

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) September 14, 2020



Huntington Bancshares Incorporated

(Exact name of registrant as specified in its charter)

Maryland 1-34073 31-0724920
(State or other jurisdiction of (Commission (I.R.S. Employer
incorporation or organization) File Number) Identification No.)

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
Depository Shares (each representing a 1/40th interest in a share of 5.875% Series C Non-Cumulative, perpetual preferred stock)	HBANN	NASDAQ
Depository Shares (each representing a 1/40th interest in a share of 6.250% Series D Non-Cumulative, perpetual preferred stock)	HBANO	NASDAQ
Common Stock—Par Value \$0.01 per Share	HBAN	NASDAQ

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 7.01 Regulation FD Disclosure.

Huntington Bancshares Incorporated ("Huntington") will be participating in the Barclays Global Financial Services Conference on Monday, September 14, 2020. Zach Wasserman, Chief Financial Officer, Richard Pohle, Chief Credit Officer, and Andy Harmening, Consumer & Business Banking Director, are scheduled to present virtually to analysts and investors at 12:00 PM ET. A copy of the slides forming the basis of the presentation (the "Analyst Handout") is attached hereto as Exhibit 99.1 and is incorporated herein by reference. The Analyst Handout will also be available in the Investor Relations section of Huntington's web site at www.huntington.com.

The Analyst Handout is being furnished pursuant to Item 7.01, and the information contained therein shall not be deemed "filed" for purposes of Section 18 of the Securities and Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities under that section. Furthermore, the information contained in Exhibit 99.1 shall not be deemed to be incorporated by reference in any filing under the Securities Act of 1933, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

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 September 14, 2020.

EXHIBIT INDEX

Exhibit No.	Description
Exhibit 99.1	News release of Huntington Bancshares Incorporated, dated September 14, 2020
Exhibit 104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.

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: September 14, 2020

By: /s/ Zachary Wasserman
Zachary Wasserman
Chief Financial Officer



2020 Barclays Global Financial Services Conference

September 14, 2020



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Disclaimer

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; the magnitude and duration of the COVID-19 pandemic and its impact on the global economy and financial market conditions and our business, results of operations and financial condition; 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; reform of LIBOR; competitive pressures on product pricing and services; success, impact, and timing of our business strategies, including market acceptance of any new products or services including those 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 2019 Annual Report on Form 10-K, and our Quarterly Report on Form 10-Q for the quarters ended March 31, 2020 and June 30, 2020, as well as our subsequent Securities and Exchange Commission (“SEC”) filings, which are on file with the SEC and available in the “Investor Relations” section of our website, <http://www.huntington.com>, under the heading “Publications and Filings.”

All forward-looking statements speak only as of the date they are made and are based on information available at that time. We do not assume any obligation to update forward-looking statements to reflect circumstances or events that occur after the date the forward-looking statements were made or to reflect the occurrence of unanticipated events except as required by federal securities laws. As forward-looking statements involve significant risks and uncertainties, caution should be exercised against placing undue reliance on such statements.

Building the Leading *People First, Digitally Powered* Bank

Creating a sustainable competitive advantage with focused investment in customer experience, product differentiation, and key growth initiatives

We are a Purpose-driven company

- Our Purpose is to make people's lives better, help businesses thrive, and strengthen the communities we serve

Drive organic growth across all business segments

- Deliver a superior customer experience through differentiated products, digital capabilities, market segmentation, and tailored expertise
- Leverage the value of our brand, our deeply-rooted leadership in our communities, and our market-leading convenience to efficiently acquire, deepen, and retain client relationships

Deliver sustainable, top quartile financial performance and efficiency

- Drive diversified revenue growth while maintaining rigorous expense management discipline and maximizing returns on organic growth investments
- Minimize earnings volatility through the cycle
- Deliver top quartile returns on capital

Be a source of stability and resilience through enterprise risk management & balance sheet strength

- Maintain an aggregate moderate-to-low risk profile through the cycle
- Disciplined capital allocation and priorities (first fund organic growth, second maintain the dividend, and then other capital uses)

