
**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): November 10, 2009

HUNTINGTON BANCSHARES INCORPORATED

(Exact name of registrant as specified in its charter)

Maryland (State or other Jurisdiction of Incorporation)	1-34073 (Commission File Number)	31-0724920 (IRS Employer Identification No.)
Huntington Center 41 South High Street Columbus, Ohio (Address of Principal Executive Offices)		43287 (Zip Code)

Registrant's telephone number, including area code: **(614) 480-8300**

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:

- 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))
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Item 7.01 Regulation FD Disclosure.

The attached Analyst Handout contains information that members of Huntington Bancshares Incorporated (“Huntington”) management will use from time to time through December 31, 2009, during visits with investors, analysts, and other interested parties to assist their understanding of Huntington. This handout is available in the Investor Relations section of Huntington’s web site at www.huntington-ir.com.

The Analyst Handout is attached as Exhibit 99.1 to this report and is incorporated herein by reference.

The Analyst Handout is attached as Exhibit 99.1 and is being furnished, not filed, under item 7.01 of this Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following exhibit is being furnished herewith:

Exhibit 99.1 — Analyst Handout

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: November 10, 2009

By: /s/ Donald R. Kimble
Donald R. Kimble,
Sr. Executive Vice President and Chief Financial Officer

EXHIBIT INDEX

Exhibit No.	Description
Exhibit 99.1	Analyst Handout

2009 Fourth Quarter Investor Handout

November 9, 2009



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Overview Discussion



2009 Third Quarter Highlights

- **\$166.2 million reported net loss or \$(0.33) EPS**
- **\$237.1 million pre-tax, pre-provision income ⁽¹⁾, up \$7.8 million, or 3%, linked-quarter**
 - 3.20% net interest margin, up 10 bps linked-quarter
- **Significantly strengthened capital**
 - \$587.3 million of capital issuances during the third quarter
 - 6.46% tangible common equity ratio, up 78 bps linked-quarter
 - 13.04% and 16.23% Tier 1 and Total risk-based capital ratios, respectively, up 119 bps and 129 bps, respectively, linked-quarter
- **Strengthened liquidity position**
 - 10% annualized linked-quarter growth in average total core deposits
 - 94% period end loan-to-deposit ratio, improved from 98% at June 30, 2009
 - \$1.3 billion increase in average investment securities



(1) See *Basis of Presentation* for definition, as well as reconciliation on slide # 10

2009 Third Quarter Highlights

- **Credit actions contributed to higher residential mortgage net charge-offs, commercial loan nonaccruals, and provision for credit losses**
 - Over 55% of newly identified nonaccrual commercial loans were <30 DPD
 - 2.90% period end allowance for credit losses, up 39 bps linked-quarter as LLP exceeded NCOs by \$119.2 million, or 33%
- **Continued to build board and management team**
 - William R. Robertson, Board of Directors
 - Daniel J. Neumeyer, SEVP & Chief Credit Officer
 - Elizabeth Heller Allen, EVP & Director of Corporate Public Relations & Communications
 - David Hammer, Pittsburgh Region President
 - William C. Shivers, Akron/Canton Region President
- **10/2 - Acquired approximately \$400 million in deposits from Warren Bank, located in Macomb County, Michigan, via an FDIC-related transaction**
- **10/20 - Ranked #1 SBA lender in Ohio, Indiana, Michigan and West Virginia ⁽¹⁾**



(1) Source: U.S. Small Business Administration; OH & WV = #1 in number and amount of SBA loans; IN & MI = #1 in number of SBA loans

2009 Fourth Quarter Outlook

- No significant economic turnaround expected by year-end
- Net charge-offs, provision expense, and loan loss reserves are expected to remain elevated, reflecting our continued efforts to aggressively address problem loan identification, recognition, and resolution
- Net interest margin is expected to be flat to slightly improving from the 3Q09 level
- Continued growth in core deposits
- Loans expected to decline modestly... reduced CRE, weak economy, net charge-offs
- Mixed fee income... mortgage banking income is expected to be lower than in the first half... deposit service charges and other fees are expected to return to seasonally elevated levels
- Expenses will continue to be well-controlled



Important Messages

- All of our actions are focused on returning Huntington to profitable performance as soon as possible
- Making progress on improving pre-tax, pre-provision performance
- Continuing to make progress in lowering loan portfolio risk profile
- We will continue to seek prudent opportunities to accelerate the resolution of problem credits
- Sufficient capital to weather a stressed economic scenario
- Liquidity is very strong
- Continuing to strengthen management team and depth of expertise at all levels
- Strategic plan development is already impacting decisions as we shift to offense

We are getting stronger every day



2009 Third Quarter Overview



3Q09 Earnings Summary

	<u>After-tax</u>	<u>EPS</u>
Net loss	\$(166.2) MM	
Net loss applicable to common shares	\$(195.4) MM	\$(0.33)

Significant Items

	<u>Favorable/(Unfavorable)</u> <u>Earnings ⁽¹⁾</u>	<u>EPS ⁽²⁾</u>
None	\$ --	\$ --

(1) Impact on GAAP earnings; pre-tax unless otherwise noted

(2) After tax; EPS reflected on a fully diluted basis

Pre-tax, Pre-provision Income ⁽¹⁾

<i>(in millions)</i>	2009	
	Third Quarter	Second Quarter
(Loss) Income Before Income Taxes	\$ (257.4)	\$ (137.8)
Add: Provision for credit losses	475.1	413.7
Less: Securities gains (losses)	(2.4)	(7.3)
Add: Amortization of intangibles	17.0	17.1
Less: Significant ⁽¹⁾ items		
Gain on the redemption of junior subordinated debt	-	67.4
Goodwill impairment	-	(4.2)
Gain related to Visa [®] stock	-	31.4
FDIC special assessment	-	(23.6)
Pre-tax, Pre-provision Income ⁽¹⁾	\$ 237.1	\$ 229.3
LQ Change - Amount	\$ 7.8	\$ 4.7
LQ Change - Percent	3.4%	2.1%

\$7.8 MM Linked-Quarter Increase Reflected:

- Higher net interest income
- Higher service charges on deposits
- Higher electronic banking income
- Lower mortgage banking income
- Higher OREO and foreclosure expense
- All other

Better/(Worse)

