SECURITIES AND EXCHANGE COMMISSION
Washington D.C., 20549

FORM 11-K

☒ **ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

FOR THE FISCAL YEAR ENDED DECEMBER 31, 2019

OR

☐ **TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

FOR THE TRANSITION PERIOD FROM__________ TO __________.

COMMISSION FILE NO. 1-34073

A. Full Title of the Plan and the address of the Plan, if different from that of the issuer named below:

The Huntington 401(k) Plan

B. Name of issuer of the securities held pursuant to the Plan and the address of its principal executive office:

Huntington Bancshares Incorporated
Huntington Center
41 South High Street
Columbus, Ohio 43287

THE HUNTINGTON 401(k) PLAN

REQUIRED INFORMATION

Item 4. Financial Statements and Supplemental Schedule for the Plan.

The Huntington 401(k) Plan (the “Plan”) is subject to the Employee Retirement Income Security Act of 1974 (“ERISA”). In lieu of the requirements of Items 1-3 of this Form, the Plan is filing financial statements and a supplemental schedule prepared in accordance with the financial reporting requirements of ERISA. The Plan financial statements and supplemental schedule for the fiscal year ended December 31, 2019, are included as Exhibit 99.1 to this report on Form 11-K and are incorporated herein by reference. The Plan financial statements and supplemental schedule as of and for the year ended December 31, 2019 have been audited by Ary Roepcke Mulchaey, P.C., Independent Registered Public Accounting Firm, and their report is included therein.

EXHIBITS

23.1	Consent of Independent Registered Public Accounting Firm, Ary Roepcke Mulchaey, P.C.
99.1	Financial statements and supplemental schedule of The Huntington 401(k) Plan for the fiscal years ended December 31, 2019 and 2018, prepared in accordance with the financial reporting requirements of ERISA.

SIGNATURES

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

THE HUNTINGTON 401(k) PLAN

Date: June 26, 2020

By: /s/ Zachary J. Wasserman
Zachary J. Wasserman
Sr. Executive Vice President and Chief Financial Officer
Huntington Bancshares Incorporated

Exhibit 23.1

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in Registration Statement No. 333-187725 of Huntington Bancshares Incorporated on Form S-8 of our report dated June 26, 2020, with respect to the financial statements and supplemental schedule of The Huntington 401(k) Plan included in this Annual Report (Form 11-K) for the year ended December 31, 2019.

/s/ Ary Roepcke Mulchaey, P.C.
Columbus, Ohio
June 26, 2020

Exhibit 99.1

THE HUNTINGTON 401(k) PLAN

Employer ID No.: 31-0724920
Plan Number: 002

Financial Statements as of and for the Years Ended December 31, 2019 and 2018,
Supplemental Schedule as of December 31, 2019, and
Report of Independent Registered Public Accounting Firm

THE HUNTINGTON 401(k) PLAN

TABLE OF CONTENTS

* All other financial schedules required by section 2520.103-10 of the U.S. Department of Labor's Annual Reporting and Disclosure Requirements under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Compensation Committee of the Board of Directors of
Huntington Bancshares Incorporated and Plan Participants of the
The Huntington 401(k) Plan
Columbus, Ohio

Opinion on the Financial Statements

We have audited the accompanying statements of net assets available for benefits of The Huntington 401(k) Plan (the "Plan") as of December 31, 2019 and 2018, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes and schedule (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the net assets available for benefits of the Plan at December 31, 2019 and 2018, and the changes in net assets available for benefits for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on the Plan's financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) ("PCAOB") and are required to be independent with respect to the Plan in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Supplemental Information

The supplemental information contained in Schedule H, Line 4i-Schedule of Assets (Held at End of Year) as of December 31, 2019 has been subjected to audit procedures performed in conjunction with the audit of the Plan's financial statements. The supplemental information is the responsibility of the Plan's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.

/s/ Ary Roepcke Mulchaey, P.C.