Updated 3Q20 Expectations

	3Q20E (vs. 2Q20)	Commentary
Avg Loans	~Flat	<ul style="list-style-type: none"> Commercial loans down approximately 1% as full quarter impact of PPP offset by continued reductions in dealer floorplan and commercial line utilization rates Consumer loans up approximately 2% driven by growth in residential mortgage, indirect auto, and RV/Marine with the remaining categories relatively flat
Avg Deposits	Up ~1%	<ul style="list-style-type: none"> Commercial deposits down approximately 1% assuming gradual usage of deposit inflows from government stimulus Consumer deposits up approximately 2% driven by continued strong digital acquisition and as branches return to BAU production
Revenue	Up ~4%	<ul style="list-style-type: none"> Net interest income up 3-4% benefitting from modest NIM expansion of approximately 2-5 bp and slightly higher average earning assets Fee income up more than 5% as mortgage banking increases further while pandemic-impacted lines rebound
Expense	Up ~5%	<ul style="list-style-type: none"> Approximately +2% driven by \$15 million of the \$25 million restructuring costs from the 2020 expense management plan Approximately +3% driven by investments in technology capabilities and marketing as well as the return of customer and sales activity costs closer to pre-pandemic levels Forecasting analysis indicates positive operating leverage for FY20 (8th consecutive year)
NCOs	65 bp +/- 5 bp	<ul style="list-style-type: none"> NCOs to remain elevated, impacted by the oil and gas portfolio as well as broader economic conditions

Commercial Financial Accommodations

- Commercial deferrals are down \$3.9B from June 30 as most customers have exited their deferral period with no known significant credit issues to date
 - Hospitality customers generally receiving a second 90-day deferral due to longer-term recovery outlook
 - Auto dealers have no remaining deferral balances
 - Franchise restaurant customers generally out of deferral periods and resuming contractual payments
 - We expect some incremental deferral requests within the total \$1 billion SBA portfolio in Q4 as the CARES Act payments cease. All other segments are expected to show a continued decline in deferrals through the end of the year.

\$ in millions	As of 6/30/20			As of 8/31/20			
	# Deferrals	Deferral Balance	% of Portfolio Deferred	# Deferrals	Deferral Balance	% of Portfolio Deferred	Change in Deferral Balance
CRE/Construction	335	\$1,496	21%	41	\$423	6%	\$(1,073)
Business Banking	4,319	986	19%	528	172	2%	(814)
Auto Dealers	165	467	16%	0	0	0%	(467)
Middle Market	173	705	12%	51	293	5%	(412)
Franchise Finance	290	729	67%	10	36	3%	(693)
C&I – All Other	865	612	3%	75	184	1%	(428)
Total	6,147	\$4,995	12%	705	\$1,108	3%	\$(3,887)

Consumer Financial Accommodations

- Consumer deferrals are down \$1.2B from June 30 as customers have exited their original deferral plans, with limited new or second deferrals
 - Mortgage deferrals reduced by \$626MM with 80% of post deferral customers current or in a pending payment status, 15% requesting additional forbearance time, and 5% requiring additional Home Savers⁽¹⁾ assistance
 - Auto deferrals reduced by \$353MM, with post deferral 30+ delinquency rate of 4%
 - HELOC deferrals reduced by \$137MM, with a post deferral 30+ day delinquency rate of 2%
 - RV/Marine deferrals reduced by \$99MM, with a post deferral 30+ delinquency rate of 2.5%

\$ in millions	As of 6/30/20			As of 8/31/20			
	# Deferrals	Deferral Balance	% of Portfolio Deferred	# Deferrals	Deferral Balance	% of Portfolio Deferred	Change in Deferral Balance
Residential Mortgage	4,178	\$1,062	8%	2,401	\$436	3%	\$(626)
Indirect Auto	21,841	423	3%	4,081	70	1%	(353)
HELOC	2,465	207	3%	778	70	1%	(137)
RV / Marine	2,159	115	3%	343	16	< 1%	(99)
Other Consumer	1,520	17	2%	145	2	< 1%	(15)
Total	32,163	\$1,824	5%	7,748	\$594	2%	\$(1,230)

See notes on slide 17

Huntington's Digital Evolution

Digital Differentiation and Transformation

Driving engagement and profitability through digital tools, AI, segmentation and mobility