\$12.9 MM
5.5
3.5
(9.4)
(12.4)
7.7



(1) See Basis of Presentation for definition

Quarterly Performance Highlights

	3Q09	2Q09	1Q09	4Q08	3Q08
EPS	\$(0.33)	\$(0.40)	\$(6.79)	\$(1.20)	\$0.17
Pre-tax pre-provision income (\$MM) ⁽¹⁾	\$237.1	\$229.3	\$224.6	\$195.1	\$289.4
Net interest margin	3.20%	3.10%	2.97%	3.18%	3.29%
Efficiency ratio ⁽²⁾	61.4%	51.0%	60.5%	64.6%	50.3%
Loan & lease growth ⁽³⁾	(12)%	(18)%	(6)%	4%	- %
Core deposit growth ⁽⁴⁾	10%	17%	9%	3%	4%
Net charge-off ratio	3.76%	3.43%	3.34%	5.41%	0.82%
Net charge-off ratio: non-Franklin ⁽⁵⁾	3.85%	3.58%	2.12%	1.36%	0.84%
<u>Period End Ratios</u>					
NPA ratio	6.26%	5.18%	4.46%	3.97%	1.64%
ALLL/loans & leases	2.77%	2.38%	2.12%	2.19%	1.75%
ACL/loans & leases	2.90%	2.51%	2.24%	2.30%	1.90%
Tier 1 risk-based capital ratio	13.04%	11.85%	11.14%	10.72%	8.80%
Total risk-based capital ratio	16.23%	14.94%	14.26%	13.91%	12.03%
Tangible common equity/assets	6.46%	5.68%	4.65%	4.04%	4.88%

(1) See pre-tax pre-provision reconciliation slide

(2) Net Income less expense for amortization of intangibles divided by average tangible shareholder equity (shareholder equity - intangible assets)

(3) Linked-quarter annualized average balance growth rate; impacted by loan sales

(4) Linked-quarter annualized average balance growth rates

(5) See non-Franklin credit metrics reconciliation



2009 – 2008 Quarterly Financial Review



Quarterly Earnings

(\$MM)	3Q09	2Q09	3Q08	Change Better (Worse) vs.	
				2Q09 Amt.	3Q08 Amt. Pct.
Net interest income	\$ 362.8	\$ 349.9	\$ 388.6	\$ 12.9	\$ (25.8) (7) %
Provision	(475.1)	(413.7)	(125.4)	(61.4)	(349.7) NM
Noninterest income	256.1	265.9	167.9	(9.9)	88.2 53
Noninterest expense	(401.1)	(340.0)	(339.0)	(61.1)	(62.1) (18)
Pre-tax income/(loss)	(257.4)	(137.8)	92.1	(119.5)	(349.5) NM
Net Income/(loss)	<u>\$ (166.2)</u>	<u>\$ (125.1)</u>	<u>\$ 75.1</u>	<u>\$ (41.1)</u>	<u>\$ (241.3) NM</u>
EPS	<u>\$ (0.33)</u>	<u>\$ (0.40)</u>	<u>\$ 0.17</u>	<u>\$ 0.07</u>	<u>\$ (0.50) NM %</u>

NM - not meaningful

Significant Items ⁽¹⁾ Impacting Financial Performance Comparisons – Reconciliation

2009 – 2008 Quarterly

(in millions, except per share amounts)

	3Q09		2Q09		1Q09	
	After-tax	EPS ⁽²⁾	After-tax	EPS ⁽²⁾	After-tax	EPS ⁽²⁾
Net loss	\$ (166.190)		\$ (125.095)		\$ (2,433.207)	
Net (loss) applicable to common shares	\$ (195.413)	\$ (0.33)	\$ (182.546)	\$ (0.40)	\$ (2,492.000)	\$ (6.79)
Significant items - favorable (unfavorable) impact:	Earnings (1)	EPS	Earnings (1)	EPS	Earnings (1)	EPS
Goodwill impairment	-	-	(4,231)	(0.01)	(2,602.713)	(7.09)
Preferred stock conversion deemed dividend	-	-	-	(0.06)	-	(0.08)
Franklin relationship restructuring (after-tax)	-	-	-	-	159,895	0.44
Gain related to Visa [®] stock	-	-	31,362	0.04	-	-
Gain on the redemption of junior subordinated debt	-	-	67,409	0.10	-	-
FDIC special assessment	-	-	(23,555)	(0.03)	-	-

	4Q08		3Q08		2Q08		1Q08	
	After-tax	EPS ⁽²⁾	After-tax	EPS ⁽²⁾	After-tax	EPS ⁽²⁾	After-tax	EPS ⁽²⁾
Net (loss) income	\$ (417.289)		\$ 75.063		\$ 101.352		\$ 127.068	
Net (loss) income applicable to common shares	\$ (440.447)	\$ (1.20)	\$ 62.972	\$ 0.17	\$ 90.201	\$ 0.25	\$ 127.068	\$ 0.35
Significant items - favorable (unfavorable) impact:	Earnings (1)	EPS	Earnings (1)	EPS	Earnings (1)	EPS	Earnings (1)	EPS
Gain related to Visa / MasterCard [®] stock	-	-	-	-	-	-	25,087	0.04
Visa [®] anti-trust indemnification	4,560	0.01	-	-	-	-	12,435	0.02
Merger / restructuring costs	-	-	-	-	(14,552)	(0.03)	(7,278)	(0.01)
Gain on the extinguishment of debt	-	-	21,364	0.04	-	-	-	-
Visa [®] related deferred tax valuation allowance benefit (provision) ⁽²⁾	(2,893)	(0.01)	(3,742)	(0.01)	3,435	0.01	11,092	0.03

(1) Pre-tax unless otherwise noted

(2) After-tax; EPS reflected on a fully diluted basis



Income Statement



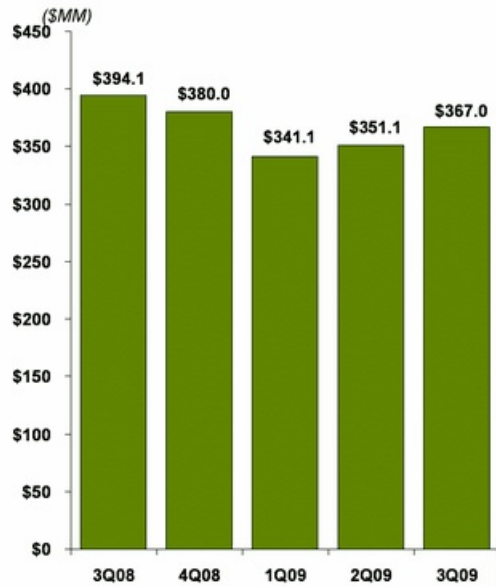
Pre-tax, Pre-provision Income – Reconciliation ⁽¹⁾

<i>(in millions)</i>	2009			2008	
	Third Quarter	Second Quarter	First Quarter	Fourth Quarter	Third Quarter
(Loss) Income Before Income Taxes	\$ (257.4)	\$ (137.8)	\$ (2,685.0)	\$ (669.2)	\$ 92.1
Add: Provision for credit losses	475.1	413.7	291.8	722.6	125.4
Less: Securities gains (losses)	(2.4)	(7.3)	2.1	(127.1)	(73.8)
Add: Amortization of intangibles	17.0	17.1	17.1	19.2	19.5
Less: Significant ⁽¹⁾ items					
Gain on the redemption of junior subordinated debt	-	67.4	-	-	-
Goodwill impairment	-	(4.2)	(2,602.7)	-	-
Gain related to Visa [®] stock	-	31.4	-	-	-
FDIC special assessment	-	(23.6)	-	-	-
Gain on the extinguishment of debt	-	-	-	-	21.4
Visa [®] anti-trust indemnification	-	-	-	4.6	-
Pre-tax, Pre-provision Income ⁽¹⁾	\$ 237.1	\$ 229.3	\$ 224.6	\$ 195.1	\$ 289.4
LQ Change - Amount	\$ 7.8	\$ 4.7	\$ 29.5	\$ (94.3)	\$ 38.2
LQ Change - Percent	3.4%	2.1%	15.1%	-32.6%	15.2%

