## 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) July 25, 2019



## **HUNTINGTON BANCSHARES INCORPORATED**

(Exact name of registrant as specified in its charter)

Maryland

1-34073

31-0724920

(State or other jurisdiction of incorporation)

(Commission File Number) (IRS Employer Identification No.)

Huntington Center 41 South High Street Columbus, Ohio

43287

(Address of principal executive offices)

(Zip Code)

#### (614) 480-2265

(Registrant's telephone number, including area code)

#### Not Applicable

(Former name or former address, if changed since last report.)

Securities registered pursuant to Section 12(b) of the Act:

Title of class	Trading Symbol(s)	Name of exchange on which registered
5.875% Series C Non-Cumulative, perpetual preferred stock	HBANN	Nasdaq
6.250% Series D Non-Cumulative, perpetual preferred stock	HBANO	Nasdaq
Common Stock—Par Value \$0.01 per Share	HBAN	Nasdaq

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										
U	ing 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 counting standards provided pursuant to Section 13(a) of the Exchange Act.										

## Item 2.02. Results of Operations and Financial Condition.

On July 25, 2019, Huntington Bancshares Incorporated ("Huntington") issued a news release announcing its earnings for the quarter endedune 30, 2019. Also on July 25, 2019, 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 July 25, 2019, 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 13691869. 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 August 2, 2019 at (877) 660-6853 or (201) 612-7415 conference ID 13691869.

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 2018 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, <a href="https://www.huntington.com">https://www.huntington.com</a>, 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 July 25, 2019.

Exhibit 99.2 – Quarterly Financial Supplement, June 2019.

#### EXHIBIT INDEX

### Exhibit No. Description

Exhibit 99.1 News release of Huntington Bancshares Incorporated, dated July 25, 2019

Exhibit 99.2 Quarterly Financial Supplement, June 2019

#### **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: July 25, 2019 By: /s/ Howell D. McCullough III

Howell D. McCullough III Chief Financial Officer



FOR IMMEDIATE RELEASE **July 25, 2019** 

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 2019 SECOND QUARTER EARNINGS OF \$0.33 PER COMMON SHARE

#### Results Include 10% Year-Over-Year Increases in Earnings Per Common Share and Tangible Book Value Per Common Share

COLUMBUS, Ohio – Huntington Bancshares Incorporated (Nasdaq: HBAN; www.huntington.com) reported net income for the 2019 second quarter of \$364 million, an increase of 3% from the year-ago quarter. Earnings per common share (EPS) for the 2019 second quarter were \$0.33, up 10% from the year-ago quarter. Tangible book value per common share as of 2019 second quarter-end was \$7.97, a 10% year-over-year increase. Return on average assets was 1.36%, return on average common equity was 13.5%, and return on average tangible common equity was 17.7%.

"We are pleased with our solid second quarter performance," said Steve Steinour, chairman, president, and CEO. "We remain disciplined in the execution of our strategies and have taken appropriate measures to drive long-term performance. In the quarter, we completed the sale of our Wisconsin retail branches and optimized our balance sheet through the sale of securities and the exit of certain loan and deposit relationships which did not meet our heightened return profile. We are focused on improving long-term returns through efficient capital allocation, prudent pricing, and disciplined growth."

"During the second quarter, the downward movement in LIBOR and the flattening of the yield curve compressed the NIM. Due to the changing interest rate outlook, market volatility, and the market's expectations for Fed interest rate cuts during the second half of this year, we took certain actions to drive results in this more challenging interest rate environment. We accelerated the implementation of our hedging program and have now substantially executed the planned hedging transactions. We are better positioned to manage through a lower interest rate environment going forward. Also, consistent with our commitment to adjust expense growth as the revenue environment changes, we moderated the pace of discretionary spending and certain planned investments in order to reduce expense growth. We remain committed to driving positive operating leverage for the seventh consecutive year in 2019."

"Huntington received the highest score in the J.D. Power 2019 U.S. Online Banking and Banking Mobile App Satisfaction Studies. We are pleased with this independent recognition of our mobile and digital technology, which follows the launch of our digital platform "The Hub" last year. Our investments continue to build on our customer experience advantage to grow market share and share of wallet in the markets we serve."

In accordance with our 2019 capital plan, last week the Board approved a 7% increase to the quarterly cash dividend on the Company's common stock. Following the completion of the 2018 capital plan's share repurchase in the 2019 second quarter, the Board also approved the repurchase of up to \$513 million of common shares over the next four quarters. Purchases of common stock under the authorization may include open market purchases, privately negotiated transactions, and accelerated share repurchase programs.

"The underlying economic fundamentals in our footprint continue to reflect a favorable outlook for both consumers and businesses. Our business customers remain positive yet continue to experience a tight labor market. Our loan pipelines remain steady as competition for loans and deposits is rational. Our credit metrics remain strong. We do not foresee a recession in the near term; however, our core earnings power, strong capital,

aggregate moderate-to-low risk appetite, and long-term strategic alignment position us to withstand economic headwinds, including changes in the interest rate outlook," Steinour said.

#### 2019 Second Quarter Highlights compared with 2018 Second Quarter:

- Fully-taxable equivalent total revenue increased \$66 million, or 6%.
- Fully-taxable equivalent net interest income increased \$28 million, or 4%
- Net interest margin increased 2 basis points to 3.31%.
- · Noninterest income increased \$38 million, or 11%, including a \$15 million gain on the sale of the Wisconsin retail branches.
- Noninterest expense increased \$48 million, or 7%
- Efficiency ratio of 57.6%, up from 56.6%.
- Average loans and leases increased \$3.0 billion, or 4%, year-over-year, including a \$1.7 billion, or 5%, increase in consumer loans and a \$1.3 billion, or 4%, increase in commercial loans.
- Average core deposits increased \$3.3 billion, or 4%, year-over-year, driven by a \$2.4 billion, or 11%, increase in money market deposits and a \$2.1 billion, or 54%, increase in core certificates of deposit.
- Net charge-offs equated to 0.25% of average loans and leases, up from 0.16%.
- Nonperforming asset ratio of 0.61%, up from 0.57%.
- Common Equity Tier 1 (CET1) risk-based capital ratio of 9.88%, down from 10.53% and within our 9% to 10% operating guideline.
- Tangible common equity (TCE) ratio of 7.80%, up from 7.78%.
- Tangible book value per common share increased \$0.70, or 10%, to \$7.97.
- Repurchased \$152 million of common stock (11.3 million shares at an average price of \$13.40 per share).

<sup>1</sup>Huntington received the highest score in the J.D. Power 2019 US Online Banking and Banking Mobile App Satisfaction Studies of customers' satisfaction with their financial institution's online experience and mobile applications for banking account management. Visit jdpower.com/awards

Table 1 – Earnings Performance Summary

	 20	)19		2018							
	Second		First		Fourth		Third		Second		
(in millions, except per share data)	Quarter		Quarter		Quarter		Quarter		Quarter		
Net Income	\$ 364	\$	358	\$	334	\$	378	\$	355		
Diluted earnings per common share	0.33		0.32		0.29		0.33		0.30		
Return on average assets	1.36%		1.35%		1.25%		1.42%		1.36%		
Return on average common equity	13.5		13.8		12.9		14.3		13.2		
Return on average tangible common equity	17.7		18.3		17.3		19.0		17.6		
Net interest margin	3.31		3.39		3.41		3.32		3.29		
Efficiency ratio	57.6		55.8		58.7		55.3		56.6		
Tangible book value per common share	\$ 7.97	\$	7.67	\$	7.34	\$	7.06	\$	7.27		
Cash dividends declared per common share	0.14		0.14		0.14		0.14		0.11		
Average diluted shares outstanding	1,060		1,066		1,073		1,104		1,123		
Average earning assets	\$ 99,188	\$	99,212	\$	97,752	\$	96,753	\$	96,363		
Average loans and leases	74,932		74,775		73,822		72,751		71,887		
Average core deposits	78,723		79,033		79,078		77,680		75,386		
Tangible common equity / tangible assets ratio	7.80%		7.57%		7.21%		7.25%		7.78%		
Common equity Tier 1 risk-based capital ratio	9.88		9.84		9.65		9.89		10.53		
NCOs as a % of average loans and leases	0.25%		0.38%		0.27%		0.16%		0.16%		
NAL ratio	0.57		0.56		0.45		0.50		0.52		
ALLL as a % of total loans and leases	1.03		1.02		1.03		1.04		1.02		

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

Table 2 – Net Interest Income and Net Interest Margin Performance Summary – Year-over-Year Net Interest Income Growth Primarily Driven by Increase in Average Earning Assets

	 20					2018					
	Second		First		Fourth		Third		Second	Change	(%)
(\$ in millions)	Quarter	rter Quarter		Quarter		Quarter		Quarter		LQ	YOY
Net interest income	\$ 812	\$	\$ 822		833	\$	802	\$	784	(1)%	4%
FTE adjustment	7		7		8		8		7	0	0
Net interest income - FTE	819		829		841		810		791	(1)	4
Noninterest income	374		319		329		342		336	17	11
Total revenue - FTE	\$ 1,193	\$	1,148	\$	1,170	\$	1,152	\$	1,127	4 %	6%

					_	Change	(bp)
Yield / Cost					_	LQ	YOY
Total earning assets	4.35%	4.40%	4.32%	4.16%	4.07%	(5)	28
Total loans and leases	4.80	4.85	4.76	4.60	4.49	(5)	31
Total securities	2.79	2.86	2.84	2.73	2.71	(7)	8
Total interest-bearing liabilities	1.39	1.35	1.23	1.13	1.05	4	34
Total interest-bearing deposits	0.97	0.94	0.84	0.73	0.59	3	38
Net interest rate spread	2.96	3.05	3.09	3.03	3.02	(9)	(6)
Impact of noninterest-bearing funds on margin	0.35	0.34	0.32	0.29	0.27	1	8
Net interest margin	3.31%	3.39%	3.41%	3.32%	3.29%	(8)	2

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

Fully-taxable equivalent (FTE) net interest income for the 2019 second quarter increased \$28 million, or 4%, from the 2018 second quarter. This reflected the benefit from the \$2.8 billion, or 3%, increase in average earning assets coupled with a 2 basis point increase in the FTE net interest margin (NIM) to 3.31%. The NIM expansion reflected a 28 basis point year-over-year increase in average earning asset yields and an 8 basis point increase in the benefit from noninterest-bearing funds, partially offset by a 34 basis point increase in average interest-bearing liability costs. The increase in earning asset yields was primarily driven by higher consumer loan yields and the impact of higher LIBOR rates on commercial loan yields. The increase in average interest-bearing liability costs primarily reflects higher deposit costs. Embedded within these yields and costs, FTE net interest income during the 2019 second quarter included \$13 million, or approximately 5 basis points, of purchase accounting impact compared to \$19 million, or approximately 8 basis points, in the year-ago quarter.

Compared to the 2019 first quarter, FTE net interest income decreased \$10 million, or 1%, primarily reflecting the NIM compression of 8 basis points as average earning assets remained flat. The NIM contraction reflected a 5 basis point decrease in average earning asset yields and a 4 basis point increase in average interest-bearing liability costs, partially offset by a 1 basis point increase in the benefit from noninterest-bearing funds. The decrease in earning asset yields was primarily driven by the impact of lower LIBOR rates in the quarter on commercial loan yields, the incremental cost of the hedging program, and lower securities yields. The increase in average interest-bearing liability costs primarily reflects higher money market deposit costs. The purchase accounting impact on the NIM was approximately 5 basis points in the 2019 second quarter, down 1 basis point from the prior quarter. The net impact of the asset and liability derivatives on the NIM was a less than 1 basis point reduction in the 2019 second quarter as the liability derivatives nearly offset the impact of the asset derivatives.