Building our Core

Owning our online, mobile, and alerts platforms, leveraging agile development, and partnering to further enhance customer experience

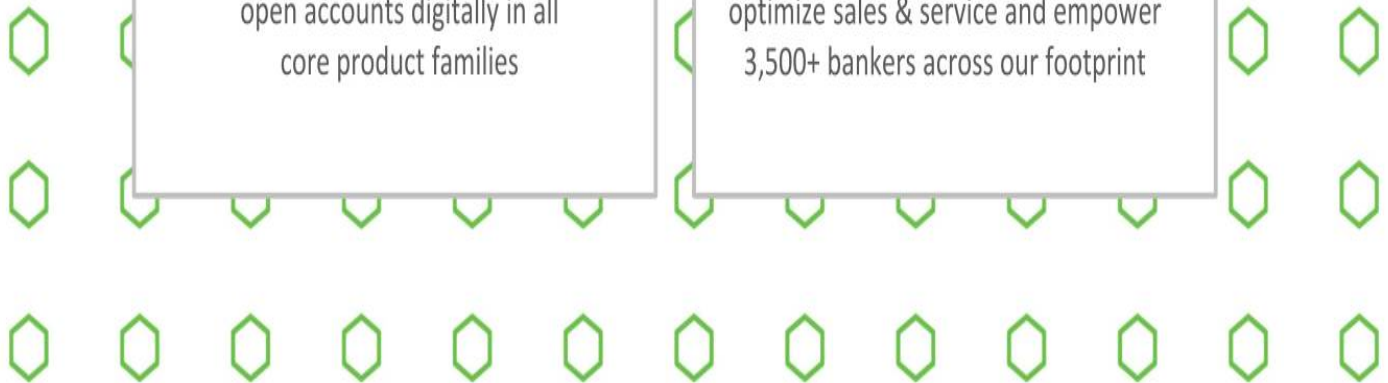


Digital Origination Expansion

Ensuring our customers can open accounts digitally in all core product families

Branch Experience

Leveraging digital technology to optimize sales & service and empower 3,500+ bankers across our footprint



Differentiating with Digital & Product

100+ digital projects launched over 2 years, driving value



Customers that are engaged with The Hub tools demonstrate higher levels of satisfaction, lower levels of attrition, and higher profitability

Differentiated Digital Services

Money Management



The Hub

Track and analyze your spending and help you create and reach your financial goals

E.g.

Spend Analysis, Savings Goals & Budgets

Personalized Insights

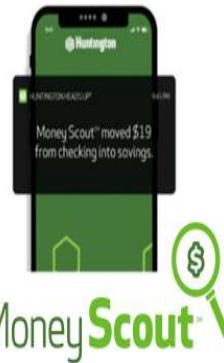


Leveraging AI to provide personalized and proactive insights

E.g.

Duplicate charges, Returned check, Refund received

Savings Automation



Money Scout

Use AI to analyze your spending habits, income, and upcoming expenses to find money you're not using in your account

September '20

2 New Products

24-Hour Grace

Now for Businesses

& \$50 Safety Zone

for Consumers and Businesses

When you overdraw your account, you have a \$50 Safety Zone before you incur an overdraft fee. If you overdraw your account by more than \$50, you have 24-Hour Grace giving you more time to make a deposit and avoid a fee.

September '20

See notes on slide 17

Digital Transformation



Tailored Customer Experiences

Customer centric experiences designed to support the unique needs of our Consumer, Business Banking, Private Bank and Corporate customers



Consumer

- Budget
- Goals
- Credit & ID Monitoring
- Automated Saving



Private Bank

- My Team
- Insights
- Credit & ID Monitoring



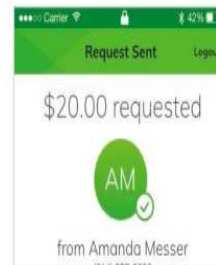
Business

- Cashflow
- Treasury Services
- Access Management



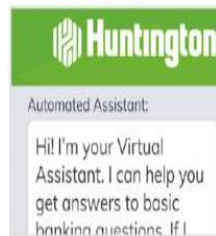
Mobility

Invest in mobile as the platform of choice for our customers while leveraging new technology and AI to enhance self service