We have served as the Plan's auditor since 2014.
Columbus, Ohio
June 26, 2020

THE HUNTINGTON 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2019 AND 2018

	2019	2018
ASSETS		
Investments, at fair value:		
Huntington Bancshares Incorporated common stock	$ 155,830,843	$ 131,533,582
Common collective trust fund	38,928,391	—
Mutual funds	1,101,409,778	848,382,094
Total investments	1,296,169,012	979,915,676
Accrued dividends and interest receivable	1,558,284	1,543,983
Notes receivable from participants	307,219	527,530
Employer match true up	—	1,204,084
Due from brokers for investment securities sold	50,512	—
Total receivables	1,916,015	3,275,597
Total assets	$ 1,298,085,027	$ 983,191,273
LIABILITIES		
Dividends payable to Plan participants	$ 118,514	$ 123,223
Payable for administrative expenses	231,438	285,683
Total liabilities	349,952	408,906
NET ASSETS AVAILABLE FOR BENEFITS	$ 1,297,735,075	$ 982,782,367

See notes to financial statements.

THE HUNTINGTON 401(k) PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018

	2019	2018
ADDITIONS		
Investment income:		
Net appreciation (depreciation) in fair value of investments	$ 219,469,461	$ (115,513,132)
Dividends from Huntington Bancshares Incorporated common stock	6,237,663	5,518,971
Dividends from mutual funds	34,929,896	47,008,969
Interest	15,896	5,250
Total investment income (loss)	260,652,916	(62,979,942)
Contributions:		
Employees	88,214,099	77,416,839
Employer	50,735,094	45,503,082
Rollovers	14,039,540	65,796,744
Total contributions	152,988,733	188,716,665
Total additions	413,641,649	125,736,723
DEDUCTIONS		
Benefit distributions and other withdrawals	98,688,941	80,407,956
Net increase in net assets available for benefits	314,952,708	45,328,767
Net assets available for benefits at beginning of year	982,782,367	937,453,600
NET ASSETS AVAILABLE FOR BENEFITS AT END OF YEAR	$ 1,297,735,075	$ 982,782,367

See notes to financial statements.

1. DESCRIPTION OF THE PLAN

General - The Huntington 401(k) Plan (the "Plan") is a defined contribution plan that was initially adopted by the Board of Directors (the "Board of Directors") of Huntington Bancshares Incorporated ("Huntington") on September 29, 1977, to be effective January 1, 1978, to provide benefits to eligible employees of Huntington, as defined in the Plan document. Plan participants should refer to the Plan document and summary plan description for a more complete description of the Plan's provisions. On December 13, 2000, Huntington's common stock held in accounts of participants who elected to have all or a portion of their accounts invested in Huntington's common stock were designated as an Employee Stock Ownership Plan ("ESOP"). The ESOP forms a portion of the Plan.

Plan Amendments - From time to time, the Plan has been amended and restated. Amendments to the Plan include provisions as necessary to conform to various legislation and guidance under the Internal Revenue Code (the "Code"), and provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Plan Termination - Pursuant to the Plan document, Huntington may terminate or modify the Plan at any time by resolution of its Board of Directors and subject to the provisions of ERISA and the Code. In the event of Plan termination, participants will become 100% vested in their accounts.

Funding and Vesting - Employees must complete thirty days of employment before they are eligible to participate in the Plan. Participants may elect to make pre-tax and/or Roth 401(k) after tax contributions of up to 75% of their eligible compensation, subject to certain statutory limits.

Effective January 1, 2018, Huntington matched contributions equal to 150% on the first 2% of participant elective deferrals and 100% of the next 2% of participant elective deferrals. Employer matching contributions are on a two-year cliff-vesting schedule. After two years of service, the employer matching contributes will be 100% vested. All prior years of service count toward vesting.

The Plan also includes an automatic enrollment feature. Eligible employees who do not enroll or do not affirmatively opt-out will be enrolled at 4% pre-tax. Additionally, independent of the automatic enrollment program, the plan features an automatic escalation program whereby a participant contributing greater than 0% but less than 10% of compensation shall be automatically increased as of the last week of December by 1% per year up to a maximum of 10%, unless a participant elects to opt out of the automatic escalation program.