Table 3 – Average Earning Assets – Continued Year-over-Year C&I and Residential Mortgage Loan Growth Reflects Underlying Economic Strength of the Footprint

	2019											
	Se	Second		First		Fourth		Third		Second	Chang	e (%)
(\$ in billions)	Qu	arter	(	Quarter		Quarter		Quarter		Quarter	LQ	YOY
Commercial and industrial	\$	30.6	\$	30.5	\$	29.6	\$	28.9	\$	28.9	0 %	6 %
Commercial real estate		6.9		6.9		6.9		7.2		7.4	1	(6)
Total commercial		37.5		37.4		36.5		36.0		36.2	0	4
Automobile		12.2		12.4		12.4		12.4		12.3	(1)	0
Home equity		9.5		9.6		9.8		9.9		9.9	(2)	(5)
Residential mortgage		11.0		10.8		10.6		10.2		9.6	2	14
RV and marine		3.4		3.3		3.2		3.0		2.7	4	28
Other consumer		1.3		1.3		1.3		1.2		1.2	(2)	9
Total consumer		37.4		37.4		37.3		36.7		35.7	0	5
Total loans and leases		74.9		74.8		73.8		72.8		71.9	0	4
Total securities		22.9		23.1		22.7		23.2		23.8	(1)	(4)
Held-for-sale and other earning assets		1.4		1.3		1.3		0.8		0.7	6	97
Total earning assets	\$	99.2	\$	99.2	\$	97.8	\$	96.8	\$	96.4	0 %	3 %

See Page 7 of Quarterly Financial Supplement for additional detail.

Average earning assets for the 2019 second quarter increased \$2.8 billion, or 3%, from the year-ago quarter, primarily reflecting a \$3.0 billion, or 4%, increase in average loans and leases. Average commercial and industrial (C&I) loans increased \$1.8 billion, or 6%, reflecting growth in corporate banking, asset finance, and dealer floorplan. Average residential mortgage loans increased \$1.4 billion, or 14%, driven by the successful expansion of our home lending business within our existing markets. Average RV and marine loans increased \$0.7 billion, or 28%, reflecting market share increases across our markets, while maintaining our commitment to super prime originations. Held-for-sale and other earning assets increased \$0.7 billion, or 97%, primarily due to the inclusion of deposits in Federal Reserve Bank balances. These balances were treated as non-earning assets prior to the fourth quarter 2018. Average total securities decreased \$0.9 billion, or 4%, primarily due to runoff in the portfolio in 2018 and balance sheet optimization actions taken in the 2019 second quarter.

Compared to the 2019 first quarter, average earning assets were relatively unchanged. Average commercial loans increased less than 1%. The disciplined growth included continued active portfolio management associated with our heightened return requirements. Consumer loans were relatively unchanged, with consistency across products. Average total securities decreased \$0.3 billion, or 1%, primarily reflecting the balance sheet optimization actions taken in the 2019 second quarter.

On June 14, 2019, Huntington completed the sale of the Wisconsin retail branches, which included \$117 million of loans held-for-sale.

Table 4 - Average Liabilities - Continued Year-over-Year Growth in Core Deposits

	2019											
	S	Second		First		Fourth		Third	Second		Change	(%)
(\$ in billions)	C	Quarter		Quarter		Quarter		Quarter		Quarter	LQ	YOY
Demand deposits - noninterest-bearing	\$	19.8	\$	19.9	\$	20.4	\$	20.2	\$	20.4	(1)%	(3)%
Demand deposits - interest-bearing		19.7		19.8		19.9		19.6		19.1	0	3
Total demand deposits		39.5		39.7		40.3		39.8		39.5	(1)	0
Money market deposits		23.3		22.9		22.6		21.5		20.9	2	11
Savings and other domestic deposits		10.1		10.3		10.5		11.4		11.1	(2)	(9)
Core certificates of deposit		5.9		6.1		5.7		4.9		3.8	(3)	54
Total core deposits		78.7		79.0		79.1		77.7		75.4	0	4
Other domestic deposits of \$250,000 or more		0.3		0.3		0.3		0.3		0.2	(7)	28
Brokered deposits and negotiable CDs		2.7		3.4		3.5		3.5		3.7	(21)	(27)
Total deposits	\$	81.7	\$	82.7	\$	82.9	\$	81.5	\$	79.3	(1)%	3 %
					·							
Short-term borrowings	\$	3.2	\$	2.3	\$	1.0	\$	1.7	\$	3.1	36 %	3 %
Long-term debt		8.9		9.0		8.9		8.9		9.2	(1)	(3)
Total debt	\$	12.1	\$	11.3	\$	9.9	\$	10.6	\$	12.3	7 %	(2)%
Total interest-bearing liabilities	\$	74.0	\$	74.1	\$	72.4	\$	71.9	\$	71.2	0 %	4 %

See Page 7 of Quarterly Financial Supplement for additional detail.

Average total interest-bearing liabilities for the 2019 second quarter increased \$2.8 billion, or 4%, from the year-ago quarter. Average total deposits increased \$2.4 billion, or 3%, while average total core deposits increased \$3.3 billion, or 4%. Average money market deposits increased \$2.4 billion, or 11%, reflecting the shift in promotional pricing to consumer money market accounts in mid-2018. Average core certificates of deposit increased \$2.1 billion, or 54%, reflecting consumer deposit growth initiatives primarily in the first three quarters of 2018. Average interest-bearing demand deposits increased \$0.6 billion, or 3%, primarily driven by the shift in commercial balances from noninterest-bearing to interest-bearing checking. Savings and other domestic deposits decreased \$1.0 billion, or 9%, primarily reflecting a continued shift in consumer product mix. Average brokered deposits and negotiable CDs decreased \$1.0 billion, or 27%, as growth in core deposits reduced reliance on wholesale funding. Average noninterest-bearing demand deposits decreased \$0.6 billion, or 3%, primarily driven by the aforementioned shift in commercial checking balances, partially offset by continued growth in consumer noninterest-bearing checking.

Compared to the 2019 first quarter, average total interest-bearing liabilities decreased \$0.1 billion, or less than 1%. Average total deposits decreased \$1.1 billion, or 1%. Average short-term borrowings increased \$0.8 billion, or 36%, which was nearly offset by a decrease of \$0.7 billion, or 21%, in average brokered deposits and negotiable CDs due to changes in the wholesale funding mix.

On June 14, 2019, Huntington completed the sale of the Wisconsin retail branches, which included \$725 million of deposits.

#### Noninterest Income

Table 5 – Noninterest Income – Broad-Based Fee Income Growth and a \$15 Million Gain on the Sale of Wisconsin Retail Branches Drive Year-over-Year Growth

		2019						2018				
	Se	Second		First		Fourth		Third	Second		Change	(%)
(\$ in millions)	Qı	uarter		Quarter		Quarter		Quarter		Quarter	LQ	YOY
Service charges on deposit accounts	\$	92	\$	87	\$	94	\$	93	\$	91	6 %	1 %
Card and payment processing income		63		56		58		57		56	13	13
Trust and investment management services		43		44		42		43		42	(2)	2
Mortgage banking income		34		21		23		31		28	62	21
Capital markets fees		34		22		34		26		26	55	31
Insurance income		23		21		21		19		21	10	10
Bank owned life insurance income		15		16		16		19		17	(6)	(12)
Gain on sale of loans and leases		13		13		16		16		15	0	(13)
Securities gains (losses)		(2)		0		(19)		(2)		0	NM	NM
Other income		59		39		44		40		40	51	48
Total noninterest income	\$	374	\$	319	\$	329	\$	342	\$	336	17 %	11 %

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

Total noninterest income for the 2019 second quarter increased \$38 million, or 11%, from the year-ago quarter. Other income increased \$19 million, or 48%, as a result of the \$15 million gain on the sale of the Wisconsin retail branches and a \$5 million mark-to-market adjustment on economic hedges. Capital markets fees increased \$8 million, or 31%, driven by increased underwriting activity primarily associated with the Hutchinson, Shockey, Erley & Co. acquisition. Card and payment processing income increased \$7 million, or 13%, primarily due to continued household and business activity growth. Mortgage banking income increased \$6 million, or 21%, primarily reflecting higher overall salable spreads.

Compared to the 2019 first quarter, total noninterest income increased \$55 million, or 17%. Other income increased \$20 million, or 51%, as a result of the \$15 million gain on the sale of the Wisconsin retail branches and a \$5 million mark-to-market adjustment on economic hedges. Mortgage banking income increased \$13 million, or 62%, primarily reflecting seasonally higher origination volume. Capital markets fees increased \$12 million, or 55%, primarily driven by the \$6 million of unfavorable commodities derivatives mark-to-market adjustments in the prior quarter and increased interest rate derivative and underwriting activity. Card and payment processing income increased \$7 million, or 13%, primarily due to continued household and business activity growth. Service charges on deposit accounts increased \$5 million, or 6%, primarily reflecting seasonality.

#### **Noninterest Expense**

Table 6 - Noninterest Expense - Continued Thoughtful Investment in Colleagues and Technology

	2019						2018				
	Se	econd	First			Fourth	Third		Second	Change (	(%)
(\$ in millions)	Qı	uarter		Quarter		Quarter	Quarter	Quarter		LQ	YOY
Personnel costs	\$	428	\$	394	\$	399	\$ 388	\$	396	9 %	8 %
Outside data processing and other services		89		81		83	69		69	10	29
Net occupancy		38		42		70	38		35	(10)	9
Equipment		40		40		48	38		38	0	5
Deposit and other insurance expense		8		8		9	18		18	0	(56)
Professional services		12		12		17	17		15	0	(20)
Marketing		11		7		15	12		18	57	(39)
Amortization of intangibles		12		13		13	13		13	(8)	(8)
Other expense		62		56		57	58		50	11	24
Total noninterest expense	\$	700	\$	653	\$	711	\$ 651	\$	652	7 %	7 %
(in thousands)											
Average full-time equivalent employees		15.8		15.7		15.7	15.8		15.7	1 %	1 %

See Page 10 of Quarterly Financial Supplement for additional detail.

Total noninterest expense for the 2019 second quarter increased \$48 million, or 7%, from the year-ago quarter. Personnel costs increased \$32 million, or 8%, primarily reflecting the implementation of annual merit increases in the 2019 second quarter, increased incentive compensation, and strategic hiring. Outside data processing and other services increased \$20 million, or 29%, primarily driven by higher technology investment costs. Other expense increased \$12 million, or 24%, primarily as a result of a \$5 million Columbus Foundation donation in the 2019 second quarter and the impact of the new lease accounting standard on personal property tax expense. Deposit and other insurance expense decreased \$10 million, or 56%, due to the discontinuation of the FDIC surcharge in the 2018 fourth quarter. Marketing decreased \$7 million, or 39%, reflecting the timing of marketing campaigns and deposit promotions. Additionally, included in total noninterest expense during the quarter was \$2 million of transaction-related expense associated with the sale of the Wisconsin retail branches.

Total noninterest expense increased \$47 million, or 7%, from the 2019 first quarter. Personnel costs increased \$34 million, or 9%, primarily reflecting the timing of equity compensation expense in the second quarter and higher wages and incentive compensation. Outside data processing and other services increased \$8 million, or 10%, primarily driven by higher technology investment costs. Other expense increased \$6 million, or 11%, primarily as a result of a \$5 million Columbus Foundation donation in the 2019 second quarter. Net occupancy decreased \$4 million, or 10%, reflecting a decrease of seasonal expenses partially offset by a \$3 million impairment of a corporate building.