Payments

- Bank to Bank Transfers
- Zelle



Self Help

- ChatBot (AI)
- Schedule a Call Back

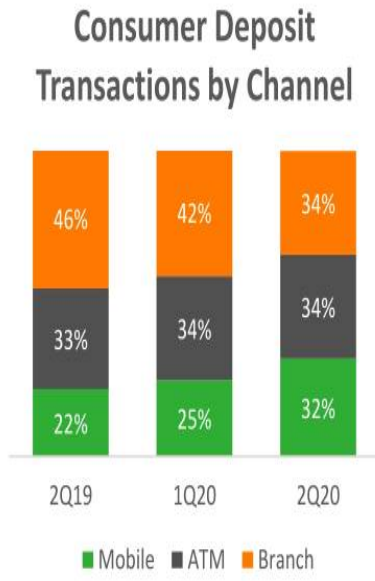
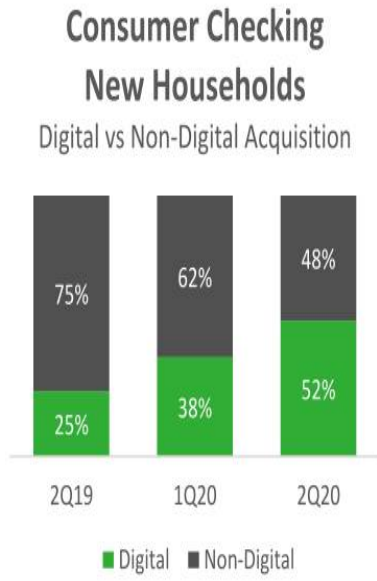
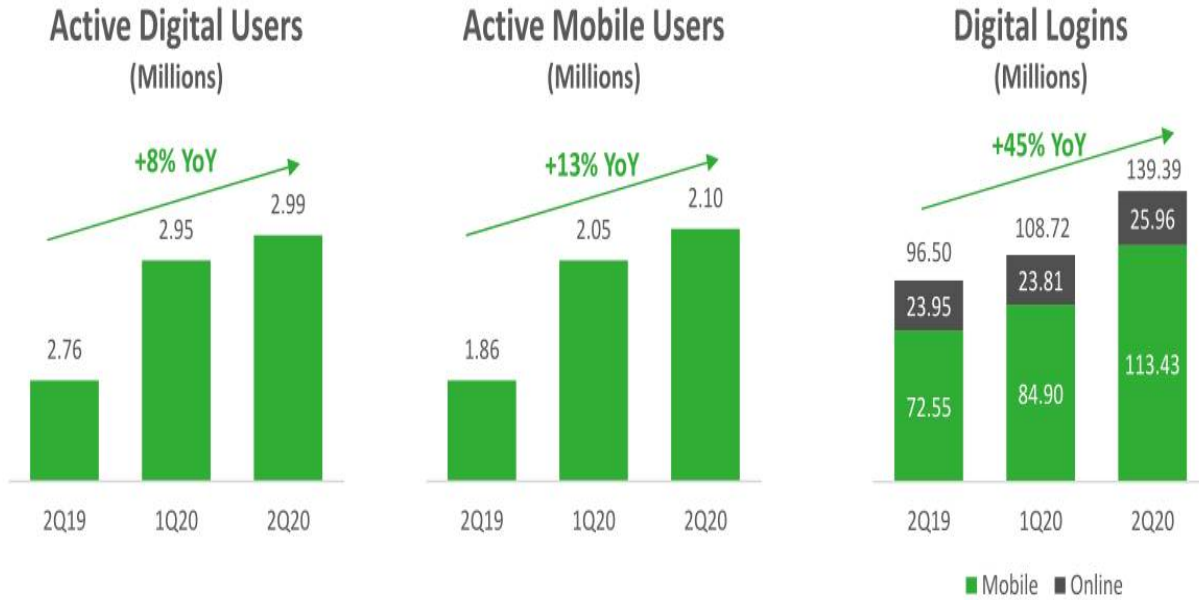