⁽¹⁾ See Basis of Presentation for definition

Net Interest Income & Margin Trends ⁽¹⁾

Net Interest Income (FTE)



Net Interest Margin (FTE)

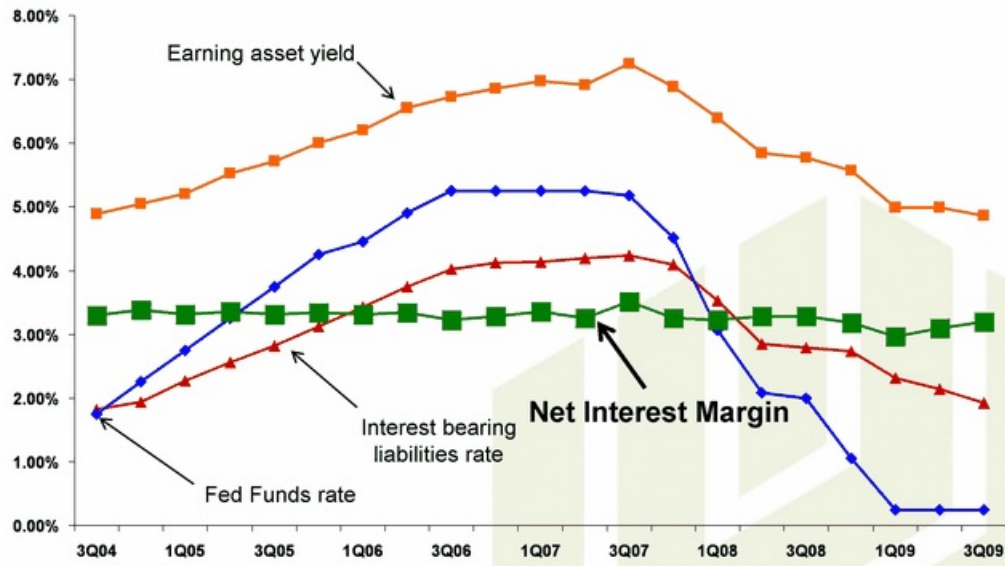


Change 3Q09 vs. 2Q09:	
Funding mix	12 bps
Rate changes	4 bps
Liquidity management	(6) bps
Total Change	+10 bps



(1) Fully-taxable equivalent basis

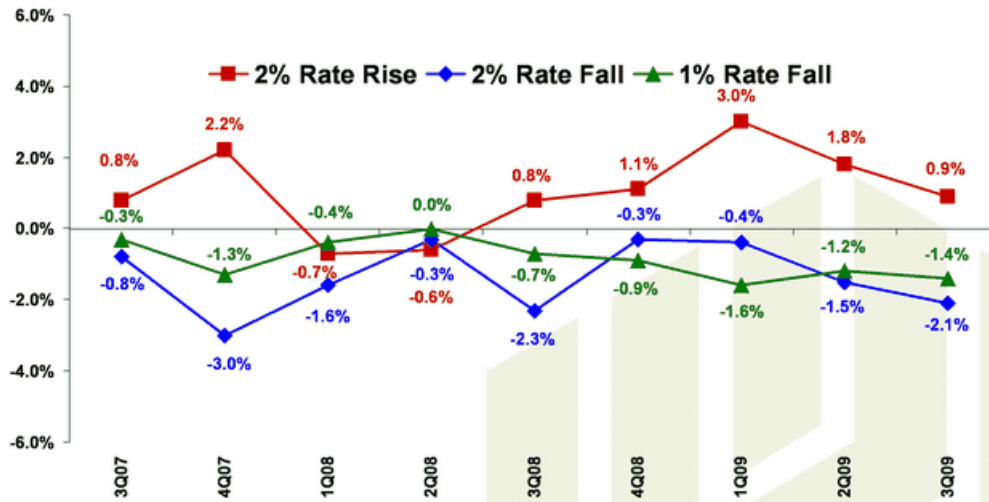
Net Interest Margin – Yields & Rate Trends



Managing Interest Rate Risk

Net Interest Income at Risk ⁽¹⁾

Forward Curve +2%, -2%, & -1% Gradual Change in Rates



(1) Estimated impact on annualized net interest income over the next 12-month period assuming a gradual change in rates over the next 12-month period above and beyond any rate change already implied in the current yield curve.

Noninterest Income Trends

Linked Quarter

<i>(in millions)</i>	Third	Second	Change	
	Quarter	Quarter	Amount	%
	2009	2009		
Noninterest Income				
Service charges on deposit accounts	\$ 80.8	\$ 75.4	\$ 5.5	7 %
Brokerage and insurance income	34.0	32.1	1.9	6
Trust services	25.8	25.7	0.1	0
Electronic banking income	28.0	24.5	3.5	14
Bank owned life insurance income	13.6	14.3	(0.6)	(4)
Automobile operating lease income	12.8	13.1	(0.3)	(2)
Mortgage banking income	21.4	30.8	(9.4)	(30)
Securities losses	(2.4)	(7.3)	5.0	68
Other income	41.9	57.5	(15.6)	(27)
Total noninterest income	\$ 256.1	\$ 265.9	\$ (9.9)	(4) %

Noninterest Income Trends

Prior-year Quarter

<i>(in millions)</i>	Third Quarter		Change	
	2009	2008	Amount	%
Noninterest Income				
Service charges on deposit accounts	\$ 80.8	\$ 80.5	\$ 0.3	0 %
Brokerage and insurance income	34.0	34.3	(0.3)	(1)
Trust services	25.8	31.0	(5.1)	(17)
Electronic banking income	28.0	23.4	4.6	19
Bank owned life insurance income	13.6	13.3	0.3	2
Automobile operating lease income	12.8	11.5	1.3	11
Mortgage banking income	21.4	10.3	11.1	NM
Securities losses	(2.4)	(73.8)	71.4	97
Other income	41.9	37.3	4.6	12
Total noninterest income	\$ 256.1	\$ 167.9	\$ 88.2	53 %