Table 7 - Credit Quality Metrics - NCOs Below Low End of Average Through-the-Cycle Target Range

	2019				2018						
(\$ in millions)	June	30,		March 31,		December 31,		September 30,		June 30,	
Total nonaccrual loans and leases	\$	425	\$	417	\$	340	\$	370	\$	378	
Total other real estate		14		18		23		27		28	
Other NPAs (1)		21		26		24		6		6	
Total nonperforming assets		460		461		387		403		412	
Accruing loans and leases past due 90 days or more		152		147		170		154		132	
NPAs + accruing loans and lease past due 90 days or more	\$	612	\$	608	\$	557	\$	557	\$	544	
NAL ratio (2)		0.57%		0.56%		0.45 %		0.50 %		0.52 %	
NPA ratio (3)		0.61		0.61		0.52		0.55		0.57	
(NPAs+90 days)/(Loans+OREO)		0.82		0.81		0.74		0.76		0.75	
Provision for credit losses	\$	59	\$	67	\$	60	\$	53	\$	56	
Net charge-offs		48		71		50		29		28	
Net charge-offs / Average total loans		0.25%		0.38%		0.27 %		0.16%		0.16 %	
Allowance for loans and lease losses (ALLL)	\$	774	\$	764	\$	772	\$	761	\$	741	
Allowance for unfunded loan commitments and letters of credit		101		100		96		97		93	
Allowance for credit losses (ACL)	\$	875	\$	864	\$	868	\$	858	\$	834	
ALLL as a % of:											
Total loans and leases		1.03%		1.02%		1.03 %		1.04 %		1.02 %	
NALs		182		183		228		206		197	
NPAs		168		166		200		189		180	

<sup>(1)</sup> Other nonperforming assets include certain impaired securities and/or nonaccrual loans held-forsale

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

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

Nonperforming assets (NPAs) increased to \$460 million, or 0.61% of total loans and leases and OREO from the year-ago quarter. Nonaccrual loans and leases increased \$47 million, or 12%, to \$425 million, or 0.57% of total loans and leases. The year-over-year increase was centered in the C&I portfolio and was partially offset by a decrease in the commercial real estate, residential mortgage, and home equity portfolios. OREO balances decreased \$14 million, or 50%, primarily reflecting a continued reduction in residential properties. On a year-over-year basis, there was also an increase in Other NPAs associated with the securities portfolio. On a linked quarter basis, NALs increased \$8 million, or 2%, while NPAs decreased \$1 million, or less than 1%.

The provision for credit losses increased \$3 million year-over-year to \$59 million in the 2019 second quarter. Net charge-offs increased \$20 million to \$48 million, centered in the commercial portfolio, as consumer losses were relatively consistent. NCOs represented an annualized 0.25% of average loans and leases in the current quarter, down from 0.38% in the prior quarter and up from 0.16% in the year-ago quarter. We remain confident in the long-term performance of our credit portfolios.

The allowance for loan and lease losses as a percentage of total loans and leases increased to 1.03% compared to 1.02% a year ago, while the ALLL as a percentage of period-end total NALs decreased to 182% from 197% over the same period. The modest increase in the ALLL was primarily a result of loan growth and portfolio management activity. We believe the levels 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.

<sup>(2)</sup> Total NALs as a % of total loans and

leases.

<sup>(3)</sup> Total NPAs as a % of sum of loans and leases, other real estate owned, and other NPAs

#### Capital

Table 8 - Capital Ratios - Managing Capital Ratios within Targeted Ranges

	2019								
(\$ in billions)	Ju	ne 30,	Mai	rch 31,		December 31,	September 30,		June 30,
Tangible common equity / tangible assets ratio		7.80%		7.57%		7.21%	7.25	5%	7.78%
Common equity tier 1 risk-based capital ratio (1)		9.88%		9.84%		9.65%	9.89	9%	10.53%
Regulatory Tier 1 risk-based capital ratio (1)		11.28%		11.25%		11.06%	11.33	3%	11.99%
Regulatory Total risk-based capital ratio (1)		13.13%		13.11%		12.98%	13.36	6%	13.97%
Total risk-weighted assets (1)	\$	86.3	\$	86.0	\$	85.7	\$ 83.6	6	\$ 83.0

<sup>(1)</sup> June 30, 2019 figures are estimated. Amounts are presented on a Basel III standardized approach basis for calculating risk-weighted assets.

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

The tangible common equity to tangible assets ratio was 7.80% at June 30, 2019, up 2 basis points from a year ago. Common Equity Tier 1 (CET1) risk-based capital ratio was 9.88%, down from 10.53% a year ago. The regulatory Tier 1 risk-based capital ratio was 11.28% compared to 11.99% at June 30, 2018. All capital ratios were impacted by the repurchase of 71.8 million common shares over the last four quarters. We completed the 2018 capital plan's share repurchase authorization with the repurchase of \$152 million of common stock during the 2019 second quarter at an average cost of \$13.40 per share.

#### **Income Taxes**

The provision for income taxes was \$63 million in the 2019 second quarter compared to \$57 million in the 2018 second quarter. The effective tax rates for the 2019 second quarter and 2018 second quarter were 14.6% and 13.8%, respectively. The 2019 second quarter and 2018 second quarter included \$4 million and \$5 million, respectively, of tax benefits related to stock-based compensation.

At June 30, 2019, we had a net federal deferred tax liability of \$222 million and a net state deferred tax asset of \$34 million.

#### **Expectations - 2019**

With the assumption of two interest rate cuts in the second half of 2019, full-year revenue is expected to increase approximately 3% to 4.5% versus 2018. The full-year NIM is expected to be in the 3.25% to 3.30% range on a GAAP basis. Full-year noninterest expense is expected to increase approximately 1% to 2.5%

Average loans and leases are expected to increase approximately 4% to 5% on an annual basis. Average total deposits are expected to increase approximately 2% to 3% on an annual basis.

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 the remainder of 2019 is expected to be in the range of 15.5% to 16.5%.

#### Conference Call / Webcast Information

Huntington's senior management will host an earnings conference call on July 25, 2019, 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 #13691869. 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 August 2, 2019 at (877) 660-6853 or (201) 612-7415; conference ID #13691869.

Please see the 2019 Second 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 \$108 billion of assets and a network of 868 full-service branches, including 12 Private Client Group offices, and 1,687 ATMs across seven 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 vehicle finance, 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 2018 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, <a href="http://www.huntington.com">http://www.huntington.com</a>, 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 which may be described from time to time in Huntington's filings with the Securities and Exchange Commission.

###

# HUNTINGTON BANCSHARES INCORPORATED Quarterly Financial Supplement June 30, 2019

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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.

#### 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.

	 June 30,	March 31,	June 30,	Percent Cha	nges vs.
(dollar amounts in millions, except per data, share count in thousands)	2019	2019	2018	1Q19	2Q18
Net interest income (2)	\$ 819	\$ 829	\$ 791	(1)%	4 9
FTE adjustment	(7)	(7)	(7)	_	_
Net interest income	 812	 822	 784	(1)	4
Provision for credit losses	59	67	56	(12)	5
Noninterest income	374	319	336	17	11
Noninterest expense	700	653	652	7	7
income before income taxes	427	421	412	1	4
Provision for income taxes	63	63	57	_	11
Net income	364	358	355	2	3
Dividends on preferred shares	18	19	21	(5)	(14)
Net income applicable to common shares	\$ 346	\$ 339	\$ 334	2 %	4 9
Net income per common share - diluted	\$ 0.33	\$ 0.32	\$ 0.30	3 %	10 9
Cash dividends declared per common share	0.14	0.14	0.11	_	27
Tangible book value per common share at end of period	7.97	7.67	7.27	4	10
Number of common shares repurchased	11,344	1,833	_	519	100
Average common shares - basic	1,044,802	1,046,995	1,103,337	_	(5)
Average common shares - diluted	1,060,280	1,065,638	1,122,612	(1)	(6)
Ending common shares outstanding	1,037,841	1,046,440	1,104,227	(1)	(6)
Return on average assets	1.36 %	1.35 %	1.36%		
Return on average common shareholders' equity	13.5	13.8	13.2		
Return on average tangible common shareholders' equity (1)	17.7	18.3	17.6		
Net interest margin (2)	3.31	3.39	3.29		
Efficiency ratio (3)	57.6	55.8	56.6		
Effective tax rate	14.6	15.0	13.8		
Average total assets	\$ 107,479	\$ 107,511	\$ 104,821	_	3
Average earning assets	99,188	99,212	96,363	_	3
Average loans and leases	74,932	74,775	71,887	_	4
Average loans and leases - linked quarter annualized growth rate	0.8 %	5.2 %	8.0 %		
Average total deposits	\$ 81,718	\$ 82,772	\$ 79,290	(1)	3
Average core deposits (4)	78,723	79,033	75,386	_	4
Average core deposits - linked quarter annualized growth rate	(1.6)%	(0.2)%	10.9 %		
Average shareholders' equity	11,475	11,156	11,333	3	1
Average common total shareholders' equity	10,272	9,953	10,130	3	1
Average tangible common shareholders' equity	8,075	7,746	7,880	4	2
Total assets at end of period	108,247	108,203	105,358	_	3
Total shareholders' equity at end of period	11,668	11,432	11,472	2	2
NCOs as a % of average loans and leases	0.25 %	0.38 %	0.16%		
NAL ratio	0.57	0.56	0.52		
NPA ratio (5)	0.61	0.61	0.57		
Allowance for loan and lease losses (ALLL) as a % of total loans and leases at the end of period	1.03	1.02	1.02		
Common equity tier 1 risk-based capital ratio (6)	9.88	9.84	10.53		
Tangible common equity / tangible asset ratio (7)	7.80	7.57	7.78		

		Six Months I	Ended Ju	Change					
(dollar amounts in millions, except per data, share count in thousands)	<u></u>	2019		2018		Amount	Percent		
Net interest income (2)	\$	1,648	\$	1,568	\$	80	5 %		
FTE adjustment		(14)		(14)		_	_		
Net interest income		1,634		1,554		80	5		
Provision for credit losses		126		122		4	3		
Noninterest income		693		650		43	7		
Noninterest expense		1,353		1,285		68	5		
Income before income taxes		848		797		51	6		
Provision for income taxes		126		116		10	9		
Net Income		722		681		41	6		
Dividends on preferred shares		37		33		4	12		
Net income applicable to common shares	\$	685	\$	648	\$	37	6 %		
Net income per common share - diluted	\$	0.64	\$	0.58	\$	0.06	10 %		
Cash dividends declared per common share		0.28		0.22		0.06	27		
Average common shares - basic		1,045,899		1,093,587		(47,688)	(4)		
Average common shares - diluted		1,062,959		1,123,646		(60,687)	(5)		
Return on average assets		1.35 %		1.32 %					
Return on average common shareholders' equity		13.7		13.1					
Return on average tangible common shareholders' equity (1)		18.0		17.5					
Net interest margin (2)		3.35		3.30					
Efficiency ratio (3)		56.7		56.7					
Effective tax rate		14.8		14.6					
Average total assets	\$	107,495	\$	104,337	\$	3,158	3		
Average earning assets	Ψ	99,200	Ψ	95,890	Ψ	3,310	3		
Average loans and leases		74,853		71,190		3,663	5		
Average total deposits		82,242		78,125		4,117	5		
Average core deposits (4)		78,877		74,395		4,482	6		
Average shareholders' equity		11,317		11,095		222	2		
Average common total shareholders' equity		10,113		9,963		150	2		
Average tangible common shareholders' equity		7,912		7,708		204	3		
NCOs as a % of average loans and leases		0.32%		0.19 %					
NAL ratio		0.57		0.52					
NPA ratio (5)		0.61		0.57					

#### **Key Statistics Footnotes**

- (1) 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.
- (2) On a fully-taxable equivalent (FTE) basis assuming a 21% tax rate.
- (3) Noninterest expense less amortization of intangibles divided by the sum of FTE net interest income and noninterest income excluding securities gains (losses).
- (4) Includes noninterest-bearing and interest-bearing demand deposits, money market deposits, savings and other domestic deposits, and core certificates of deposit.
- (5) NPAs include other real estate owned.
- (6) June 30, 2019, figures are estimated.
- (7) 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.

See page 6 for detail of deposits.