Enhanced Servicing

- Card Controls
- Enhanced Mortgage Servicing

Digital Usage

A key indicator of engagement



Industry-leading Mobile and Online Customer Satisfaction

Honored for the second consecutive year for consumer mobile and digital banking customer satisfaction

August 1, 2019



Huntington Online Banking and Mobile App Rank Highest in Two J.D. Power 2019 Banking Satisfaction Studies

Awards reflect focus on listening to customers and delivering an exceptional digital experience

COLUMBUS, Ohio – Huntington Bank (Nasdaq: HBAN; www.huntington.com) has claimed the top spots in the J.D. Power 2019 U.S. Banking App Satisfaction Study and the U.S. Online Banking Satisfaction Study.

August 19, 2020



Huntington Mobile App Ranks Highest Among Regional Banks in the J.D. Power 2020 U.S. Banking Mobile App Satisfaction Study for the Second Year in a Row

Award reflects Huntington's continued focus on listening to customers and delivering exceptional digital tools

COLUMBUS, Ohio – Huntington Bank (Nasdaq: HBAN; www.huntington.com) has claimed the top spot among regional banks in the J.D. Power 2020 U.S. Banking Mobile App Satisfaction Study for the second year in a row.



#1 in Regional Bank Mobile App Customer Satisfaction⁽¹⁾

Visit [jdpower.com/awards](https://www.jdpower.com/awards) for more details

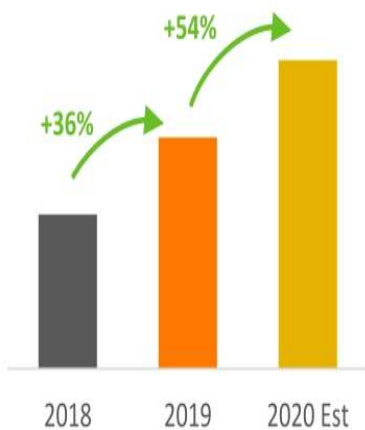
See notes on slide 17

Our Competitive Edge: Owned and Partnered

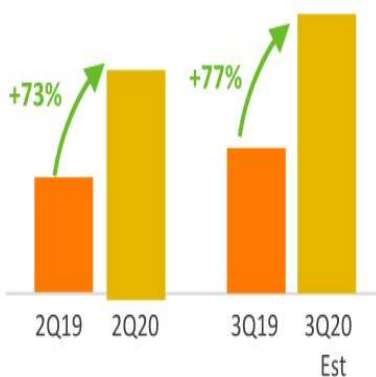
Owning Our Core

Foundation including Online, Mobile, and Alerts platform built internally

Development Investment YoY

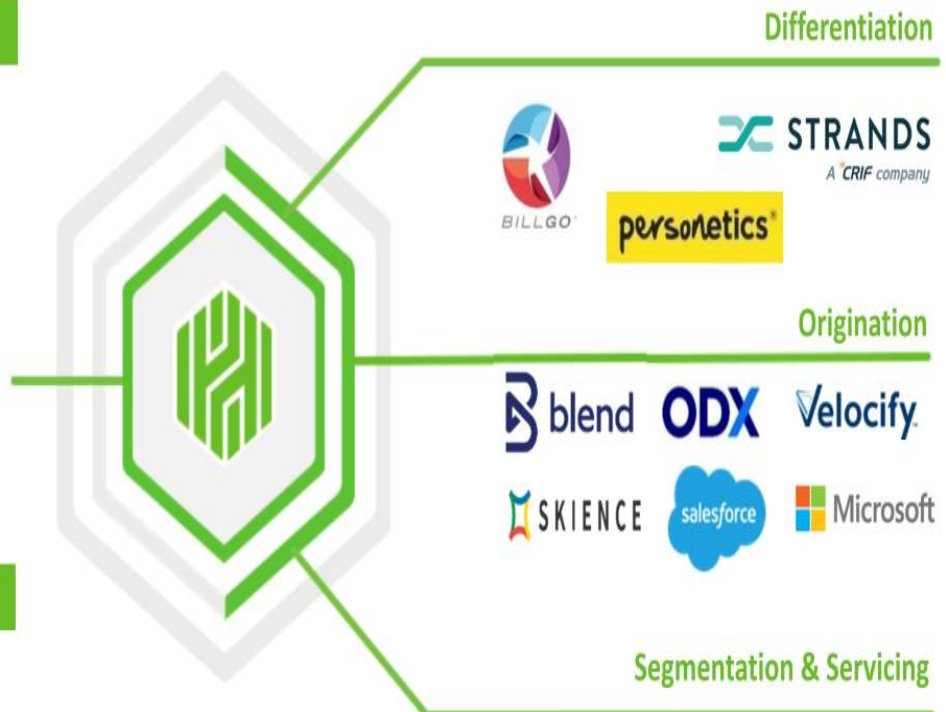


Digital Features Released



World Class Partnerships

Accelerating speed to market



Differentiation



Origination



Segmentation & Servicing



Expanding Best In Class Servicing Satisfaction to Digital Origination



In 2020, Huntington is aggressively expanding origination capabilities to ensure **all core product families** can originate digitally

1Q20	2Q20	3Q20	4Q20
<ul style="list-style-type: none"> ● Consumer Credit Card 	<ul style="list-style-type: none"> ● Consumer Credit Card 	<ul style="list-style-type: none"> ● Consumer Credit Card 	<ul style="list-style-type: none"> ● Consumer Credit Card
<ul style="list-style-type: none"> ● Consumer Checking 	<ul style="list-style-type: none"> ● Consumer Checking 	<ul style="list-style-type: none"> ● Consumer Checking 	<ul style="list-style-type: none"> ● Consumer Checking
<ul style="list-style-type: none"> ● Consumer Saving 	<ul style="list-style-type: none"> ● Consumer Saving 	<ul style="list-style-type: none"> ● Consumer Saving 	<ul style="list-style-type: none"> ● Consumer Saving
