	34
Residential mortgage	2	70	22
RV and marine finance	1	04	80
Other consumer	1	05	8
Total consumer	1,1	90	1,03
Total loans and leases	2,4	17	2,10
Cotal earning assets	\$ 2,9	15 \$	2,57
iabilities			
Deposits:			
Demand deposits - noninterest-bearing	\$	— \$	-
Demand deposits - interest-bearing		53	2
Total demand deposits		53	2
Money market deposits		96	4
Savings and other domestic deposits		19	1
Core certificates of deposit		43	
Total core deposits		11	9
Other domestic deposits of \$250,000 or more		2	2
Brokered deposits and negotiable CDs		46	20
Total deposits		59 <u> </u>	12
Short-term borrowings			
-		42	16
Long-term debt		36	163
Γotal interest-bearing liabilities	5	37	307

⁽¹⁾ Fully-taxable equivalent (FTE) income and expense calculated assuming a 21% tax rate and a 35% tax rate for periods prior to January 1, 2018. See page 21 for the FTE adjustment.

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

Average 30 day LIBOR

		YTD Average Rates(2)				
	Nine Months Ended September					
Fully-taxable equivalent basis(1)	2018	2017				
Assets						
Interest-bearing deposits in banks	1.95 %	1.46 %				
Securities:						
Trading account securities	0.21	0.17				
Available-for-sale securities:						
Taxable	2.58	2.36				
Tax-exempt	3.35	3.70				
Total available-for-sale securities	2.77	2.63				
Held-to-maturity securities - taxable	2.43	2.37				
Other securities	4.38	3.28				
Total securities	2.69	2.55				
Loans held for sale	4.19	3.79				
Loans and leases:(3)						
Commercial:						
Commercial and industrial	4.48	4.03				
Commercial real estate:						
Construction	5.09	4.24				
Commercial	4.49	3.92				
Commercial real estate	4.58	3.97				
Total commercial	4.50	4.01				
Consumer:						
Automobile	3.65	3.57				
Home equity	5.07	4.60				
Residential mortgage	3.71	3.65				
RV and marine finance	5.09	5.54				
Other consumer	11.91	11.53				
Total consumer	4.44	4.27				
Total loans and leases	4.47	4.14				
Total earning assets	4.05%	3.75%				
Liabilities						
Deposits:						
Demand deposits - noninterest-bearing	—%	-%				
Demand deposits - interest-bearing	0.37	0.20				
Total demand deposit	0.18	0.09				
Money market deposits	0.61	0.31				
Savings and other domestic deposits	0.22	0.21				
Core certificates of deposit	1.57	0.55				
Total interest-bearing core deposits	0.51	0.26				
Other domestic deposits of \$250,000 or more	1.05	0.51				
Brokered deposits and negotiable CDs	1.76	0.93				
Total interest-bearing deposits	0.59	0.31				
Short-term borrowings	1.67	0.76				
Long-term debt	3.48	2.49				
Total interest-bearing liabilities	1.01	0.61				
Net interest rate spread	3.05	3.13				
Impact of noninterest-bearing funds on margin	0.26	0.17				
Net interest margin	3.31%	3.30 %				
. To more and management of the more and the	5.51 70	3.30 /0				
Commercial Loan Derivative Impact						
(Unaudited)						
	YTD Average Rates					
	Nine Months Ended September	er 30,				
Fully-taxable equivalent basis(1)	2018	2017				
	4.50 %	4.03 %				
Commercial loans(2)(3)	1.50 / 0	1.05 70				
Impact of commercial loan derivatives		(0.02)%				
Total commercial - as reported	4.50 %	4.01 %				
Assessed 20 Jan LIDOD						

1.91%

1.04 %

- (1) Fully-taxable equivalent (FTE) yields are calculated assuming a 21% tax rate and a 35% tax rate for periods prior to January 1, 2018. See page 21 for the FTE adjustment.
- (2) Loan and lease and deposit average rates include impact of applicable derivatives, non-deferrable fees, and amortized
- (3) Includes the impact of nonaccrual loans.