(2)

(dollar amounts in millions)	June 30, 2019	December 31, 2018	Percent Changes
(douar amounts in mutons)	(Unaudited)	2018	Tercent Changes
Assets	(Спининси)		
Cash and due from banks	\$ 870	\$ 1,108	(21)%
Interest-bearing deposits in Federal Reserve Bank	728	1,564	(53)
Interest-bearing deposits in banks	149	53	181
Trading account securities	176	105	68
Available-for-sale securities	13,695	13,780	(1)
Held-to-maturity securities	8,704	8,565	2
Other securities	440	565	(22)
Loans held for sale	778	804	(3)
Loans and leases (1)	75,033	74,900	_
Allowance for loan and lease losses	(774)	(772)	_
Net loans and leases	74,259	74,128	
Bank owned life insurance	2,528	2,507	1
Premises and equipment	774	790	(2)
Goodwill	1,990	1,989	_
Service rights and other intangible assets	481	535	(10)
Other assets	2,675	2,288	17
Cotal assets	\$ 108,247	\$ 108,781	%
Liabilities and shareholders' equity			
Liabilities			
Deposits (2)	\$ 80,882	\$ 84,774	(5)%
Short-term borrowings	4,161	2,017	106
Long-term debt	8,973	8,625	4
Other liabilities	2,563	2,263	13
Fotal liabilities	96,579	97,679	(1)
Shareholders' equity			
Preferred stock	1,203	1,203	_
Common stock	10	11	(9)
Capital surplus	9,030	9,181	(2)
Less treasury shares, at cost	(52)	(45)	(16)
Accumulated other comprehensive loss	(273)	(609)	55
Retained earnings (deficit)	1,750	1,361	29
Fotal shareholders' equity	11,668	11,102	5
Cotal liabilities and shareholders' equity	\$ 108,247	\$ 108,781	
	<del> </del>		
Common shares authorized (par value of \$0.01)	1,500,000,000	1,500,000,000	
Common shares outstanding	1,037,841,268	1,046,767,252	
Freasury shares outstanding	4,299,339	3,817,385	
Preferred stock, authorized shares	6,617,808	6,617,808	
Preferred shares outstanding	740,500	740,500	
1) See page 5 for detail of loans and		,	
leases. 2) See page 6 for detail of			

		June 30	,		March 31,			December 31,			Septembe	r 30,	June 30,		
(dollar amounts in millions)		2019			2019			2018			2018		2018		
Ending Balances by Type:	_														
Total loans															
Commercial:															
Commercial and industrial	\$	30,608	41%	\$	30,972	41%	\$	30,605	41%	\$	29,196	40%	\$	28,850	40%
Commercial real estate:															
Construction		1,146	1		1,152	2		1,185	2		1,111	2		1,083	1
Commercial		5,742	8		5,643	8		5,657	8		5,962	8		6,118	8
Commercial real estate		6,888	9		6,795	10		6,842	10		7,073	10		7,201	9
Total commercial		37,496	50		37,767	51		37,447	51		36,269	50		36,051	49
Consumer:															
Automobile		12,173	16		12,272	16		12,429	16		12,375	17		12,390	17
Home equity		9,419	12		9,551	13		9,722	13		9,850	13		9,907	14
Residential mortgage		11,182	15		10,885	14		10,728	14		10,459	14		10,006	14
RV and marine		3,492	5		3,344	4		3,254	4		3,152	4		2,846	4
Other consumer		1,271	2		1,260	2		1,320	2		1,265	2		1,206	2
Total consumer		37,537	50		37,312	49		37,453	49		37,101	50		36,355	51
Total loans and leases	\$	75,033	100%	\$	75,079	100%	\$	74,900	100%	\$	73,370	100%	\$	72,406	100%
		June 30,			March 31			December	31		September	- 30		June 30	
(dollar amounts in millions)		2019			2019	,		2018	51,		2018	. 50,		2018	,
Ending Balances by Business Segment:	_			_									_		
Consumer and Business Banking	\$	22,128	30%	\$	22,175	29%	\$	22,333	30%	\$	22,271	30%	\$	21,888	30%
Commercial Banking		27,311	36		27,554	37		27,191	36		26,465	36		26,373	36
Vehicle Finance		19,417	26		19,332	26		19,434	26		18,880	26		18,569	26
RBHPCG		6,179	8		5,954	8		5,886	8		5,734	8		5,527	8
Treasury / Other		(2)	_		64	_		56	_		20	_		49	_
Total loans and leases	\$	75,033	100%	\$	75,079	100%	\$	74,900	100%	\$	73,370	100%	\$	72,406	100%
Average Balances by Business Segment:															
Consumer and Business Banking	\$	22,139	30%	\$	22,241	30%	\$	22,321	30%	\$	22,049	30%	\$	21,653	31%
Commercial Banking		27,350	36		27,174	36		26,405	36		26,322	36		26,505	37
Vehicle Finance		19,298	26		19,340	26		19,177	26		18,640	26		18,280	25
RBHPCG		6,054	8		5,920	8		5,793	8		5,641	8		5,355	7
Treasury / Other		91	_		100	_		126	_		99	_		94	_
Total loans and leases	\$	74,932	100%	\$	74,775	100%	\$	73,822	100%	\$	72,751	100%	\$	71,887	100%
								75,022	100/0						

(dollar amounts in millions)  Ending Balances by Type:  Demand deposits - noninterest-bearing  Demand deposits - interest-bearing	ng \$	19,383 19,085	9 24%	_	201	9		2018			201	8		2018		
Demand deposits - noninterest-bearing	ng \$		24%				_			_			_	2010		
•	ng \$		24%													
Demand denosits - interest-hearing		19.085		\$	20,036	24%	\$	21,783	26%	\$	19,863	24%	\$	20,353		26%
·		17,005	24		19,906	24		20,042	24		19,615	24		19,026	:	24
Money market deposits		23,952	30		22,931	28		22,721	27		21,411	26		20,990	:	26
Savings and other domestic deposits		9,803	12		10,277	13		10,451	12		11,604	14		10,987		14
Core certificates of deposit (1)		5,703	7		6,007	7		5,924	7		5,358	7		4,402		6
Total core deposits		77,926	97		79,157	96		80,921	96		77,851	95		75,758	1	96
Other domestic deposits of \$250,000 or more		316	_		313	1		337	_		318	1		265		
Brokered deposits and negotiable CDs		2,640	3		2,685	3		3,516	4		3,520	4		3,564		4
Total deposits	\$	80,882	100%	\$	82,155	100%	\$	84,774	100%	\$	81,689	100%	\$	79,587	10	00%
Total core deposits:																
Commercial	\$	33,371	43%	\$	33,546	42%	\$	37,268	46%	\$	35,455	46%	\$	34,094	4	45%
Consumer		44,555	57		45,611	58		43,653	54		42,396	54		41,664		55
Total core deposits	\$	77,926	100%	\$	79,157	100%	\$	80,921	100%	\$	77,851	100%	\$	75,758	10	00%
Ending Balances by Business Segment:																
Consumer and Business Banking	\$	51,577	64%	\$	52,354	64%	\$	50,300	59%	\$	49,434	61%	\$	48,186	(	60%
Commercial Banking		20,049	25		20,543	25		23,185	28		22,288	27		21,142	1	27
Vehicle Finance		339	_		327	_		346	_		348	_		340		_
RBHPCG		5,863	7		5,959	7		6,809	8		5,783	7		5,985		8
Treasury / Other (2)		3,054	4		2,972	4		4,134	5		3,836	5		3,934		5
Total deposits	\$	80,882	100%	\$	82,155	100%	\$	84,774	100%	\$	81,689	100%	\$	79,587	10	00%
		Jun	ne 30,		Mar	ch 31,		Decemb	er 31,		Septeml	ber 30,		June 3	30,	
(dollar amounts in millions)		2	019		2	019		201	8		201	18		201	3	
Average Balances by Business Segment:																
Consumer and Business Banking		\$ 51,935	64	%	\$ 50,961	62%	6	\$ 50,037	61%	\$	48,659	60%	\$	47,242		60%
Commercial Banking		20,361	25		21,739	26		22,673	27		22,823	28		21,671		27
Vehicle Finance		322	_		305	_		335	_		337	_		328		
RBHPCG		5,918	7		5,942	7		5,936	7		5,694	7		5,947		8
Treasury / Other (2)		3,182	4		3,825	5		3,950	5		3,985	5		4,102		5
Total deposits		\$ 81,718	100	%	\$ 82,772	100%	6	\$ 82,931	100%	\$	81,498	100%	\$	79,290	1	00%

Includes consumer certificates of deposit of \$250,000 or

<sup>(2)</sup> 

		Quarterly Average Balances (1)											
		June 30,		March 31,		December 31,	5	September 30,		June 30,	Percent Cha	nges vs.	
(dollar amounts in millions)		2019		2019	_	2018		2018		2018	1Q19	2Q18	
Assets  Interest-bearing deposits in Federal Reserve Bank (2)	\$	518	\$	501	\$	483	\$		\$		3 %	100 %	
Interest-bearing deposits in Federal Reserve Bank (2)	J.	135	Þ	109	Ф	97	Þ	83	Þ	84	24	61	
Securities:		155		10)		)		65		04	24	01	
Trading account securities		161		138		131		82		82	17	96	
Available-for-sale securities:		101		130		151		02		02	17	70	
Taxable		10,501		10,752		10,351		10,469		10,832	(2)	(3)	
Tax-exempt		2,970		3,048		3,176		3,496		3,554	(3)	(16)	
Total available-for-sale securities		13,471		13,800	_	13,527		13,965		14,386	(2)	(6)	
Held-to-maturity securities - taxable		8,771		8,653		8,433		8,560		8,706	1	1	
Other securities		466		536		565		567		599	(13)	(22)	
Total securities		22,869		23,127	_	22,656	_	23,174		23,773	(1)	(4)	
Loans held for sale		734		700		694		745		619	5	19	
Loans and leases: (3)		, , ,		, , , ,				, ,,,		***	-		
Commercial:													
Commercial and industrial		30,644		30,546		29,557		28,870		28,863	_	6	
Commercial real estate:		,				,		,,,,,		,			
Construction		1,168		1,174		1,138		1,132		1,126	(1)	4	
Commercial		5,732		5,686		5,806		6,019		6,233	1	(8)	
Commercial real estate		6,900	-	6,860	_	6,944		7,151		7,359	1	(6)	
Total commercial		37,544		37,406	_	36,501	_	36,021		36,222		4	
Consumer:			-		_	,							
Automobile		12,219		12,361		12,423		12,368		12,271	(1)	_	
Home equity		9,482		9,641		9,817		9,873		9,941	(2)	(5)	
Residential mortgage		11,010		10,787		10,574		10,236		9,624	2	14	
RV and marine		3,413		3,296		3,216		3,016		2,667	4	28	
Other consumer		1,264		1,284		1,291		1,237		1,162	(2)	9	
Total consumer		37,388		37,369	_	37,321		36,730	_	35,665		5	
Total loans and leases	_	74,932		74,775		73,822		72,751		71,887		4	
Allowance for loan and lease losses		(778)		(780)		(777)		(759)		(742)	_	(5)	
Net loans and leases		74,154		73,995	_	73,045		71,992		71,145		4	
Total earning assets		99,188		99,212	_	97,752	_	96,753	_	96,363		3	
Cash and due from banks		835		853		909		1,330		1,283	(2)	(35)	
Intangible assets		2,252		2,265		2,288		2,305		2,318	(1)	(3)	
All other assets		5,982		5,961		5,705		5,726		5,599	_	7	
Total assets	\$	107,479	\$	107,511	\$	105,877	\$	105,355	\$	104,821	- %	3 %	
Liabilities and shareholders' equity	<u> </u>		_						_				
Interest-bearing deposits:													
Demand deposits - interest-bearing	\$	19,693	\$	19,770	\$	19,860	\$	19,553	\$	19,121	— %	3 %	
Money market deposits	Ψ	23,305	Ψ	22,935	Ψ	22,595	Ψ	21,547	Ψ	20,943	2	11	
Savings and other domestic deposits		10,105		10,338		10,534		11,434		11,146	(2)	(9)	
Core certificates of deposit (4)		5,860		6,052		5,705		4,916		3,794	(3)	54	
Other domestic deposits of \$250,000 or more		310		335		346		285		243	(7)	28	
Brokered deposits and negotiable CDs		2,685		3,404		3,507		3,533		3,661	(21)	(27)	
Total interest-bearing deposits		61,958		62,834		62,547		61,268		58,908	(1)	5	
Short-term borrowings		3,166		2,320		1,006		1,732		3,082	36	3	
Long-term debt		8,914		8,979		8,871		8,915		9,225	(1)	(3)	
Total interest-bearing liabilities		0,714		0,717		0,071		0,713		1,440	(1)	(3)	
		74,038		74,133		72,424		71,915		71,215		4	
Demand deposits - noninterest-bearing		19,760		19,938		20,384		20,230		20,382	(1)	(3)	
All other liabilities		2,206		2,284		2,180		2,054		1,891	(3)	17	
Shareholders' equity		11,475		11,156		10,889		11,156		11,333	3	1	
Total liabilities and shareholders' equity	\$	107,479	\$	107,511	\$	105,877	\$	105,355	\$	104,821	%	3 %	

<sup>(1)</sup> Amounts include the effects of hedge and risk management activities associated with the respective asset and liability categories.