	<ul style="list-style-type: none"> ● Mortgage 	<ul style="list-style-type: none"> ● Mortgage 	<ul style="list-style-type: none"> ● Mortgage
	<ul style="list-style-type: none"> ● Home Equity 	<ul style="list-style-type: none"> ● Home Equity 	<ul style="list-style-type: none"> ● Home Equity
		<ul style="list-style-type: none"> ● Business Savings (existing customers only) 	<ul style="list-style-type: none"> ● Business Savings (new & existing customers)
			<ul style="list-style-type: none"> ● Business Checking
			<ul style="list-style-type: none"> ● Business Lending

Existing Capability
New Capability Added

COVID Has Not Changed the Importance of Branches, But It Has Changed the Branch Experience



Branch Toolset

Built on the premise of the customer physically being present in branch



Digital Capabilities

Built to drive **Product Selection**, self service and satisfaction



We leverage digital technology to optimize **sales & service** and **empower 3,500+ bankers** across our footprint

Virtual
Collaboration

Digital Sales
Collateral

Remote
Authentication

Appointment
Setting

Remote Account
Opening

eSign
Integration

Full launch in 3Q20 - 4Q20

Piloting in 4Q20

Building the Leading **People First, Digitally Powered** Bank

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 our 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.

Basis of Presentation

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 our external disclosure documents (e.g., earnings press releases, quarterly performance discussions, investor presentations, 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.

Notes

Slide 6:

- (1) Home Savers is Huntington's customer assistance team for residential properties that works with customers on repayment plans, modifications, and other options when a customer experiences a financial hardship.

Slide 8:

- (1) If your account is overdrawn, we'll give you more time to make it right to avoid the overdraft fee. To find out how 24-Hour Grace® works, visit huntington.com/Grace. For the no overdraft fee \$50 Safety Zone, your account is automatically closed in 60 days if it remains negative.

Slide 11:

- (1) Visit jdpower.com/awards for more details.

In 2020, Huntington received the highest score among regional banks (\$55B to \$150B in deposits) in the J.D. Power 2019-2020 U.S. Banking Mobile App Satisfaction Study of customers' satisfaction with their financial institution's mobile applications for banking account management.

In 2019, Huntington ranked #1 in both the J.D. Power 2019 U.S. Banking App Satisfaction and U.S. Online Banking Satisfaction studies, receiving the highest score among all banks (i.e., national banks and regional banks) in both surveys.