	Nine Months En	ded Sej	ptember 30,		Chang	ge
(dollar amounts in millions, except per share amounts)	 2018		2017		Amount	Percent
Interest income	\$ 2,893	\$	2,539	\$	354	14 %
Interest expense	537		306		231	75
Net interest income	2,356		2,233		123	6
Provision for credit losses	175		136		39	29
Net interest income after provision for credit losses	2,181		2,097		84	4
Service charges on deposit accounts	 270		262		8	3
Cards and payment processing income	166		153		13	8
Trust and investment management services	129		115		14	12
Mortgage banking income	85		98		(13)	(13)
Insurance income	61		60		1	2
Capital market fees	62		53		9	17
Bank owned life insurance income	51		49		2	4
Gain on sale of loans and leases	39		39		_	_
Securities gains (losses)	(2)		_		(2)	(100)
Other income	131		138		(7)	(5)
Total noninterest income	992		967		25	3
Personnel costs	1,160		1,151		9	1
Outside data processing and other services	211		242		(31)	(13)
Net occupancy	114		176		(62)	(35)
Equipment	116		135		(19)	(14)
Deposit and other insurance expense	54		59		(5)	(8)
Professional services	43		51		(8)	(16)
Marketing	38		50		(12)	(24)
Amortization of intangibles	40		42		(2)	(5)
Other expense	160		176		(16)	(9)
Total noninterest expense	 1,936		2,082		(146)	(7)
Income before income taxes	1,237		982		255	26
Provision for income taxes	•					
Net income	 1,059		228 754		305	(22)
Dividends on preferred shares	*					
	\$ 1,008	\$	57 697	\$	311	(11)
Net income applicable to common shares	\$ 	D		D		45 %
Average common shares - basic (000)	1,090,570		1,087,115		3	_
Average common shares - diluted	1,116,978		1,107,878		9	1
Per common share		_				
Net income - basic	\$ 0.92	\$	0.64	\$	0.28	44 %
Net income - diluted	0.90		0.63		0.27	43
Cash dividends declared	0.36		0.24		0.12	50
Revenue - fully taxable equivalent (FTE)						
Net interest income	\$ 2,356	\$	2,233	\$	123	6 %
FTE adjustment(2)	 22		38		(16)	(42)
Net interest income	2,378		2,271		107	5
Noninterest income	 992		967		25	3
Total revenue(2)	\$ 3,370	\$	3,238	\$	132	4 %

⁽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 21% tax rate and a 35% tax rate for periods prior to January 1, 2018.

	Nine Months End	led Sep	otember 30,	Change	;
(dollar amounts in millions)	2018		2017	Amount	Percent
Net origination and secondary marketing income	\$ 63	\$	71	(8)	(11)%
Net mortgage servicing income					
Loan servicing income	42		39	3	8
Amortization of capitalized servicing	(25)		(21)	(4)	(19)
Operating income	 17		18	(1)	(6)
MSR valuation adjustment (1)	 7		(1)	8	800
Gains (losses) due to MSR hedging	 (7)		1	(8)	(800)
Net MSR risk management	_		_		_
Total net mortgage servicing income	\$ 17	\$	18	\$ (1)	(6)%
All other	5		9	(4)	(44)
Mortgage banking income	\$ 85	\$	98	\$ (13)	(13)%
Mortgage origination volume	\$ 5,458	\$	4,850	\$ 608	13 %
Mortgage origination volume for sale	3,113		2,906	207	7
Third party mortgage loans serviced (2)	20,617		19,552	1,065	5
Mortgage servicing rights (2)	219		195	24	12
MSR % of investor servicing portfolio	1.06 %		1.00 %	0.06%	6 %

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

At period end. (1)

⁽²⁾

	1	Nine Months Ended	l Septeml	eptember 30,	
(dollar amounts in millions)		2018		2017	
Allowance for loan and lease losses, beginning of period	\$	691	\$	638	
Loan and lease losses		(184)		(192)	
Recoveries of loans previously charged off		89		74	
Net loan and lease losses		(95)		(118)	
Provision for loan and lease losses		165		155	
Allowance of assets sold or transferred to loans held for sale		—		_	
Allowance for loan and lease losses, end of period		761		675	
Allowance for unfunded loan commitments and letters of credit, beginning of period	\$	87 5	\$	98	
Provision for (reduction in) unfunded loan commitments and letters of credit losses		10		(19)	
Allowance for unfunded loan commitments and letters of credit, end of period		97		79	
Total allowance for credit losses	\$	858	\$	754	
Allowance for loan and lease losses (ALLL) as % of:					
Total loans and leases		1.04 %		0.98 %	
Nonaccrual loans and leases (NALs)		206		200	
Nonperforming assets (NPAs)		189		175	
Total allowance for credit losses (ACL) as % of:					
Total loans and leases		1.17%		1.10%	