Forfeitures - Any forfeited portion of a participant's account will be restored to the participant's account if they are rehired within five years of termination and the entire amount distributed upon termination is repaid to the Plan. Forfeitures are either used to reduce Huntington's contributions to the Plan or to pay reasonable expenses of the Plan. Forfeitures used to reduce Huntington's contributions and pay reasonable expenses were $1,542,860 and $1,817,861 during 2019 and 2018, respectively. There were no forfeited non-vested accounts at December 31, 2019 and 2018.

Administration - The Plan administrator is Huntington. Portions of Plan administration have been delegated by the Plan administrator to a committee of employees appointed by the Board of Directors of Huntington. The Plan's trustee and recordkeeper is Fidelity Management Trust Company ("Fidelity"). The Plan administrator believes that the Plan is currently designed and operated in compliance with the applicable requirements of the Code and the provisions of ERISA, as amended.

Participant Accounts - Each participant's account is credited with the participant's own contribution and an allocation of Huntington's contribution, as applicable, and Plan earnings. Investment income or loss is allocated to participant accounts based on proportional account balances in their respective investments. The benefit to which a participant is entitled is the benefit that can be provided from the participant's individual account.

Fees and Expenses - Certain administrative fees are paid from the general assets of Huntington and are excluded from these financial statements. Administrative expenses are also paid by participants from the assets of the Plan. Revenue sharing and sub-transfer agent fee income received by the Plan is used to reduce participant administrative expenses. Investment related expenses are included in the net appreciation (depreciation) of fair value of investments.

Investment Options - Plan participants are permitted to direct their deferrals and employer matching contributions to any combination of investment options, including Huntington common stock, a variety of mutual funds, and a common collective trust fund. Huntington has the sole discretion to determine or change the number and nature of investment options in the Plan. An active participant may change or suspend deferrals pursuant to the terms set forth in the Plan document. If a Plan participant enrolls without making an investment election, all contributions will be allocated to the applicable age-appropriate Vanguard Target Retirement Fund.

Plan Investments - Plan investments consist of shares of Huntington common stock, mutual funds, and a common collective trust fund held by the Plan's trustee, Fidelity (the "Plan Trustee"). The Plan Trustee purchases and sells shares of Huntington common stock on the open market at market prices. Additionally, the Plan Trustee may directly purchase from, and sell to, Huntington, at market prices, shares of Huntington common stock. A portion of participant holdings in Huntington common stock are held in Fidelity Government Cash Reserves Fund to help facilitate purchases and sales of Huntington common stock. The Plan Trustee purchases and redeems shares of mutual funds in accordance with rules of the mutual funds.

Participant Loans - The Plan does not permit participant loans. However, as a result of mergers and acquisitions, the plan was amended to allow the transfer of participant loans from qualified plans. Participant loans are recorded at unpaid principal balance plus any accrued but unpaid interest, at rates commensurate with prevailing rates at the time funds were borrowed. The amount recorded approximates current value. Principal and interest is paid ratably through payroll deductions. Participant loans are listed as notes receivable from participants in the Plan’s financial statements.

Contributions - Employee and employer contributions to the participants' accounts in the Plan are invested pursuant to the participants’ investment direction elections on file.

Benefit Distributions and Other Withdrawals - A participant may request that the portion of his or her account that is invested in Huntington common stock be distributed in shares of Huntington common stock with cash paid in lieu of any fractional shares. All other distributions from the Plan are paid in cash.

Distributions and withdrawals are reported at fair value and recorded by the Plan when payments are made.

Participants are permitted to take distributions and withdrawals from their accounts in the Plan under the circumstances set forth in the Plan document. Generally, participants may request in-service withdrawal of funds in their account attributable to: (i) rollover contributions; (ii) after-tax contributions; and (iii) pre-April 1, 1998, Employer contributions. Employee pre-tax elective deferrals and post April 1, 1998 employer matching contributions are subject to special withdrawal rules and generally may not be withdrawn from the Plan prior to a participant’s death, disability, termination of employment, or attainment of age 59 1/2. Certain distributions of employee deferrals may be made, however, in the event a participant requests a distribution due to financial hardship as defined by the Plan. Participants should refer to the plan document for the terms of the Plan. Participants may withdraw up to 100% of their account balances in the Plan for any reason after they have reached age 59 1/2.