Deposits in Federal Reserve Bank were treated as non-earning assets prior to 4Q 2018.

<sup>(3)</sup> Includes nonaccrual

<sup>(4)</sup> Includes consumer certificates of deposit of \$250,000 or more.

			Quart	erly Interest Incom	e / E	Expense			
	J	une 30,	March 31,	December 31	,	September 30,		June 30,	
(dollar amounts in millions)		2019	2019	2018		2018			2018
Assets									
Interest-bearing deposits in Federal Reserve Bank (3)	\$	3	\$ 3	\$	3	\$ -	_	\$	_
Interest-bearing deposits in banks		_	1		1	-	_		1
Securities:									
Trading account securities		1	1		1	-	_		_
Available-for-sale securities:									
Taxable		72	76	•	70	$\epsilon$	9		71
Tax-exempt		27	28	:	33	3	0		30
Total available-for-sale securities		99	104	10	)3	Ģ	9		101
Held-to-maturity securities - taxable		56	54	:	52	5	2		53
Other securities		4	6		5		7		7
Total securities		160	165	10	51	15	8		161
Loans held for sale		7	7		7		8		6
Loans and leases:									
Commercial:									
Commercial and industrial		373	375	30	53	34	2		329
Commercial real estate:									
Construction		17	16		16	1	5		15
Commercial		71	71	,	74	7	2		72
Commercial real estate		88	 87		90	8	7		87
Total commercial		461	 462	4:	53	42	9		416
Consumer:									
Automobile		123	120	12	22	11	7		111
Home equity		131	133	13	35	13	0		126
Residential mortgage		106	104	10	)1	ç	7		89
RV and marine		42	40	4	11	3	9		34
Other consumer		42	42	4	10	3	7		35
Total consumer		444	 439	4:	39	42	0		395
Total loans and leases		905	 901	89	92	84	9		811
Total earning assets	\$	1,075	\$ 1,077	\$ 1,00	54	\$ 1,01	5	\$	979
Liabilities									
Interest-bearing deposits:	_			_			_		
Demand deposits - interest-bearing	\$	28	\$ 27		25		2	\$	18
Money market deposits		67	59	:	52		12		31
Savings and other domestic deposits		6	6		5		7		6
Core certificates of deposit (4)		32	31	2	29		:3		14
Other domestic deposits of \$250,000 or more		1	2		1		1		1
Brokered deposits and negotiable CDs		16	20		20		7		17
Total interest-bearing deposits		150	145	13	32	11			87
Short-term borrowings		19	14		6		9		14
Long-term debt		87	 89		35		4		87
Total interest bearing liabilities		256	248	2:	23	20	15		188
Demand deposits - noninterest-bearing			 	_		_			_
Net interest income	\$	819	\$ 829	\$ 84	11	\$ 81	0	\$	791

Fully-taxable equivalent (FTE) income and expense calculated assuming a 21% tax rate. See page 10 for the FTE (1)

adjustment.

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

Deposits in Federal Reserve Bank were treated as non-earning assets prior to 4Q 2018 and associated interest income was not

Includes consumer certificates of deposit of \$250,000 or (4) more.

		Qu	terly Average Rates (2)					
	June 30,	March 31,	December 31,	September 30,	June 30,			
Fully-taxable equivalent basis (1)	2019	2019	2018	2018	2018			
Assets								
Interest-bearing deposits in Federal Reserve Bank (2)	2.38%	2.40%	2.33%	-%	_9			
Interest-bearing deposits in banks	2.08	1.75	1.97	1.95	1.95			
Securities:								
Trading account securities	1.92	2.03	1.94	0.26	0.23			
Available-for-sale securities:								
Taxable	2.73	2.82	2.71	2.61	2.63			
Tax-exempt	3.66	3.69	4.12	3.53	3.35			
Total available-for-sale securities	2.94	3.01	3.04	2.84	2.81			
Held-to-maturity securities - taxable	2.54	2.52	2.45	2.43	2.42			
Other securities	3.44	4.51	4.24	4.58	4.58			
Total securities	2.79	2.86	2.84	2.73	2.71			
Loans held for sale	4.00	4.07	4.04	4.45	4.17			
Loans and leases: (4)	4.00	4.07	4.04	7.73	4.17			
Commercial:								
Commercial and industrial	4.82	4.91	4.81	4.64	4.52			
Commercial real estate:	4.82	4.91	4.81	4.64	4.52			
Construction		# #C		# A 4				
	5.59	5.58	5.47	5.31	5.26			
Commercial	4.88	5.00	4.99	4.63	4.58			
Commercial real estate	5.00	5.10	5.07	4.74	4.68			
Total commercial	4.85	4.94	4.86	4.66	4.55			
Consumer:								
Automobile	4.02	3.95	3.88	3.75	3.63			
Home equity	5.56	5.61	5.45	5.21	5.09			
Residential mortgage	3.84	3.86	3.82	3.78	3.69			
RV and marine	4.94	4.96	5.10	5.06	5.11			
Other consumer	13.29	13.07	12.35	12.16	11.90			
Total consumer	4.76	4.75	4.67	4.54	4.43			
Total loans and leases	4.80	4.85	4.76	4.60	4.49			
Total earning assets	4.35	4.40	4.32	4.16	4.07			
Liabilities								
Interest-bearing deposits:								
Demand deposits - interest-bearing	0.58	0.56	0.48	0.45	0.38			
Money market deposits	1.15	1.04	0.91	0.77	0.60			
Savings and other domestic deposits	0.23	0.23	0.23	0.24	0.21			
Core certificates of deposit (5)	2.15	2.11	2.00	1.82	1.56			
Other domestic deposits of \$250,000 or more	1.92	1.82	1.67	1.40	1.01			
Brokered deposits and negotiable CDs	2.39	2.38	2.22	1.98	1.81			
Total interest-bearing deposits	0.97	0.94	0.84	0.73	0.59			
Short-term borrowings	2.41	2.41	2.49	1.98	1.82			
Long-term debt								
Total interest-bearing liabilities	3.91	3.98	3.82	3.78	3.75			
	1.39	1.35	1.23	1.13	1.05			
Demand deposits - noninterest-bearing			_		_			
Net interest rate spread	2.96	3.05	3.09	3.03	3.02			
Impact of noninterest-bearing funds on margin	0.35	0.34	0.32	0.29	0.27			
Net interest margin	3.31%	3.39%	3.41%	3.32%	3.29			
Commercial Loan Derivative Impact  *Unaudited**			Average Rates					
	2019	2019	2018	2018	2018			
Fully-taxable equivalent basis (1)	Second	First	Fourth	Third	Second			
Commercial loans (3)(4)	4.88 %	4.95 %	4.86%	4.66%	4.55%			
Impact of commercial loan derivatives	(0.03)	(0.01)	_					
Total commercial - as reported	4.85 %	4.94 %	4.86%	4.66%	4.55%			
Assessed 1 Month LIDOD								
Average 1 Month LIBOR	2.44 %	2.50 %	2.35%	2.11%	1.97%			

Fully-taxable equivalent (FTE) yields are calculated assuming a 21% tax rate. See page 10 for the FTE adjustment.

- Deposits in Federal Reserve Bank were treated as non-earning assets prior to  $4Q\ 2018.$ (2)
- Yield/rates exclude the effects of hedge and risk management activities associated with the respective asset and liability (3) categories.
  Includes nonaccrual
- (4)

loans.
Includes consumer certificates of deposit of \$250,000 or (5) more.

					Thre	e Months Ended				
		June 30,		March 31,	I	December 31,	S	eptember 30,		June 30,
(dollar amounts in millions, except per data, share count in thousands)		2019		2019		2018		2018		2018
Interest income	\$	1,068	\$	1,070	\$	1,056	\$	1,007	\$	972
Interest expense		256		248		223		205		188
Net interest income		812		822		833		802		784
Provision for credit losses		59		67		60		53		56
Net interest income after provision for credit losses		753		755		773		749		728
Service charges on deposit accounts		92		87		94		93		91
Card and payment processing income		63		56		58		57		56
Trust and investment management services		43		44		42		43		42
Mortgage banking income		34		21		23		31		28
Capital markets fees		34		22		34		26		26
Insurance income		23		21		21		19		21
Bank owned life insurance income		15		16		16		19		17
Gain on sale of loans and leases		13		13		16		16		15
Securities gains (losses)		(2)		_		(19)		(2)		_
Other income		59		39		44		40		40
Total noninterest income		374		319		329		342		336
Personnel costs		428	_	394		399		388		396
Outside data processing and other services		89		81		83		69		69
Net occupancy		38		42		70		38		35
Equipment		40		40		48		38		38
Deposit and other insurance expense		8		8		9		18		18
Professional services		12		12		17		17		15
Marketing		11		7		15		12		18
Amortization of intangibles		12		13		13		13		13
Other expense		62		56		57		58		50
Total noninterest expense		700		653		711		651		652
Income before income taxes		427		421		391		440		412
Provision for income taxes										
Net income		63	_	63	. —	57		62		57
		364		358		334		378		355
Dividends on preferred shares	Φ.	18	Φ.	19	Ф.	19	Φ.	18	0	21
Net income applicable to common shares	\$	346	\$	339	\$	315	\$	360	\$	334
Average common shares - basic		1,044,802		1,046,995		1,054,460		1,084,536		1,103,337
Average common shares - diluted		1,060,280		1,065,638		1,073,055		1,103,740		1,122,612
		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		,,		,,		,,.		, ,
Per common share										
Net income - basic	\$	0.33	\$	0.32	\$	0.30	\$	0.33	\$	0.30
Net income - diluted		0.33		0.32		0.29		0.33		0.30
Cash dividends declared		0.14		0.14		0.14		0.14		0.11
Revenue - fully-taxable equivalent (FTE)										
Net interest income	\$	812	\$	822	\$	833	\$	802	\$	784
FTE adjustment		7		7		8	•	8		7
Net interest income (1)		819	_	829	-	841		810		791
Noninterest income		374		319		329		342		336
Total revenue (1)	\$	1,193	\$	1,148	\$	1,170	\$	1,152	\$	1,127
(1) On a fully tayable agriculant (ETE) basis assuming a 210/ tay	Ψ	1,173	Ψ	1,170	Ψ	1,170	Ψ	1,132	Ψ	1,12/

<sup>(1)</sup> On a fully-taxable equivalent (FTE) basis assuming a 21% tax rate.