Mortgage Banking Income

(\$MM)	3Q09	2Q09	1Q09	4Q08	3Q08
Origination & secondary marketing	\$16.5	\$31.8	\$30.0	\$7.2	\$7.6
Servicing fees	12.3	12.0	11.8	11.7	11.8
Amortization of capitalized servicing	(10.1)	(14.4)	(12.3)	(6.5)	(6.2)
Other mortgage banking income	4.1	5.4	9.4	3.0	3.5
Sub-total	22.9	34.8	38.9	15.3	16.8
MSR recovery	(17.3)	46.6	(10.4)	(63.4)	(10.3)
Net trading gains (losses)	15.9	(50.5)	6.9	41.3	3.8
Total	\$21.4	\$30.8	\$35.4	\$(6.7)	\$10.3
Investor servicing portfolio ⁽¹⁾ (\$B)	\$16.1	\$16.2	\$16.3	\$15.8	\$15.7
Weighted average coupon	5.73%	5.78%	5.86%	5.95%	5.95%
Originations (\$B)	\$1.0	\$1.6	\$1.5	\$0.7	\$0.7
Mortgage servicing rights ⁽¹⁾	\$201.0	\$219.3	\$167.8	\$167.4	\$230.4
MSR % of investor servicing portfolio ⁽¹⁾	1.24%	1.35%	1.03%	1.06%	1.46%

(1) End-of-period



Noninterest Expense Trends

Linked Quarter

<i>(in millions)</i>	Third	Second	Change	
	Quarter	Quarter	Amount	%
	2009	2009		
Noninterest Expense				
Personnel costs	\$ 172.2	\$ 171.7	\$ 0.4	0 %
Outside data processing and other services	38.0	39.3	(1.3)	(3)
Net occupancy	25.4	24.4	1.0	4
OREO and foreclosure expense	39.0	26.5	12.4	47
Equipment	21.0	21.3	(0.3)	(1)
Amortization of intangibles	17.0	17.1	(0.1)	(1)
Professional services	18.1	16.7	1.5	9
Marketing	8.3	7.5	0.8	10
Automobile operating lease expense	10.6	11.4	(0.8)	(7)
Telecommunications	5.9	6.1	(0.2)	(3)
Printing and supplies	4.0	4.2	(0.2)	(5)
Goodwill impairment	-	4.2	(4.2)	NM
Other expense	41.8	(10.4)	52.2	NM
Total noninterest expense	\$ 401.1	\$ 340.0	\$ 61.1	18 %

Noninterest Expense Trends

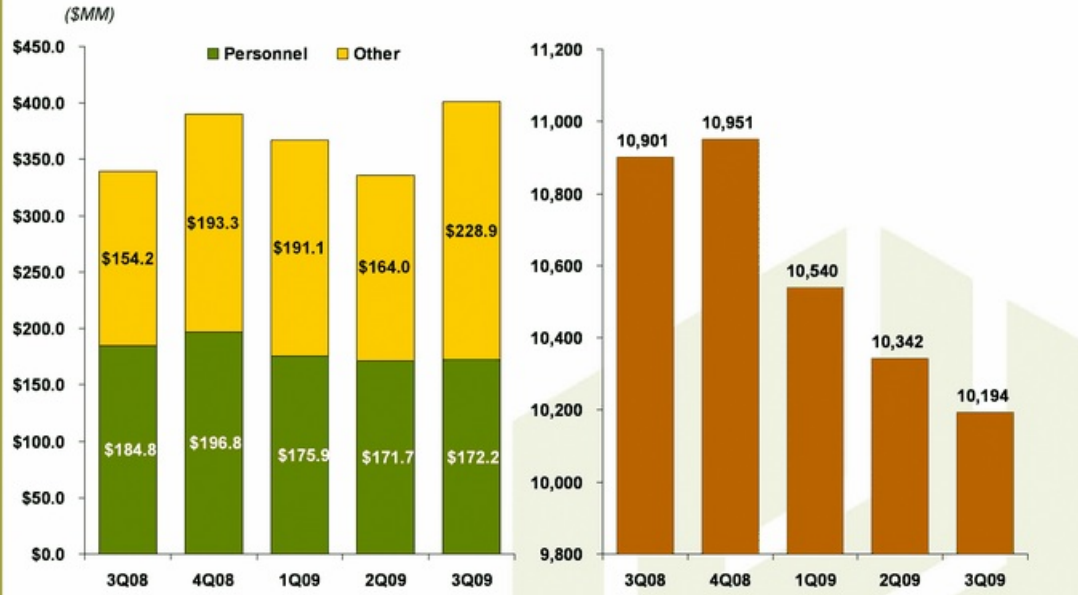
Prior-year Quarter

<i>(in millions)</i>	Third Quarter		Change	
	2009	2008	Amount	%
Noninterest Expense				
Personnel costs	\$ 172.2	\$ 184.8	\$ (12.7)	(7) %
Outside data processing and other services	38.0	32.4	5.6	17
Net occupancy	25.4	25.2	0.2	1
OREO and foreclosure expense	39.0	9.1	29.9	NM
Equipment	21.0	22.1	(1.1)	(5)
Amortization of intangibles	17.0	19.5	(2.5)	(13)
Professional services	18.1	12.2	5.9	48
Marketing	8.3	7.0	1.2	17
Automobile operating lease expense	10.6	9.1	1.5	16
Telecommunications	5.9	6.0	(0.1)	(2)
Printing and supplies	4.0	4.3	(0.4)	(8)
Other expense	41.8	7.2	34.6	NM
Total noninterest expense	\$ 401.1	\$ 339.0	\$ 62.1	18 %

Noninterest Expense Trends

Noninterest Expense (1)

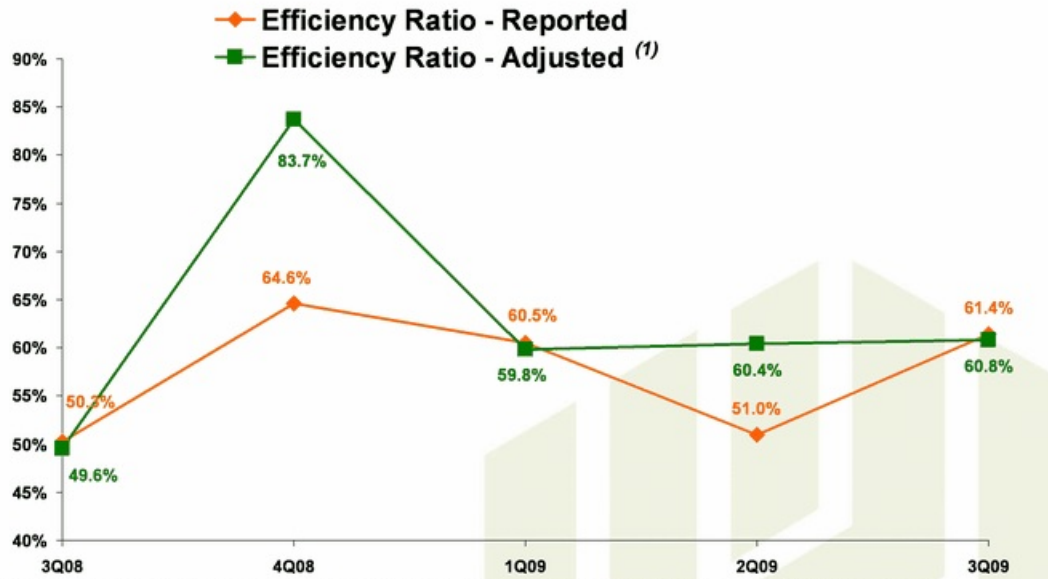
Number of Employees (FTE)



(1) Excluding goodwill impairment in 1Q09 and 2Q09



Efficiency Ratio Trends



(1) Reported revenue and expenses adjusted for automobile operating lease expense and other items affecting comparability including merger costs. See Operating Leverage & Efficiency Ratio Trend slide for a reconciliation between GAAP and adjusted revenue and expenses.