(dollar amounts in millions)	2018		2017
Net charge-offs by loan and lease type:	2018		2017
Commercial:			
Commercial and industrial	\$ 19	\$	34
Commercial real estate:	\$ 17	Ф	34
Construction	(1)		(4)
Commercial	(17)		(6)
Commercial real estate	(18)		(10)
Total commercial	1		24
Consumer:			27
Automobile	25		30
Home equity	4		4
Residential mortgage	4		6
RV and marine finance	7		8
Other consumer	54		46
Total consumer	94		94
	21		<i>-</i>
Total net charge-offs	\$ 95	\$ dad Santamb	118
Total net charge-offs	Nine Months En	ded Septemb	ber 30,
		ded Septemb	
Net charge-offs - annualized percentages:	Nine Months En	ded Septemb	ber 30,
Net charge-offs - annualized percentages: Commercial:	Nine Months En	ded Septemb	ber 30, 2017
Net charge-offs - annualized percentages: Commercial: Commercial and industrial	Nine Months En	ded Septemb	ber 30, 2017
Net charge-offs - annualized percentages: Commercial: Commercial and industrial Commercial real estate:	Nine Months En 2018	ded Septemb	ber 30, 2017 0.16 S
Net charge-offs - annualized percentages: Commercial: Commercial and industrial Commercial real estate: Construction	Nine Months En 2018 0.09 %	ded Septemb	ber 30, 2017 0.16 9
Net charge-offs - annualized percentages: Commercial: Commercial and industrial Commercial real estate: Construction Commercial	Nine Months En 2018 0.09 % (0.14) (0.34)	ded Septemb	0.16 (0.44) (0.13)
Net charge-offs - annualized percentages: Commercial: Commercial and industrial Commercial real estate: Construction Commercial Commercial	Nine Months En 2018 0.09 % (0.14) (0.34) (0.31)	ded Septemb	0.16 (0.44) (0.13) (0.18)
Commercial and industrial Commercial real estate: Construction Commercial Commercial real estate Total commercial	Nine Months En 2018 0.09 % (0.14) (0.34)	ded Septemb	0.16 (0.44) (0.13)
Net charge-offs - annualized percentages: Commercial: Commercial and industrial Commercial real estate: Construction Commercial Commercial Commercial real estate Total commercial Consumer:	Nine Months En 2018 0.09 % (0.14) (0.34) (0.31) 0.01	ded Septemb	0.16 (0.44) (0.13) (0.18)
Net charge-offs - annualized percentages: Commercial: Commercial and industrial Commercial real estate: Construction Commercial Commercial real estate Total commercial Consumercial Consumercial Consumercial Consumercial Consumercial	Nine Months En 2018 0.09 % (0.14) (0.34) (0.31) 0.01	ded Septemb	0.16 (0.44) (0.13) (0.18) 0.09
Net charge-offs - annualized percentages: Commercial: Commercial and industrial Commercial real estate: Construction Commercial Commercial real estate Total commercial Consumer: Automobile Home equity	Nine Months En 2018 0.09 % (0.14) (0.34) (0.31) 0.01	ded Septemb	0.16 (0.44) (0.13) (0.18) 0.09
Net charge-offs - annualized percentages: Commercial: Commercial and industrial Commercial real estate: Construction Commercial Commercial estate Total commercial Consumer: Automobile Home equity Residential mortgage	Nine Months En 2018 0.09 % (0.14) (0.34) (0.31) 0.01 0.27 0.06 0.05	ded Septemb	0.16 (0.44) (0.13) (0.18) 0.09
Net charge-offs - annualized percentages: Commercial: Commercial and industrial Commercial real estate: Construction Commercial Commercial Commercial estate Total commercial Consumer: Automobile Home equity Residential mortgage RV and marine finance	Nine Months En 2018 0.09 % (0.14) (0.34) (0.31) 0.01 0.27 0.06 0.05 0.33	ded Septemb	0.16 (0.44) (0.13) (0.18) 0.09 0.36 0.06 0.09 0.49
Net charge-offs - annualized percentages: Commercial: Commercial and industrial Commercial real estate: Construction Commercial Commercial estate Total commercial Consumer: Automobile Home equity Residential mortgage RV and marine finance Other consumer	Nine Months En 2018 0.09 % (0.14) (0.34) (0.31) 0.01 0.27 0.06 0.05 0.33 6.12	ded Septemb	0.16 9 (0.44) (0.13) (0.18) 0.09 0.36 0.06 0.09 0.49 6.13
Net charge-offs - annualized percentages: Commercial: Commercial and industrial Commercial real estate: Construction Commercial Commercial estate Total commercial Consumer: Automobile Home equity Residential mortgage RV and marine finance	Nine Months En 2018 0.09 % (0.14) (0.34) (0.31) 0.01 0.27 0.06 0.05 0.33	ded Septemb	0.16 9 (0.44) (0.13) (0.18) 0.09