	June 30,	March 31,	December 31,	September 30,		June 30,	Percent Ch	anges vs.
(dollar amounts in millions)	2019	2019	2018	2018		2018	1Q19	2Q18
Net origination and secondary marketing income	\$ 30	\$ 17	\$ 16	\$ 24	\$	21	76 %	43 %
Net mortgage servicing income								
Loan servicing income	15	14	14	14		14	7	7
Amortization of capitalized servicing	(10)	(9)	(8)	(9)		(8)	(11)	(25)
Operating income	 5	5	6	5		6		(17)
MSR valuation adjustment (1)	 (19)	(10)	_			_	(90)	(100)
Gains (losses) due to MSR hedging	17	7	(1)	_		_	143	100
Net MSR risk management	 (2)	(3)	(1)			_	33	(100)
Total net mortgage servicing income	\$ 3	\$ 2	\$ 5	\$ 5	\$	6	50 %	(50)%
All other	1	2	2	2		1	(50)	_
Mortgage banking income	\$ 34	\$ 21	\$ 23	\$ 31	\$	28	62 %	21 %
Mortgage origination volume	\$ 1,922	\$ 1,235	\$ 1,538	\$ 1,818	\$	2,127	56 %	(10)%
Mortgage origination volume for sale	1,181	756	948	1,112		1,131	56	4
Third party mortgage loans serviced (2)	21,486	21,346	21,068	20,617		20,416	1	5
Mortgage servicing rights (2)	192	212	221	219		215	(9)	(11)
MSR % of investor servicing portfolio (2)	0.90%	0.99%	1.05%	1.06%		1.05%	(9)%	(14)%

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

At period end.

<sup>(2)</sup> 

				T	hree Months Ended		
	June 30,	I	March 31,		December 31,	September 30,	June 30,
(dollar amounts in millions)	2019		2019		2018	2018	2018
Allowance for loan and lease losses, beginning of period	\$ 764	\$	772	\$	761	\$ 741	\$ 721
Loan and lease losses	(70)		(97)		(84)	(58)	(53)
Recoveries of loans previously charged off	22		26		34	29	25
Net loan and lease losses	(48)		(71)		(50)	(29)	(28)
Provision for loan and lease losses	58		63		61	49	48
Allowance for loan and lease losses, end of period	774		764		772	761	741
Allowance for unfunded loan commitments and letters of credit, beginning of period	 100		96		97	93	85
Provision for (reduction in) unfunded loan commitments and letters of credit losses	1		4		(1)	4	8
Allowance for unfunded loan commitments and letters of credit, end of period	101		100		96	97	93
Total allowance for credit losses, end of period	\$ 875	\$	864	\$	868	\$ 858	\$ 834
Allowance for loan and lease losses (ALLL) as % of:							
Total loans and leases	1.03%		1.02%		1.03%	1.04%	1.02%
Nonaccrual loans and leases (NALs)	182		183		228	206	197
Nonperforming assets (NPAs)	168		166		200	189	180

	Three Months Ended									
	June 30,	March 31,	December 31,	September 30,	June 30,					
(dollar amounts in millions)	2019	2019	2018	2018	2018					
Net charge-offs by loan and lease type:										
Commercial:										
Commercial and industrial	\$ 21	\$ 31	\$ 13	\$ (1)	\$ 3					
Commercial real estate:										
Construction	(1)	_	_	_	_					
Commercial	(2)	2	_	(3)	(1)					
Commercial real estate	(3)	2		(3)	(1)					
Total commercial	18	33	13	(4)	2					
Consumer:	,				-					
Automobile	5	10	9	8	7					
Home equity	2	3	2	1	_					
Residential mortgage	1	3	2	2	1					
RV and marine	2	3	2	2	2					
Other consumer	20	19	22	20	16					
Total consumer	30	38	37	33	26					
Total net charge-offs	\$ 48	\$ 71	\$ 50	\$ 29	\$ 28					
	June 30,	March 31,	December 31,	September 30,	June 30,					
		26 121	Three Months Ended	G . 1 20	T 20					
	2019	2019	2018	2018	2018					
Net charge-offs - annualized percentages:										
Commercial:										
Commercial and industrial										
Commercial real estate:	0.27 %	0.41 %	0.17 %	(0.01)%	0.04 %					
Construction	0.27 %	0.41 %	0.17 %	(0.01)%	0.04 %					
			0.17 %	, ,						
Commercial	0.27 % (0.08) (0.12)	0.41 % (0.11) 0.12		(0.01)% (0.01) (0.18)	(0.22)					
	(0.08)	(0.11)	(0.09)	(0.01)						
Commercial	(0.08)	(0.11) 0.12	(0.09)	(0.01)	(0.22)					
Commercial Commercial real estate	(0.08) (0.12) (0.12)	(0.11) 0.12 0.08	(0.09)	(0.01) (0.18) (0.15)	(0.22) (0.06) (0.08)					
Commercial Commercial real estate Total commercial	(0.08) (0.12) (0.12)	(0.11) 0.12 0.08 0.35	(0.09)	(0.01) (0.18) (0.15) (0.04)	(0.22) (0.06) (0.08)					
Commercial Commercial real estate Total commercial Consumer:	(0.08) (0.12) (0.12) 0.20	(0.11) 0.12 0.08	(0.09) — (0.01) 0.14	(0.01) (0.18) (0.15)	(0.22) (0.06) (0.08) 0.02					
Commercial Commercial real estate Total commercial Consumer: Automobile	(0.08) (0.12) (0.12) 0.20	(0.11) 0.12 0.08 0.35	(0.09) — (0.01) 0.14	(0.01) (0.18) (0.15) (0.04)	(0.22) (0.06) (0.08) 0.02					
Commercial Commercial real estate Total commercial Consumer: Automobile Home equity	(0.08) (0.12) (0.12) 0.20 0.17 0.07	(0.11) 0.12 0.08 0.35 0.32 0.12	(0.09) — (0.01) 0.14 0.30 0.05	(0.01) (0.18) (0.15) (0.04) 0.26 0.06	(0.22) (0.06) (0.08) 0.02 0.22 0.01					
Commercial Commercial real estate Total commercial Consumer: Automobile Home equity Residential mortgage	(0.08) (0.12) (0.12) 0.20 0.17 0.07 0.07	(0.11) 0.12 0.08 0.35 0.32 0.12 0.10	(0.09) — (0.01) 0.14  0.30 0.05 0.10	(0.01) (0.18) (0.15) (0.04) 0.26 0.06 0.07	(0.22) (0.06) (0.08) 0.02 0.22 0.01 0.04					
Commercial Commercial real estate Total commercial Consumer: Automobile Home equity Residential mortgage RV and marine	(0.08) (0.12) (0.12) 0.20 0.17 0.07 0.05 0.25	(0.11) 0.12 0.08 0.35 0.32 0.12 0.10 0.39	(0.09) — (0.01) 0.14  0.30 0.05 0.10 0.31	(0.01) (0.18) (0.15) (0.04) 0.26 0.06 0.07 0.25	(0.06) (0.08) 0.02 0.22 0.01 0.04 0.34					

(III)		June 30,		March 31,		December 31,		September 30,	June 30,		
(dollar amounts in millions)		2019		2019		2018		2018		2018	
Nonaccrual loans and leases (NALs):											
Commercial and industrial	\$	281	\$	271	\$	188	\$	211	\$	207	
Commercial real estate		17		9		15		19		25	
Automobile		4		4		5		5		4	
Residential mortgage		62		68		69		67		73	
RV and marine		1		1		1		1		1	
Home equity		60		64		62		67		68	
Other consumer		_		_		_		_		_	
Total nonaccrual loans and leases		425		417		340		370		378	
Other real estate, net:											
Residential		10		14		19		22		23	
Commercial		4		4		4		5		5	
Total other real estate, net		14		18		23		27		28	
Other NPAs (1)		21		26		24		6		6	
Total nonperforming assets	\$	460	\$	461	\$	387	\$	403	\$	412	
Nonaccrual loans and leases as a % of total loans and leases		0.57%		0.56%		0.45%		0.50%		0.52%	
NPA ratio (2)		0.61		0.61		0.52		0.55		0.57	
(NPA+90days)/(Loan+OREO) (3)		0.82		0.81		0.74		0.76		0.75	

	Three Months Ended										
	J	une 30,		March 31,		December 31,		September 30,		June 30,	
(dollar amounts in millions)		2019		2019		2018		2018		2018	
Nonperforming assets, beginning of period	\$	461	\$	387	\$	403	\$	412	\$	420	
New nonperforming assets		117		218		109		114		96	
Returns to accruing status		(16)		(33)		(21)		(24)		(25)	
Loan and lease losses		(34)		(46)		(32)		(29)		(21)	
Payments		(54)		(33)		(66)		(62)		(53)	
Sales		(14)		(32)		(6)		(8)		(5)	
Nonperforming assets, end of period	\$	460	\$	461	\$	387	\$	403	\$	412	

<sup>(1)</sup> Other nonperforming assets include certain impaired securities and/or nonaccrual loans held-forsale.

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

<sup>(3)</sup> The sum of nonperforming assets and total accruing loans and leases past due 90 days or more divided by the sum of loans and leases and other real estate.

(dollar amounts in millions)	June 30, 2019	March 31, 2019	D	December 31, 2018		September 30, 2018	June 30, 2018
Accruing loans and leases past due 90 days or more:							
Commercial and industrial	\$ 5	\$ 3	\$	7	\$	9	\$ 9
Commercial real estate	_	_		_		_	_
Automobile	7	6		8		7	6
Residential mortgage (excluding loans guaranteed by							
the U.S. Government)	27	25		32		28	18
RV and marine	1	2		1		1	1
Home equity	15	15		17		15	16
Other consumer	 5	 5		6		6	 4
Total, excl. loans guaranteed by the U.S. Government	60	56		71		66	54
Add: loans guaranteed by U.S. Government	 92	 91		99		88	 78
Total accruing loans and leases past due 90 days or more, including loans guaranteed by the U.S. Government	\$ 152	\$ 147	\$	170	\$	154	\$ 132
Ratios:							
Excluding loans guaranteed by the U.S. Government, as a percent of total loans and leases	0.08%	0.07%		0.09%		0.09%	0.07%
Guaranteed by U.S. Government, as a percent of total loans and leases	0.12	0.12		0.13		0.12	0.11
Including loans guaranteed by the U.S. Government, as a percent of total loans and leases	0.20	0.20		0.23		0.21	0.18
Accruing troubled debt restructured loans:							
Commercial and industrial	\$ 245	\$ 270	\$	269	\$	308	\$ 314
Commercial real estate	48	60		54		60	65
Automobile	37	37		35		34	32
Home equity	241	247		252		257	258
Residential mortgage	221	219		218		219	221
RV and marine	2	2		2		2	1
Other consumer	10	9		9		10	9
Total accruing troubled debt restructured loans	\$ 804	\$ 844	\$	839	\$	890	\$ 900
Nonaccruing troubled debt restructured loans:							
Commercial and industrial	\$ 88	\$ 86	\$	97	\$	100	\$ 87
Commercial real estate	6	6		6		8	14
Automobile	3	3		3		3	3
Home equity	26	28		28		28	28
Residential mortgage	43	43		44		46	46
RV and marine	1	1		_		1	1
Other consumer	_	_		_			_
Total nonaccruing troubled debt restructured loans	\$ 167	\$	\$		_		 

	June 30,	March 31,	De	ecember 31,	Se	ptember 30,	June 30,
(dollar amounts in millions)	 2019	 2019		2018		2018	 2018
Common equity tier 1 risk-based capital ratio: (1)							
Total shareholders' equity	\$ 11,668	\$ 11,432	\$	11,102	\$	10,934	\$ 11,472
Regulatory capital adjustments:							
Shareholders' preferred equity	(1,207)	(1,207)		(1,207)		(1,207)	(1,207)
Accumulated other comprehensive income offset	273	455		609		790	729
Goodwill and other intangibles, net of related taxes	(2,174)	(2,187)		(2,200)		(2,226)	(2,229)
Deferred tax assets that arise from tax loss and credit carryforwards	(30)	(31)		(33)		(28)	(28)
Common equity tier 1 capital	 8,530	8,462		8,271		8,263	8,737
Additional tier 1 capital							
Shareholders' preferred equity	1,207	1,207		1,207		1,207	1,207
Other	_	1		_		_	_
Tier 1 capital	9,737	9,670		9,478		9,470	9,944
Long-term debt and other tier 2 qualifying instruments	 727	736		776		839	809
Qualifying allowance for loan and lease losses	875	864		868		858	834
Tier 2 capital	 1,602	1,600		1,644		1,697	1,643
Total risk-based capital	\$ 11,339	\$ 11,270	\$	11,122	\$	11,167	\$ 11,587
Risk-weighted assets (RWA)(1)	\$ 86,332	\$ 85,966	\$	85,687	\$	83,580	\$ 82,951
Common equity tier 1 risk-based capital ratio (1)	9.88%	9.84%		9.65%		9.89%	10.53%
Other regulatory capital data:							
Tier 1 leverage ratio (1)	9.24	9.16		9.10		9.14	9.65
Tier 1 risk-based capital ratio (1)	11.28	11.25		11.06		11.33	11.99
Total risk-based capital ratio (1)	13.13	13.11		12.98		13.36	13.97
Non-regulatory capital data:							
Tangible common equity / RWA ratio (1) (1) June 30, 2019, figures are	9.58	9.34		8.97		8.97	9.67

estimated.