Operating Leverage & Efficiency Ratio Trends

(\$ MM)	3Q09	2Q09	1Q09	4Q08	3Q08	2Q08	1Q08
Total revenue - FTE - reported	\$ 623,048	\$ 617,060	\$ 580,189	\$ 447,105	\$ 561,944	\$ 631,920	\$ 618,078
Change % - YOY - reported	-1.4%	-2.4%	3.8%	-27.9%	-9.4%	62.7%	52.7%
Change % - LQ - reported	7.4%	6.4%	3.2%	-29.2%	-11.1%	2.2%	10.6%
Auto operating lease expense	(10,589)	(11,400)	(10,931)	(10,483)	(9,093)	(7,200)	(4,506)
Securities (gains) losses - other	2,374	7,340	(2,067)	-	73,790	(2,073)	(4,533)
Adjustment items (1):							
Gain on sale of Visa® / MasterCard® stock	-	(31,362)	-	-	-	-	(25,087)
Total revenue - FTE - adjusted	\$ 614,833	\$ 581,678	\$ 567,262	\$ 436,051	\$ 626,437	\$ 623,197	\$ 584,585
Change % - YOY - adjusted	-1.3%	-6.7%	1.8%	-29.8%	0.9%	50.9%	45.2%
Change % - LQ - adjusted	8.4%	2.5%	-9.4%	-30.0%	0.5%	6.6%	4.9%
Total noninterest expense - reported	\$ 401,097	\$ 339,982	\$ 2,969,769	\$ 390,094	\$ 338,996	\$ 377,803	\$ 370,481
Change % - YOY - reported	6.2%	-10.0%	575.6%	1.2%	-12.1%	54.4%	53.0%
Change % - LQ - reported	-86.5%	-88.6%	776.0%	3.3%	-10.3%	2.0%	-16.7%
Auto operating lease expense	(10,589)	(11,400)	(10,931)	(10,483)	(9,093)	(7,200)	(4,506)
Amortization of intangibles and goodwill impairment	(16,995)	(21,348)	(2,619,848)	(19,187)	(19,463)	(19,327)	(18,917)
Adjustment items (1):							
Gain on sale of junior subordinated debt	-	67,409	-	-	-	-	-
Merger-related integration costs	-	-	-	-	-	(14,552)	(7,067)
FDIC special assessment	-	(23,555)	-	-	-	-	-
Visa indemnification	-	-	-	4,560	-	-	12,435
Total noninterest expense - adjusted	\$ 373,513	\$ 351,088	\$ 338,990	\$ 364,984	\$ 310,440	\$ 336,724	\$ 352,426
Change % - YOY - adjusted	10.9%	4.3%	-2.6%	9.6%	-6.8%	44.1%	48.4%
Change % - LQ - adjusted	10.2%	3.6%	9.2%	8.4%	-7.8%	-4.5%	1.2%
Operating leverage - YOY - reported	-7.6%	7.7%	-571.8%	-29.1%	2.7%	-1.7%	-0.4%
Operating leverage - LQ - reported	93.9%	94.9%	-772.8%	-32.5%	-0.8%	0.3%	26.3%
Operating leverage - YOY - adjusted	-12.2%	-10.9%	4.4%	-39.4%	7.7%	6.9%	-3.2%
Operating leverage - LQ - adjusted	-1.8%	-1.0%	-18.6%	-38.4%	8.3%	11.1%	3.7%
Efficiency ratio - reported (2)	61.4%	51.0%	60.5%	64.6%	50.3%	56.9%	57.0%
Efficiency ratio - adjusted (3)	60.8%	60.4%	59.8%	63.7%	49.6%	54.0%	60.3%

(1) Items viewed as not part of regular business activities; see Basis of Presentation in Earnings Press Release for a full discussion

(2) Nonint. exp. - amort. of intangibles / FTE revenue - securities gains (losses)

(3) Nonint. exp adj. / FTE revenue adj.

Balance Sheet



Balance Sheet – Assets

<i>(in millions)</i>	2009		2008		Change	
	September 30,	December 31,	September 30,	September 30,	September '09 vs. '08	
					Amount	Percent
Assets						
Cash and due from banks	\$ 1,882	\$ 807	\$ 901	\$ 981	108.8%	
Federal funds sold and securities purchased under resale agreements	—	38	270	(270)	-100.0%	
Interest bearing deposits in banks	398	293	298	100	33.4%	
Trading account securities	121	89	998	(877)	-87.8%	
Loans held for sale	531	390	287	244	85.1%	
Investment securities	8,503	4,384	4,565	3,938	86.3%	
Loans and leases:						
Commercial and industrial loans and leases	12,547	13,541	13,638	(1,091)	-8.0%	
Commercial real estate loans	8,715	10,098	9,907	(1,192)	-12.0%	
Total Commercial	21,262	23,639	23,545	(2,283)	-9.7%	
Automobile loans	2,939	3,901	3,918	(979)	-25.0%	
Automobile leases	309	563	698	(389)	-55.7%	
Home equity loans	7,576	7,556	7,497	79	1.1%	
Residential mortgage loans	4,468	4,761	4,854	(386)	-8.0%	
Other consumer loans	750	672	680	70	10.3%	
Total Consumer	16,042	17,453	17,647	(1,605)	-9.1%	
Loans and leases	37,304	41,092	41,192	(3,888)	-9.4%	
Allowance for loan and lease losses	(1,032)	(900)	(721)	(311)	43.2%	
Net loans and leases	36,272	40,192	40,471	(4,199)	-10.4%	
Bank owned life insurance	1,402	1,364	1,353	49	3.6%	
Premises and equipment	496	520	528	(32)	-6.0%	
Goodwill	444	3,055	3,056	(2,613)	-85.5%	
Other intangible assets	303	357	376	(73)	-19.5%	
Accrued income and other assets	2,160	2,864	1,557	603	38.8%	
Total assets	\$ 52,513	\$ 54,353	\$ 54,661	\$ (2,148)	-3.9%	