Plan participants have the option of reinvesting cash dividends paid on Huntington common stock or having dividends paid in cash.

Effective January 1, 2019, the Plan was amended to reflect hardship withdrawal provisions which were included in the Bipartisan Budget Act of 2018.

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation - The financial statements of the Plan are presented on the accrual basis and are prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”).

In conjunction with applicable accounting standards, all material subsequent events have been either recognized in the financial statements or disclosed in the notes to financial statements.

Dividends and Interest Income - Dividends are recorded on their ex-dividend date. Interest is recorded on an accrual basis when earned. Net appreciation or depreciation includes the Plan’s gains and losses on investments bought and sold, as well as held, during the year.

Benefit Payments - Benefits are recorded when paid.

Fair Value Measurements - Accounting Standards Codification (“ASC”) Topic 820 defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a three-level valuation hierarchy for disclosure of fair value measurements. The valuation hierarchy is based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date. The three levels are defined as follows:

Level 1 - inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.

Level 2 - inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.

Level 3 - inputs to the valuation methodology are unobservable and significant to the fair value measurement.

Common collective trust fund - The Plan holds investments in a Common Collective Trust Fund, the Prudential Core Plus Bond Fund, which is valued utilizing the Net Asset Value (NAV) as reported by the Common Collective Trust Fund. The fund allows participants to make withdrawals based on certain fund provisions. The NAV is used as a practical expedient to estimate fair value and is based on the fair value of the underlying investments held by the fund less its liabilities as reported by the issuer of the fund.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The Plan's policy is to recognize significant transfers between levels at the beginning of the reporting period.

Use of Estimates - The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect amounts of assets and liabilities, and changes therein, reported in the financial statements. Actual results could differ from those estimates.

Risks and Uncertainties - The Plan utilizes various investment instruments, including mutual funds and common stock. In general, investment securities are exposed to various risks such as interest rate, credit, and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes will materially affect the amounts in the financial statements.

Recently Issued Accounting Pronouncement - In August 2018, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2018-13, Fair Value Measurement - Disclosure Framework (Topic 820). The updated guidance improves the disclosure requirements on fair value measurements. The updated guidance is effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2019. Early adoption is permitted for any removed or modified disclosures. This standard was early adopted by the Plan and had no material impact on the Plan's financial statements.

In July 2018, the FASB issued ASU 2018-09, Codification Improvements, which, among other things, amends an illustrative example of a fair value hierarchy disclosure to indicate that a certain type of investment should not always be considered to be eligible to use the net asset value per share practical expedient. Also, it further clarifies that an entity should evaluate whether a readily determinable fair value exists or whether its investments qualify for the net asset value per share practical expedient in accordance with Accounting Standards Codification ("ASC") 820, Fair Value Measurement. Adoption of the amended guidance, which is to be applied prospectively, affects the fair value disclosures, but does not change the fair value measurement of the investments. ASU 2018-09 is effective for entities for fiscal years beginning after December 15, 2019 (after December 31, 2018 for issuers). This standard was adopted by the Plan and had no impact on the Plan's financial statements.

3. PARTY-IN-INTEREST TRANSACTIONS

Notes receivable from participants and common stock of Huntington are held by the Plan Trustee and qualify as party-in-interest transactions. Fidelity Management Trust Company, trustee of the Plan and its subsidiaries and affiliates, maintain and manage certain investments of the Plan for which the Plan is charged.

At December 31, 2019 and 2018, the Plan held 10,333,610 and 11,034,697 shares of Huntington Bancshares Incorporated common stock, at a cost of $103,336,895 and $107,846,545. The fair value of the party-in-interest investments were $155,830,843 and $131,533,582 at December 31, 2019 and 2018, respectively.

Fees charged to participants are used to offset expenses of the Plan. Costs and expenses paid by the Plan for administration totaled $1,145,250 and $1,095,627 for 2019 and 2018, respectively. Costs and expenses are included in benefit distributions and other withdrawals in the Plan financial statements.

