

**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 23, 2020



**Huntington Bancshares Incorporated**

(Exact name of registrant as specified in its charter)

<b>Maryland</b> <small>(State or other jurisdiction of incorporation or organization)</small>	<b>1-34073</b> <small>(Commission File Number)</small>	<b>31-0724920</b> <small>(I.R.S. Employer Identification No.)</small>
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Registrant's address: 41 South High Street, Columbus, Ohio 43287

Registrant's telephone number, including area code: (614) 480-2265

**Not Applicable**

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

Title of class	Trading Symbol(s)	Name of exchange on which registered
<b>Depository Shares (each representing a 1/40th interest in a share of 5.875% Series C Non-Cumulative, perpetual preferred stock)</b>	<b>HBANN</b>	<b>NASDAQ</b>
<b>Depository Shares (each representing a 1/40th interest in a share of 6.250% Series D Non-Cumulative, perpetual preferred stock)</b>	<b>HBANO</b>	<b>NASDAQ</b>
<b>Common Stock—Par Value \$0.01 per Share</b>	<b>HBAN</b>	<b>NASDAQ</b>

Indicate by 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 Securities Exchange Act of 1934 (§240.12b-2).

Emerging growth company

If an emerging 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 financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 8.01 Other Events.**

On July 23, 2020, Huntington Bancshares Incorporated ("Huntington") announced that the board of directors declared a quarterly cash dividend on its common stock (Nasdaq: HBAN) of \$0.15 per common share, unchanged from the prior quarter. The dividend is payable October 1, 2020 to shareholders of record on September 17, 2020. In addition, on July 23, 2020, Huntington announced that the board of directors declared a quarterly cash dividend on its (i) Floating Rate Series B Non-Cumulative Perpetual preferred stock of \$7.43750 per share (equivalent to \$0.1859375 per depositary receipt share); (ii) 5.875% Series C Non-Cumulative Perpetual preferred stock (Nasdaq: HBANN) of \$14.69 per share (equivalent to \$0.36725 per depositary receipt share); (iii) 6.25% Series D Non-Cumulative Perpetual preferred stock (Nasdaq: HBANO) of \$15.625 per share (equivalent to \$0.390625 per depositary receipt share); and (iv) 5.70% Series E Fixed-to Floating Rate Non-Cumulative Perpetual preferred stock of \$1,425.00 per share (equivalent to \$14.25 per depositary receipt share). Series F Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock of \$2,062.50 per share (equivalent to \$20.625 per depositary share). All five preferred stock cash dividends are payable October 15, 2020, to their respective shareholders of record on October 1, 2020.

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

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit 99.1 – Press release of Huntington Bancshares Incorporated, dated July 23, 2020.

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FOR IMMEDIATE RELEASE  
July 23, 2020

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

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

**HUNTINGTON BANCSHARES INCORPORATED DECLARES QUARTERLY CASH DIVIDENDS  
ON ITS COMMON AND PREFERRED STOCKS**

COLUMBUS, Ohio - Huntington Bancshares Incorporated ([www.huntington.com](http://www.huntington.com)) announced that the Board of Directors declared a quarterly cash dividend on the company's common stock (Nasdaq: HBAN) of \$0.15 per common share, unchanged from the prior quarter. The common stock cash dividend is payable October 1, 2020, to shareholders of record on September 17, 2020.

In addition, the Board declared quarterly cash dividends on its five series of preferred stock. The Board declared a quarterly cash dividend on its Floating Rate Series B Non-Cumulative Perpetual Preferred Stock (CUSIP#: 446150500) of \$7.43750 per share (equivalent to \$0.1859375 per depositary receipt share). The Board declared a quarterly cash dividend on its 5.875% Series C Non-Cumulative Perpetual Preferred Stock (Nasdaq: HBANN) of \$14.69 per share (equivalent to \$0.36725 per depositary receipt share). The Board declared a quarterly cash dividend on its 6.25% Series D Non-Cumulative Perpetual Preferred Stock (Nasdaq: HBANO) of \$15.625 per share (equivalent to \$0.390625 per depositary receipt share). The Board declared a quarterly cash dividend on its 5.70% Series E Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock (CUSIP#: 446150AL8) of \$1,425.00 per share (equivalent to \$14.25 per depositary receipt share). Finally, the Board declared a quarterly cash dividend on its 5.625% Series F Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock (CUSIP#: 446150AT1) of \$2,062.50 per share (equivalent to \$20.625 per depositary share). All five preferred stock cash dividends are payable October 15, 2020, to their respective shareholders of record on October 1, 2020.

**About Huntington**

Huntington Bancshares Incorporated is a regional bank holding company headquartered in Columbus, Ohio, with \$118 billion of assets and a network of 839 full-service branches, including 12 Private Client Group offices, and 1,344 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](http://huntington.com) for more information.

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