Balance Sheet – Liabilities & Shareholders' Equity

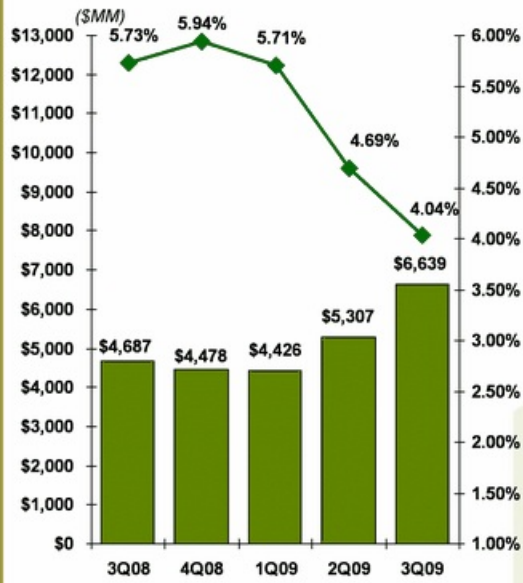
(in millions)	2009		2008		Change	
	September 30,	December 31,	September 30,	September 30,	September '09 vs. '08	Amount
Liabilities and shareholders' equity						
Liabilities						
Deposits:						
Demand deposits - non-interest bearing	\$ 6,306	\$ 5,477	\$ 5,135	\$ 1,171	22.8%	
Demand deposits - interest bearing	5,401	4,083	4,052	1,349	33.3%	
Money market deposits	8,548	5,182	5,565	2,983	53.6%	
Savings and other domestic deposits	4,631	4,930	4,903	(272)	-5.5%	
Core certificates of deposit	11,205	12,856	12,270	(1,066)	-8.7%	
Total core deposits	36,091	32,528	31,925	4,166	13.0%	
Other domestic deposits of \$250,000 or more	689	1,328	1,749	(1,060)	-60.6%	
Brokered deposits and negotiable CDs	2,630	3,355	2,925	(295)	-10.1%	
Deposits in foreign offices	419	732	970	(551)	-56.8%	
Deposits	39,829	37,943	37,569	2,260	6.0%	
Short-term borrowings	852	1,309	1,974	(1,122)	-56.8%	
Federal Home Loan Bank advances	920	2,589	3,483	(2,563)	-73.6%	
Other long-term debt	2,435	2,332	2,497	(62)	-2.5%	
Subordinated notes	1,674	1,950	1,865	(191)	-10.2%	
Accrued expenses and other liabilities	1,127	1,001	897	231	25.7%	
Total liabilities	46,838	47,124	48,285	(1,447)	-3.0%	
Shareholders' equity						
Preferred stock	1,683	1,878	569	1,114	195.9%	
Common stock	7	4	4	3	94.9%	
Capital surplus	6,724	5,322	5,228	1,496	28.6%	
Less treasury shares, at cost	(12)	(16)	(16)	4	-23.7%	
Accumulated other comprehensive loss	(212)	(327)	(267)	55	-20.6%	
Retained earnings	(2,516)	367	857	(3,373)	N.M.	
Total shareholders' equity	5,675	7,229	6,376	(701)	-11.0%	
Total liabilities and shareholders' equity	\$ 52,513	\$ 54,353	\$ 54,661	\$ (2,148)	-3.9%	

Investment Securities

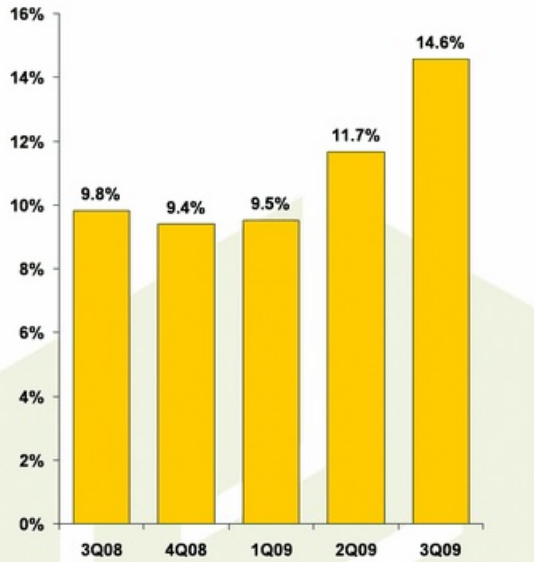


Investment Securities

Average Balances



% of Average Earning Assets



AFS Securities Overview – 9/30/09

(SMM)

	Fair Value	Average Credit Rating of Fair Value Amount ⁽²⁾					
		AAA	AA +/-	A +/-	BBB +/-	<BBB-	Not Rated
US Treasury	\$ 151	\$ 151	\$ —	\$ —	\$ —	\$ —	\$ —
Agency (Debt, P/T, & CMO's)	6,123	6,068	55	—	—	—	—
TLGP Debt	313	313	—	—	—	—	—
Asset Backed							
Alt-A mortgage-backed securities	166	21	26	—	—	118	—
Auto loan backed securities	326	185	44	48	49	—	—
Pooled-trust-preferred securities ⁽¹⁾	118	—	26	—	29	63	—
Student loan backed securities	160	160	—	—	—	—	—
Private label CMO securities	475	39	32	38	81	286	—
Municipal securities	138	62	63	—	—	—	13
FHLB/FRB Stock	428	—	—	—	—	—	428
Other	106	—	—	—	—	—	106
Total at September 30, 2009	\$ 8,503	\$ 6,999	\$ 246	\$ 86	\$ 159	\$ 467	\$ 546

⁽¹⁾ Primarily trust preferred for banks/insurance companies

⁽²⁾ Credit ratings reflect the lowest current rating assigned by a nationally recognized credit rating agency.



Investment Securities Trends

Linked Quarter - EOP

<i>(in millions)</i>	Third Quarter 2009	Second Quarter 2009	Change	
			Amount	%
U.S. Treasury & agency debt	\$ 2,993	\$ 2,360	\$ 633	26.8 %
Agency CMOs	2,494	1,025	1,469	143.3
Agency MBS	1,100	846	254	30.0
Auto and student loan ABS	486	134	352	NM
Non agency MBS	641	785	(144)	(18.3)
Munis	138	125	13	10.4
Pooled trust preferred	118	129	(11)	(8.5)
Other	533	531	2	0.4
Total securities available for sale	\$ 8,503	\$ 5,935	\$ 2,568	43.3 %

- Treasury/Agency debt with final maturities of two years or less
- Agency CMOs with average maturities of three years or less

Investment Portfolio Performance

- Portfolio is growing reflecting liquidity build
- Investing primarily in AAA rated agencies
- Three areas of the investment portfolio have produced all of our OTTI with most of the mark recorded through OCI

September 30, 2009	Par Value	Book Value	Market Value	OCI
Alt-A mortgage-backed	\$231 MM	\$186 MM	\$166 MM	\$ (20) MM
Trust preferred	297	253	118	(135)
Prime CMOs	571	562	475	(87)
Total	\$1,099 MM	\$1,001 MM	\$759 MM	\$(242) MM

The primary difference between the Par Value and Book Value is the previously recognized impairment

- Any further impairment charges are limited to expected credit losses

OCI – accumulated other comprehensive income; pre-tax
OTTI – other-than-temporary impairment