4. **INCOME TAXES**

The IRS has determined and informed the Plan sponsor by a letter dated January 27, 2017, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code. Although the Plan has been amended since receiving the January 27, 2017 determination letter, Huntington believes the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the Code and, that the trust, which forms a part of the Plan is qualified and tax-exempt.

GAAP requires the evaluation of tax positions taken by the Plan and recognition of a tax liability if the Plan has taken an uncertain tax position that is not more likely than not to be sustained upon examination by the IRS. Huntington, on behalf of the Plan, has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2019 and 2018, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits; however, there are currently no audits for any tax periods in progress.

5. FAIR VALUE MEASUREMENTS

Investments of the Plan are accounted for at cost on the trade-date and are reported at fair value. Huntington common stock is valued using the year-end closing price as determined by the National Association of Securities Dealers Automated Quotations. Mutual funds are valued at quoted market prices that represent the net asset value of shares held by the Plan at year-end. The investment in the common collective trust fund is reported at net asset value per share as determined by the sponsoring trustee, and is calculated by subtracting liabilities from the value of a fund's total assets and dividing it by the number of fund's shares outstanding. The methods above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair values of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth by level within the fair value hierarchy a summary of the Plan’s investments measured at fair value on a recurring basis at December 31, 2019 and 2018. For the years ended December 31, 2019 and 2018, there were no transfers in or out of Levels 1, 2, or 3.

	Fair Value Measurements Using			
December 31, 2019	**Quoted Prices In Active Markets for Identical Assets (Level 1)**	**Significant Other Observable Inputs (Level 2)**	**Significant Other Unobservable Inputs (Level 3)**	**Total**
Common stock	$ 155,830,843	—	—	$ 155,830,843
Mutual funds	1,101,409,778	—	—	1,101,409,778
Total asset in fair value hierarchy	1,257,240,621			1,257,240,621
Investments measured at net assets value (1)	—	—	—	38,928,391
Total investments	$ 1,257,240,621	—	—	$ 1,296,169,012

(1) In accordance with Subtopic 820-10, certain investments that were measured at net asset value per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the line items presented in the statements of net assets available for benefits.

	Fair Value Measurements Using			
December 31, 2018	**Quoted Prices In Active Markets for Identical Assets (Level 1)**	**Significant Other Observable Inputs (Level 2)**	**Significant Other Unobservable Inputs (Level 3)**	**Total**
Common stock	$ 131,533,582	—	—	$ 131,533,582
Mutual funds	848,382,094	—	—	848,382,094
Total investments	$ 979,915,676	—	—	$ 979,915,676

The following table set forth additional disclosures of the Plan's investment that has fair value measurement estimated using NAV:

	Fair Value Estimated Using Net Asset Value Per Share December 31, 2019				
	Fair Value	**Unfunded Commitment**	**Redemption Frequency**	**Other Redemption Restrictions**	**Redemption Notice Period**
Investment:					
Prudential Core Plus Bond Fund	$ 38,928,391	n/a	Daily	n/a	60 days

6. SUBSEQUENT EVENTS

Effective January 1, 2020, the Plan was amended and restated to incorporate the amendments adopted since the previous version of the plan document, and to limit eligible plan compensation subject to employer match to $200,000.

The COVID-19 pandemic has negatively impacted the U.S. and global economy, investment fund prices and common stock share prices for most companies, including the Huntington Bancshares Incorporated common stock. The impact of COVID-19 on companies continues to evolve rapidly and its future effects on the Plan’s net assets available for benefits and changes in net assets available for benefits are uncertain.

The Coronavirus Aid, Relief, and Economic Security Act (the “CARES Act”) was signed into law on March 27, 2020, which provides relief to Plan participants who have been affected by the novel coronavirus pandemic as specified in the CARES Act. The Plan is operating in accordance with the CARES Act and will execute a formal Plan amendment within the timeframe required by law.