## Quarterly common stock summary

	 June 30, 2019	March 31, 2019	 December 31, 2018	September 30, 2018	June 30, 2018
Dividends, per share					
Cash dividends declared per common share	\$ 0.14	\$ 0.14	\$ 0.14	\$ 0.14	\$ 0.11
Common shares outstanding (000)					
Average - basic	1,044,802	1,046,995	1,054,460	1,084,536	1,103,337
Average - diluted	1,060,280	1,065,638	1,073,055	1,103,740	1,122,612
Ending	1,037,841	1,046,440	1,046,767	1,061,529	1,104,227
Tangible book value per common share (1)	\$ 7.97	\$ 7.67	\$ 7.34	\$ 7.06	\$ 7.27
Common share repurchases (000)					
Number of shares repurchased	11,344	1,833	14,967	43,670	_
Non-regulatory capital					
	June 30,	March 31,	December 31,	September 30,	June 30,
(dollar amounts in millions)	2019	2019	2018	2018	2018
Calculation of tangible equity / asset ratio:					
Total shareholders' equity	\$ 11,668	\$ 11,432	\$ 11,102	\$ 10,934	\$ 11,472
Less: goodwill	(1,990)	(1,990)	(1,989)	(1,993)	(1,993)
Less: other intangible assets	(257)	(269)	(281)	(306)	(319)
Add: related deferred tax liability (1)	54	56	59	64	67
Total tangible equity	9,475	9,229	 8,891	8,699	9,227
Less: preferred equity	(1,203)	(1,203)	(1,203)	(1,203)	(1,203)
Total tangible common equity	\$ 8,272	\$ 8,026	\$ 7,688	\$ 7,496	\$ 8,024
Total assets	\$ 108,247	\$ 108,203	\$ 108,781	\$ 105,652	\$ 105,358
Less: goodwill	(1,990)	(1,990)	(1,989)	(1,993)	(1,993)
Less: other intangible assets	(257)	(269)	(281)	(306)	(319)
Add: related deferred tax liability (1)	54	56	59	64	67
Total tangible assets	\$ 106,054	\$ 106,000	\$ 106,570	\$ 103,417	\$ 103,113
Tangible equity / tangible asset ratio	 8.93%	8.71%	8.34%	8.41%	8.95%
Tangible common equity / tangible asset ratio	7.80	7.57	7.21	7.25	7.78
Other data:					
Number of employees (Average full-time equivalent)	15,780	15,738	15,657	15,772	15,732
Number of domestic full-service branches (2)	868	898	954	970	968

Other intangible assets are net of deferred tax liability, calculated at a 21% tax

ATM Count

1,727

1,774

1,860

1,831

1,687

rate.
Includes Regional Banking and The Huntington Private Client Group offices. (2)

		Six Months E	nded Jun	YTD Average Bala	Change	;
(dollar amounts in millions)		2019		2018	Amount	Percent
Assets	·					
Interest-bearing deposits in Federal Reserve Bank (2)	\$	510	\$	<b>—</b> \$	510	100 %
Interest-bearing deposits in banks		122		87	35	40
Securities:						
Trading account securities		149		84	65	77
Available-for-sale securities:						
Taxable		10,626		10,994	(368)	(3)
Tax-exempt		3,008		3,593	(585)	(16)
Total available-for-sale securities		13,634		14,587	(953)	(7)
Held-to-maturity securities - taxable		8,713		8,791	(78)	(1)
Other securities		501		602	(101)	(17)
Total securities	<del></del>	22,997		24,064	(1,067)	(4)
Loans held for sale		717		549	168	31
Loans and leases: (3)						
Commercial:						
Commercial and industrial		30,595		28,555	2,040	7
Commercial real estate:						
Construction		1,171		1,157	14	1
Commercial		5,710		6,188	(478)	(8)
Commercial real estate	<del></del>	6,881		7,345	(464)	(6)
Total commercial		37,476		35,900	1,576	4
Consumer:					<u> </u>	
Automobile		12,290		12,186	104	1
Home equity		9,561		9,986	(425)	(4)
Residential mortgage		10,899		9,401	1,498	16
RV and marine		3,355		2,574	781	30
Other consumer		1,273		1,143	130	11
Total consumer		37,378		35,290	2,088	6
Total loans and leases		74,854		71,190	3,664	5
Allowance for loan and lease losses		(779)		(726)	(53)	(7)
Net loans and leases		74,075		70,464	3,611	5
Total earning assets		99,200		95,890	3,310	3
Cash and due from banks		844		1,250	(406)	(32)
Intangible assets		2,258		2,325	(67)	(3)
All other assets		5,972		5,598	374	7
Total assets	<u> </u>	107,495	\$	104,337	3,158	3 %
Liabilities and shareholders' equity	<u> </u>		<u> </u>			
Interest-bearing deposits:						
Demand deposits - interest-bearing	\$	19,746	\$	18,877 \$	869	5 %
Money market deposits	ψ	23,121	Ψ	20,811	2,310	11
Savings and other domestic deposits		10,222		11,182	(960)	(9)
Core certificates of deposit (4)		5,955		3,048	2,907	95
Other domestic deposits of \$250,000 or more		323		245	78	32
Brokered deposits and negotiable CDs		3,042		3,485	(443)	(13)
Total interest-bearing deposits		62,409		57,648	4,761	8
Short-term borrowings		2,745		4,149	(1,404)	(34)
Long-term debt		8,946		9,092	(146)	(2)
Total interest-bearing liabilities	<u></u>				(140)	
-		74,100		70,889	3,211	5
Demand deposits - noninterest-bearing		19,833		20,477	(644)	(3)
All other liabilities		2,245		1,876	369	20
Shareholders' equity		11,317		11,095	222	2
Total liabilities and shareholders' equity	\$	107,495	\$	104,337 \$	3,158	3 %

<sup>(1)</sup> Amounts include the effects of hedge and risk management activities associated with the respective asset and liability categories.

categories.

(2) Deposits in Federal Reserve Bank were treated as non-earning assets prior to 4Q 2018.

<sup>(3)</sup> Includes nonaccrual

loans.

Includes consumer certificates of deposit of \$250,000 or more.

(dollar amounts in millions)		Ended June 3	30,	
	 2010	Ended June 30,		
· .	2019		2018	
Assets				
Interest-bearing deposits in Federal Reserve Bank (3)	\$ 6	\$	_	
Interest-bearing deposits in banks	1		1	
Securities:				
Trading account securities	2		_	
Available-for-sale securities:				
Taxable	148		141	
Tax-exempt	 55		59	
Total available-for-sale securities	 203		200	
Held-to-maturity securities - taxable	110		107	
Other securities	10		13	
Total securities	 325		320	
Loans held for sale	 14		11	
Loans and leases:				
Commercial:				
Commercial and industrial	748		632	
Commercial real estate:				
Construction	33		29	
Commercial	142		137	
Commercial real estate	 175		166	
Total commercial	 923		798	
Consumer:	 ,25	_	770	
Automobile	243		217	
Home equity	264		247	
Residential mortgage	210		173	
RV and marine				
Other consumer	82		65	
	 84	_	68	
Total consumer	 883		770	
Total loans and leases	1,806	Φ.	1,568	
Total earning assets	\$ 2,152	\$	1,900	
Liabilities				
Interest-bearing deposits:				
Demand deposits - interest-bearing	\$ 55	\$	31	
Money market deposits	126		54	
Savings and other domestic deposits	12		12	
Core certificates of deposit (4)	63		20	
Other domestic deposits of \$250,000 or more	3		1	
Brokered deposits and negotiable CDs	 36		29	
Total interest-bearing deposits	295		147	
Short-term borrowings	33		33	
Long-term debt	 176		152	
Total interest-bearing liabilities	 504		332	
Demand deposits - noninterest-bearing	_		_	
Net interest income	\$ 1,648	\$	1,568	

- (1) Fully-taxable equivalent (FTE) income and expense calculated assuming a 21% tax rate. 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.
- (3) Deposits in Federal Reserve Bank were treated as non-earning assets prior to 4Q 2018 and associated interest income was not material.
- (4) Includes consumer certificates of deposit of \$250,000 or more.

	YTD Average Rate	
	Six Months Ended Ju	ne 30,
Fully-taxable equivalent basis (1)	2019	2018
Assets		
Interest-bearing deposits in Federal Reserve Bank (2)	2.39 %	—%
Interest-bearing deposits in banks	1.93	1.96
Securities:		
Trading account securities	1.97	0.19
Available-for-sale securities:		
Taxable	2.78	2.57
Tax-exempt	3.68	3.26
Total available-for-sale securities	2.98	2.74
Held-to-maturity securities - taxable	2.53	2.44
Other securities	4.01	4.28
Total securities	2.82	2.67
Loans held for sale	4.04	4.02
Loans and leases: (4)		
Commercial:		
Commercial and industrial	4.87	4.40
Commercial real estate:	4.07	т.то
Construction	5.58	4.99
Commercial		
Commercial real estate	4.94	4.41
Total commercial	5.05	4.50
	4.90	4.42
Consumer:		
Automobile	3.98	3.60
Home equity	5.57	4.99
Residential mortgage	3.85	3.68
RV and marine	4.95	5.11
Other consumer	13.27	11.80
Total consumer	4.75	4.39
Total loans and leases	4.83	4.41
Total earning assets	4.38 %	4.00%
Liabilities		
Interest-bearing deposits:		
Demand deposits - interest-bearing	0.57%	0.33 %
Money market deposits	1.10	0.52
Savings and other domestic deposits	0.23	0.20
Core certificates of deposit (5)	2.13	1.35
Other domestic deposits of \$250,000 or more	1.87	0.85
Brokered deposits and negotiable CDs	2.39	1.65
Total interest-bearing deposits	0.95	0.51
Short-term borrowings	2.41	1.60
Long-term debt	3.95	3.34
Fotal interest-bearing liabilities	1.37	0.94
Demand deposits - noninterest-bearing	· ——	
Net interest rate spread	- 2.01	- 206
impact of noninterest-bearing funds on margin	3.01	3.06
	0.34	0.24
Net interest margin	3.35 %	3.30 %
Commercial Loan Derivative Impact		
(Unaudited)		
(Упинител)	YTD Average Rat	rec
	Six Months Ended Ju	
		•
fully-taxable equivalent basis (1)	2019	2018
Commercial loans (3)(4)	4.91 %	4.42 %
impact of commercial loan derivatives	(0.01)	
Total commercial - as reported	4.90 %	4.42 %
Average 1 Month LIBOR	2 47 9/	1 01 0/
1) Fully-tayable equivalent (FTF) yields are calculated assuming a 21% tax rate. See page 21 for the FTF	2.47 %	1.81%

<sup>(1)</sup> Fully-taxable equivalent (FTE) yields are calculated assuming a 21% tax rate. See page 21 for the FTE adjustment.