Investment Securities – Assessment ⁽¹⁾

	<u>Par Value</u>	<u>Book Value</u>	<u>Market Value</u>	<u>OCI</u>
Alt-A mortgage backed	\$231 MM	\$186 MM	\$166 MM	\$(20) MM
- Purchased 2006			% to Par Value	72%
- 13 securities – senior tranche				
- 10/1 ARMs or 15 / 30 year fixed; no option ARMs				
- Cash flow analysis performed monthly to test for OTTI with third-party validation				
Trust preferred	297	253	118	(135)
- Purchased 2003-2005		% to Par Value	40%	
- 16 pools with 480 separate issues				
- 87% = 1 st / 2 nd tier bank trust preferred securities with no REIT trust preferreds				
- Cash flow analysis performed quarterly to test for OTTI with third-party validation				
Prime CMOs	571	562	475	(87)
- Purchased 4Q03-4Q07		% to Par Value	83%	
- 31 securities				
- Cash flow analysis performed monthly to test for OTTI with quarterly third-party validation				
Total	\$1,099 MM	\$1,001 MM	\$759 MM	\$(242) MM

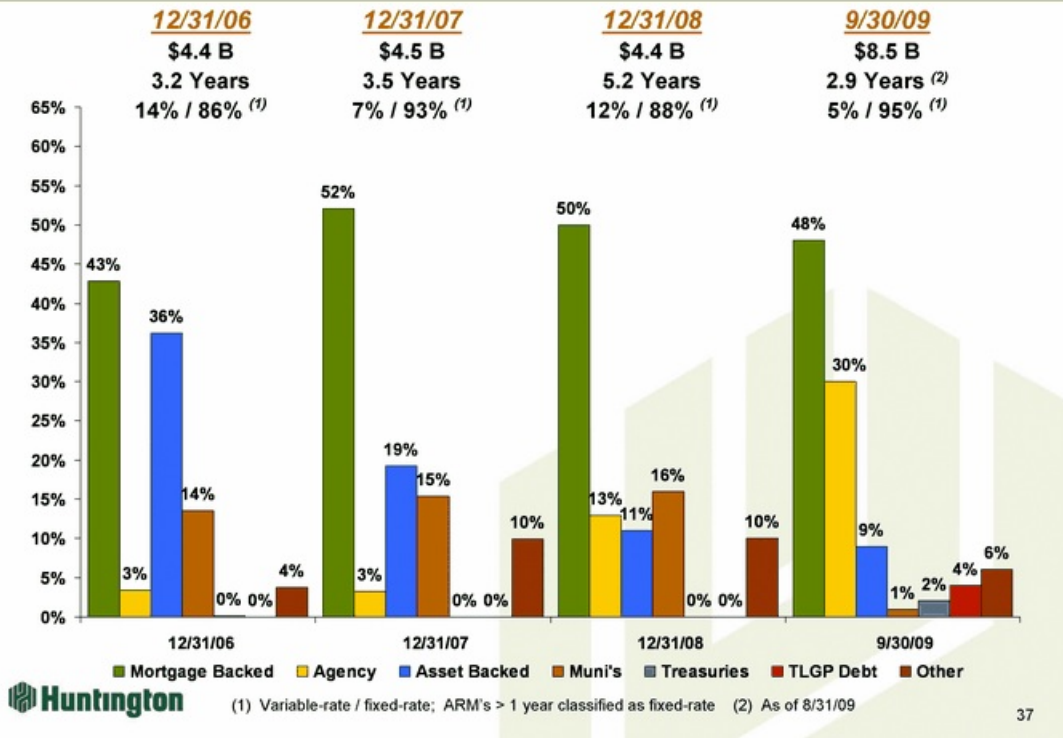
(1) 9/30/09

OCI – accumulated other comprehensive income; pre-tax

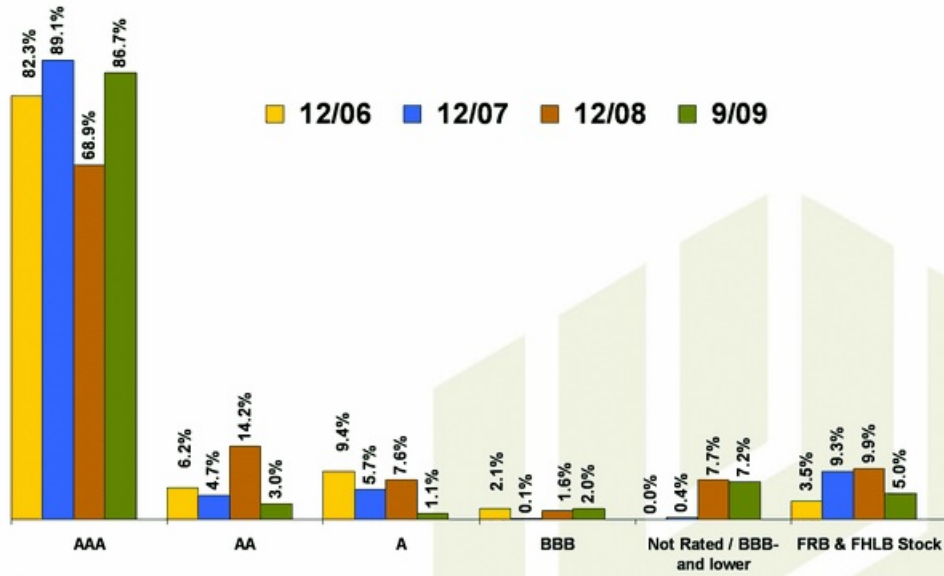
OTTI – other-than-temporary impairment



Available for Sale Securities Mix



Investment Securities – Credit Quality ⁽¹⁾



(1) Percent calculation excludes FRB/FHLB stock required to be held by regulation