SUPPLEMENTAL SCHEDULE

THE HUNTINGTON 401(k) PLAN
EIN: 31-0724920 Plan Number: 002

SCHEDULE H, PART IV, LINE 4I — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2019

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost **	(e) Current value
	COMMON STOCK:			
*	Huntington Bancshares Incorporated	Huntington Bancshares Incorporated Common Stock — 10,333,610 shares		$ 155,830,843
	Total common stock			155,830,843
	COLLECTIVE TRUST FUND:			
	Prudential Core Plus Bond Fund	Prudential Core Plus Bond Fund - 216,642 units		38,928,391
	Total common collective trust fund			38,928,391
	MUTUAL FUNDS:			
	Europacific Growth Fund	American Funds Europacific Growth Fund - 1,145,224 shares		63,617,195
	Fidelity 500 Index Fund	Fidelity 500 Index Fund - 1,523,112 shares		170,619,039
	Fidelity Contra Fund	Fidelity Contra Fund - 3,581,952 shares		51,795,019
	Fidelity Extended Market Index Fund	Fidelity Extended Market Index Fund - 2,120,114 shares		137,998,244
	Fidelity Government Cash Reserves Fund	Fidelity Government Cash Reserves Fund - 2,415 shares		2,415
	Fidelity Total International Index Fund	Fidelity Total International Index Fund - 989,868 shares		12,294,158
	Fidelity U.S. Bond Index Fund	Fidelity U.S. Bond Index Fund - 1,156,090 shares		13,769,030
	PIMCO Low Duration Institutional Fund	PIMCO Low Duration Institutional Fund - 990,695 shares		9,708,807
	T. Rowe Price Small Cap Stock Fund	T. Rowe Price Small Cap Stock Fund - 4,302,716 shares		110,192,544
	Vanguard Equity Income Fund	Vanguard Equity Income Fund - 543,957 shares		43,277,219
	Vanguard Inflation Protected Securities Fund	Vanguard Inflation Protected Securities Fund - 193,269 shares		5,001,803
	Vanguard Target Retirement 2015 Fund	Vanguard Target Retirement 2015 Fund - 237,789 shares		5,466,757
	Vanguard Target Retirement 2020 Fund	Vanguard Target Retirement 2020 Fund - 1,010,446 shares		24,361,847
	Vanguard Target Retirement 2025 Fund	Vanguard Target Retirement 2025 Fund - 1,814,643 shares		44,876,130
	Vanguard Target Retirement 2030 Fund	Vanguard Target Retirement 2030 Fund - 1,456,459 shares		36,586,257
	Vanguard Target Retirement 2035 Fund	Vanguard Target Retirement 2035 Fund - 1,491,584 shares		38,035,401
	Vanguard Target Retirement 2040 Fund	Vanguard Target Retirement 2040 Fund - 1,216,687 shares		31,487,865
	Vanguard Target Retirement 2045 Fund	Vanguard Target Retirement 2045 Fund - 1,099,507 shares		28,785,116
	Vanguard Target Retirement 2050 Fund	Vanguard Target Retirement 2050 Fund - 877,128 shares		22,998,287
	Vanguard Target Retirement 2055 Fund	Vanguard Target Retirement 2055 Fund - 677,518 shares		17,832,279
	Vanguard Target Retirement 2060 Fund	Vanguard Target Retirement 2060 Fund - 476,919 shares		12,571,594
	Vanguard Target Retirement 2065 Fund	Vanguard Target Retirement 2065 Fund - 55,346 shares		1,336,064
	Vanguard Target Retirement Income Fund	Vanguard Target Retirement Income Fund - 15,068 shares		340,836
	Vanguard Treasury Money Market Fund	Vanguard Treasury Money Market Fund - 55,599,449 shares		55,994,449
	Vanguard Wellington Fund	Vanguard Wellington Fund - 2,168,755 shares		162,461,423
	Total mutual funds			1,101,409,778
*	NOTES RECEIVABLE FROM PARTICIPANTS	$307,219 principal amount, interest rates of 1.69% - 6.00%; maturing between 2020—2036		307,219
	TOTAL			$ 1,296,476,231

* Indicates party-in-interest to the Plan.

** Cost information is not required for participant-directed investments and therefore not included.

See notes to financial statements.