- Deposits in Federal Reserve Bank were treated as non-earning assets prior to  $4Q\ 2018.$ (2)
- Yield/rates exclude the effects of hedge and risk management activities associated with the respective asset and liability (3)
- categories.
  Includes the impact of nonaccrual (4)
  - loans.
- (5) Includes consumer certificates of deposit of \$250,000 or more.

	 Six Months I	Ended Ju		Change		
(dollar amounts in millions, except per data, share count in thousands)	 2019		2018		Amount	Percent
Interest income	\$ 2,138	\$	1,886	\$	252	13 %
Interest expense	 504		332		172	52
Net interest income	1,634		1,554		80	5
Provision for credit losses	 126		122		4	3
Net interest income after provision for credit losses	 1,508		1,432		76	5
Service charges on deposit accounts	179		177		2	1
Card and payment processing income	119		109		10	9
Trust and investment management services	87		86		1	1
Mortgage banking income	55		54		1	2
Capital market fees	56		47		9	19
Insurance income	44		42		2	5
Bank owned life insurance income	31		32		(1)	(3)
Gain on sale of loans and leases	26		23		3	13
Securities gains (losses)	(2)		_		(2)	(100)
Other income	98		80		18	23
Total noninterest income	 693		650		43	7
Personnel costs	822		772		50	6
Outside data processing and other services	170		142		28	20
Net occupancy	80		76		4	5
Equipment	80		78		2	3
Deposit and other insurance expense	16		36		(20)	(56)
Professional services	24		26		(2)	(8)
Marketing	18		26		(8)	(31)
Amortization of intangibles	25		27		(2)	(7)
Other expense	118		102		16	16
Total noninterest expense	 1,353		1,285		68	5
Income before income taxes	 848		797		51	6
Provision for income taxes	126		116		10	9
Net income	 722		681		41	6
Dividends on preferred shares	37		33		4	12
Net income applicable to common shares	\$ 685	\$	648	\$	37	6 %
Average common shares - basic	 1,045,899		1,093,587		(48)	(4)
Average common shares - diluted	1,062,959		1,123,646		(61)	(5)
Per common share						
Net income - basic	\$ 0.66	\$	0.59	\$	0.07	12 %
Net income - diluted	0.64		0.58		0.06	10
Cash dividends declared	0.28		0.22		0.06	27
Revenue - fully taxable equivalent (FTE)						
Net interest income	\$ 1,634	\$	1,554	\$	80	5 %
FTE adjustment (1)	14		14		_	_
Net interest income	 1,648		1,568		80	5
Noninterest income	693		650		43	7
Total revenue (1)	\$ 2,341	\$	2,218	\$	123	6 %

<sup>(1)</sup> On a fully-taxable equivalent (FTE) basis assuming a 21% tax

	Six Months E	Ended Ju	ine 30,	Change	
(dollar amounts in millions)	 2019		2018	Amount	Percent
Net origination and secondary marketing income	\$ 47	\$	39	8	21 %
Net mortgage servicing income					
Loan servicing income	29		28	1	4
Amortization of capitalized servicing	(19)		(16)	(3)	(19)
Operating income	10		12	 (2)	(17)
MSR valuation adjustment (1)	(29)		7	 (36)	(514)
Gains (losses) due to MSR hedging	 24		(7)	 31	443
Net MSR risk management	(5)		_	(5)	_
Total net mortgage servicing income	\$ 5	\$	12	\$ (7)	(58)%
All other	3		3	_	_
Mortgage banking income	\$ 55	\$	54	\$ 1	2 %
Mortgage origination volume	\$ 3,157	\$	3,640	\$ (483)	(13)%
Mortgage origination volume for sale	1,937		2,001	(64)	(3)
Third party mortgage loans serviced (2)	21,486		20,416	1,070	5
Mortgage servicing rights (2)	192		215	(23)	(11)
MSR % of investor servicing portfolio	0.90 %		1.05 %	(0.15)%	(14)%

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

At period end. (1)

<sup>(2)</sup> 

	Six Months Ended	June 30,
(dollar amounts in millions)	 2019	2018
Allowance for loan and lease losses, beginning of period	\$ 772 \$	691
Loan and lease losses	(167)	(126)
Recoveries of loans previously charged off	48	60
Net loan and lease losses	(119)	(66)
Provision for loan and lease losses	121	116
Allowance for loan and lease losses, end of period	774	741
Allowance for unfunded loan commitments and letters of credit, beginning of period	\$ 96 \$	87
Provision for (reduction in) unfunded loan commitments and letters of credit losses	5	6
Allowance for unfunded loan commitments and letters of credit, end of period	101	93
Total allowance for credit losses	\$ 875 \$	834
Allowance for loan and lease losses (ALLL) as % of:		
Total loans and leases	1.03 %	1.02 %
Nonaccrual loans and leases (NALs)	182	197
Nonperforming assets (NPAs)	168	180

(dollar amounts in millions)	2019		2018
Net charge-offs by loan and lease type:			
Commercial:			
Commercial and industrial	\$	52 \$	20
Commercial real estate:			
Construction		(1)	(1)
Commercial		_	(14)
Commercial real estate		(1)	(15)
Total commercial		51	5
Consumer:			
Automobile		15	17
Home equity		5	3
Residential mortgage		4	2
RV and marine		5	5
Other consumer		39	34
Total consumer		68	61
Total net charge-offs		\$	66
Total net charge-offs	Six M	119 \$ Tonths Ended Ju	ne 30,
Net charge-offs - annualized percentages:	Six M		ne 30,
Net charge-offs - annualized percentages:  Commercial:	Six M 2019	onths Ended Ju	ne 30, 2018
Net charge-offs - annualized percentages:  Commercial:  Commercial and industrial	Six M 2019		ne 30,
Net charge-offs - annualized percentages:  Commercial:  Commercial and industrial  Commercial real estate:	Six M 2019	onths Ended Ju	ne 30, 2018 0.14 %
Net charge-offs - annualized percentages:  Commercial:  Commercial and industrial  Commercial real estate:  Construction	Six M 2019	onths Ended Ju	0.14 %
Net charge-offs - annualized percentages:  Commercial:  Commercial and industrial  Commercial real estate:  Construction  Commercial	Six M 2019  0 (0	0.34 %	0.14 % (0.20) (0.42)
Net charge-offs - annualized percentages:  Commercial:  Commercial and industrial  Commercial real estate:  Construction  Commercial  Commercial real estate	Six M 2019  0 (0	0.34 % 0.09)	0.14 % (0.20) (0.42) (0.39)
Net charge-offs - annualized percentages:  Commercial:  Commercial and industrial  Commercial real estate:  Construction  Commercial  Commercial  Total commercial	Six M 2019  0 (0	0.34 %	0.14 % (0.20) (0.42)
Net charge-offs - annualized percentages:  Commercial:  Commercial and industrial  Commercial real estate:  Construction  Commercial  Commercial real estate  Total commercial  Consumer:	Six M 2019  0 (0 (0)	0.34 % 0.09) 	0.14 % (0.20) (0.42) (0.39)
Net charge-offs - annualized percentages:  Commercial:  Commercial and industrial  Commercial real estate:  Construction  Commercial  Commercial real estate  Total commercial  Consumer:  Automobile	Six M 2019  0  (0  (0)  (0)  (0)  (0)  (0)	0.34 % 0.09) 	0.14 % (0.20) (0.42) (0.39) 0.03
Net charge-offs - annualized percentages:  Commercial:  Commercial and industrial  Commercial real estate:  Construction  Commercial  Commercial real estate  Total commercial  Consumer:  Automobile  Home equity	Six M 2019  0 (0) (0) 0 0 0 0	0.34 % 0.09 ) 0.02 ) 0.27	0.14 % (0.20) (0.42) (0.39) 0.03
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	Six M 2019  0  (0)  (0)  0  0  0  0  0 0 0 0	0.34 % 0.09 ) 0.02 ) 0.27 0.24 0.10 0.08	0.14 % (0.20) (0.42) (0.39) 0.03
Net charge-offs - annualized percentages:  Commercial:  Commercial and industrial  Commercial real estate:  Construction  Commercial  Commercial  Commercial  Consumer:  Automobile  Home equity  Residential mortgage  RV and marine	Six M 2019  0  (0  0  0  0  0  0  0  0 0 0 0 0 0	0.34 % 0.09 ) 0.02 ) 0.27 0.24 0.10 0.08 0.32	0.14 % (0.20) (0.42) (0.39) 0.03  0.27 0.06 0.04 0.38
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  Other consumer	Six M 2019  0  (0  0  0  0  0  0  0  0  0  0  0  0	0.34 % 0.09)	0.14 % (0.20) (0.42) (0.39) 0.03  0.27 0.06 0.04 0.38 6.02
Net charge-offs - annualized percentages:  Commercial:  Commercial and industrial  Commercial real estate:  Construction  Commercial  Commercial  Commercial  Consumer:  Automobile  Home equity  Residential mortgage  RV and marine	Six M 2019  0  (0)  (0)  0  0  0  0  0  0  0  0  0  0  0 0 0 0	0.34 % 0.09 ) 0.02 ) 0.27 0.24 0.10 0.08 0.32	0.14 % (0.20) (0.42) (0.39) 0.03  0.27 0.06 0.04 0.38

	June	30,	
(dollar amounts in millions)	 2019		2018
Nonaccrual loans and leases (NALs):			
Commercial and industrial	\$ 281	\$	207
Commercial real estate	17		25
Automobile	4		4
Residential mortgage	62		73
RV and marine	1		1
Home equity	60		68
Other consumer	_		_
Total nonaccrual loans and leases	 425		378
Other real estate, net:			
Residential	10		23
Commercial	4		5
Total other real estate, net	14		28
Other NPAs (1)	21		6
Total nonperforming assets (3)	\$ 460	\$	412
Nonaccrual loans and leases as a % of total loans and leases	0.57 %		0.52 %
NPA ratio (2)	0.61		0.57

		Six Months E	nded June 3	0,
(dollar amounts in millions)	2	019	2	:018
Nonperforming assets, beginning of period	\$	387	\$	389
New nonperforming assets		335		254
Returns to accruing status		(49)		(48)
Loan and lease losses		(80)		(53)
Payments		(87)		(117)
Sales and held-for-sale transfers		(46)		(13)
Nonperforming assets, end of period (2)	\$	460	\$	412

<sup>(1)</sup> Other nonperforming assets include certain impaired securities and/or nonaccrual loans held-forsale.

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

<sup>(3)</sup> Nonaccruing troubled debt restructured loans are included in the total nonperforming assets balance.

(dollar amounts in millions)	Six Months Ended June 30,			
	2019		2018	
Accruing loans and leases past due 90 days or more:				
Commercial and industrial	\$	5	\$	9
Commercial real estate		_		_
Automobile		7		6
Residential mortgage (excluding loans guaranteed by the U.S. Government)		27		18
RV and marine		1		1
Home equity		15		16
Other consumer		5		4
Total, excl. loans guaranteed by the U.S. Government		60		54
Add: loans guaranteed by U.S. Government		92		78
Total accruing loans and leases past due 90 days or more, including loans guaranteed by the U.S. Government	\$	152	\$	132
Ratios:				
Excluding loans guaranteed by the U.S. Government, as a percent of total loans and leases		0.08 %		0.07 %
Guaranteed by U.S. Government, as a percent of total loans and leases		0.12		0.11
Including loans guaranteed by the U.S. Government, as a percent of total loans and leases		0.20		0.18
Accruing troubled debt restructured loans:				
Commercial and industrial	\$	245	\$	314
Commercial real estate		48		65
Automobile		37		32
Home equity		241		258
Residential mortgage		221		221
RV and marine		2		1
Other consumer		10		9
Total accruing troubled debt restructured loans	\$	804	\$	900
Nonaccruing troubled debt restructured loans:	<del></del>			
Commercial and industrial	\$	88	\$	87
Commercial real estate		6		14
Automobile		3		3
Home equity		26		28
Residential mortgage		43		46
RV and marine		1		1
Other consumer		_		_
Total nonaccruing troubled debt restructured loans	\$	167	\$	179