	September 30	,
(dollar amounts in millions)	 2018	2017
Nonaccrual loans and leases (NALs):		
Commercial and industrial	\$ 211 \$	170
Commercial real estate	19	18
Automobile	5	4
Residential mortgage	67	75
RV and marine finance	1	_
Home equity	67	71
Other consumer	_	_
Total nonaccrual loans and leases	370	338
Other real estate, net:		
Residential	22	26
Commercial	5	16
Total other real estate, net	27	42
Other NPAs (1)	6	7
Total nonperforming assets (3)	\$ 403 \$	387
Nonaccrual loans and leases as a % of total loans and leases	0.50%	0.49 %
NPA ratio (2)	0.55	0.56

	Nine Months E	nded Se	ptember 30,
(dollar amounts in millions)	2018		2017
Nonperforming assets, beginning of period	\$ 389	\$	481
New nonperforming assets	368		299
Returns to accruing status	(72)	1	(93)
Loan and lease losses	(82)	1	(74)
Payments	(179)		(198)
Sales and held-for-sale transfers	(21)	1	(28)
Nonperforming assets, end of period (2)	\$ 403	\$	387
	<u></u>		

Other nonperforming assets represent an investment security backed by a municipal (1)

Nonperforming assets divided by the sum of loans and leases, net other real estate owned, and other NPAs. (2)

⁽³⁾ Nonaccruing troubled debt restructured loans on page 25 are included in the total nonperforming assets balance.

	Nine Months Ended September 30,			
(dollar amounts in millions)		2018	2017	
Accruing loans and leases past due 90 days or more:				
Commercial and industrial	\$	9 \$	14	
Commercial real estate		_	10	
Automobile		7	10	
Residential mortgage (excluding loans guaranteed by the U.S. Government)		28	14	
RV and marine finance		1	2	
Home equity		15	16	
Other consumer		6	4	
Total, excl. loans guaranteed by the U.S. Government		66	70	
Add: loans guaranteed by U.S. Government		88	49	
Total accruing loans and leases past due 90 days or more, including loans guaranteed by the U.S. Government	\$	154 \$	119	
Ratios:				
Excluding loans guaranteed by the U.S. Government, as a percent of total loans and leases		0.09%	0.10%	
Guaranteed by U.S. Government, as a percent of total loans and leases		0.12	0.07	
Including loans guaranteed by the U.S. Government, as a percent of total loans and leases		0.21	0.17	
Accruing troubled debt restructured loans:				
Commercial and industrial	\$	308 \$	268	
Commercial real estate		60	80	
Automobile		34	29	
Home equity		257	265	
Residential mortgage		219	235	
RV and marine finance		2	1	
Other consumer		10	7	
Total accruing troubled debt restructured loans	\$	890 \$	885	
Nonaccruing troubled debt restructured loans:				
Commercial and industrial	\$	100 \$	96	
Commercial real estate		8	4	
Automobile		3	4	
Home equity		28	31	
Residential mortgage		46	50	
RV and marine finance		1		
Other consumer		_	_	
Total nonaccruing troubled debt restructured loans	\$	186 \$	185	