Loan Portfolio Overview



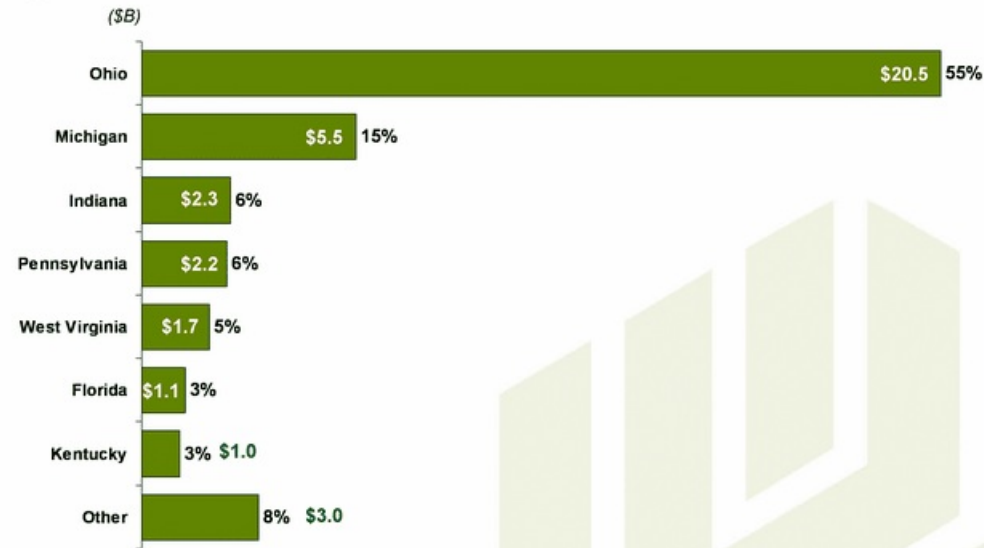
Credit Exposure Composition

(\$B)	9/30/09		12/31/08		12/31/07		12/31/06		12/31/05	
	Amt	Pct	Amt	Pct	Amt	Pct	Amt	Pct	Amt	Pct
Commercial & industrial	\$12.5	33 %	\$13.5	33 %	\$13.1	33 %	\$7.8	30 %	\$6.8	28 %
Commercial real estate	8.7	23	10.1	24	9.2	23	4.5	17	4.0	16
Total commercial	21.3	56	23.6	58	22.3	56	12.4	47	10.8	44
Auto loans	2.9	8	3.9	10	3.1	8	2.1	8	2.0	8
Auto direct finance leases	0.3	1	0.6	1	1.2	3	1.8	7	2.3	9
Home equity	7.6	20	7.6	18	7.3	18	4.9	19	4.8	19
Residential real estate	4.5	12	4.8	12	5.4	14	4.5	17	4.2	17
Other consumer	0.7	2	0.7	2	0.7	2	0.4	2	0.4	1
Total consumer	16.0	43	17.5	42	17.7	44	13.8	53	13.6	55
Total loans & leases	37.3	99	41.1	100	40.1	100	26.2	100	24.5	99
Auto operating leases	0.2	1	0.2	--	0.1	-	--	-	0.2	1
Total credit exposure	\$37.5	100 %	\$41.3	100 %	\$40.1	100 %	\$26.2	100 %	\$24.7	100 %

Credit Portfolio Overview

EOP Outstandings – \$37.3 Billion ⁽¹⁾

By State



(1) 9/30/09

Loan and Lease Trends

Linked Quarter - Average

<i>(in billions)</i>	Third	Second	Change	
	Quarter	Quarter	Amount	%
	2009	2009		
Average Loans and Leases				
Commercial and industrial	\$ 12.9	\$ 13.5	\$ (0.6)	(4) %
Commercial real estate	8.9	9.2	(0.3)	(3)
Total commercial	\$ 21.8	\$ 22.7	\$ (0.9)	(4) %
Automobile loans and leases	3.2	3.3	(0.1)	(2)
Home equity	7.6	7.6	(0.1)	(1)
Residential mortgage	4.5	4.7	(0.2)	(4)
Other consumer	0.8	0.7	0.1	8
Total consumer	16.1	16.3	(0.2)	(1)
Total loans and leases	\$ 37.9	\$ 39.0	\$ (1.2)	(3) %

Loan and Lease Trends

Prior-year Quarter - Average

<i>(in billions)</i>	Third Quarter		Change	
	2009	2008	Amount	%
Average Loans and Leases				
Commercial and industrial	\$ 12.9	\$ 13.6	\$ (0.7)	(5) %
Commercial real estate	8.9	9.8	(0.9)	(10)
Total commercial	\$ 21.8	\$ 23.4	\$ (1.6)	(7) %
Automobile loans and leases	3.2	4.6	(1.4)	(30)
Home equity	7.6	7.5	0.1	2
Residential mortgage	4.5	4.8	(0.3)	(7)
Other consumer	0.8	0.7	0.1	13
Total consumer	16.1	17.6	(1.5)	(9)
Total loans and leases	\$ 37.9	\$ 41.0	\$ (3.1)	(8) %

Total Loans – By Business Segment

3Q09

Avg. Outstandings – \$37.9 Billion

(\$B)	Regional & Business Banking	Commercial Banking	Commercial Real Estate	AFDS	PFG	Treasury / Other	Total
C&I	\$3.3	\$7.1	\$0.5	\$1.0	\$1.1	\$--	\$12.9
CRE	1.4	0.9	6.4	--	0.2	--	8.9
Total commercial	4.8	8.0	6.9	1.0	1.2	--	21.8
Automobile loans/leases	--	--	--	3.2	--	--	3.2
Home equity loans/lines	6.7	0.1	--	--	0.7	0.1	7.6
Residential mortgage	3.5	--	--	--	0.6	0.3	4.5
Other	0.5	--	--	0.2	--	--	0.8
Total consumer	10.8	0.1	--	3.4	1.3	0.5	16.1
Total loans	\$15.6	\$8.0	\$6.9	\$4.4	\$2.5	\$0.5	\$37.9



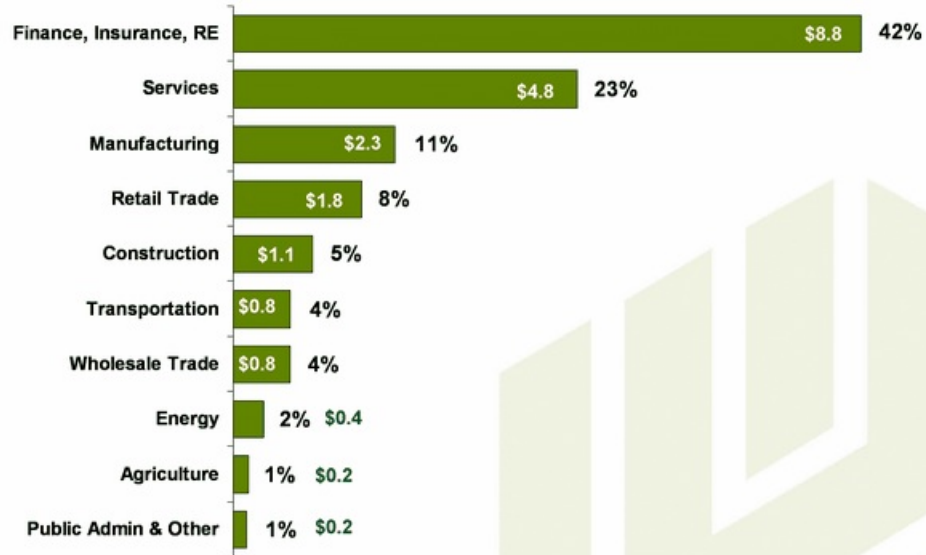
Total Commercial Loans



Total Commercial Loans

EOP Outstandings – \$21.3 Billion ⁽¹⁾

By Industry Sector

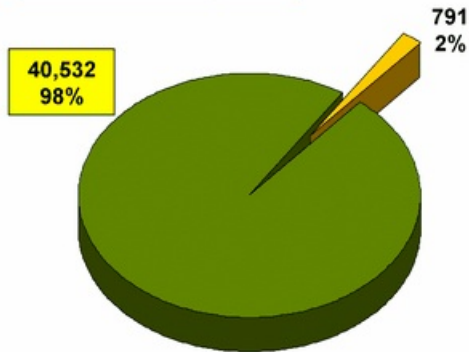


(1) 9/30/09

Total Commercial Loans

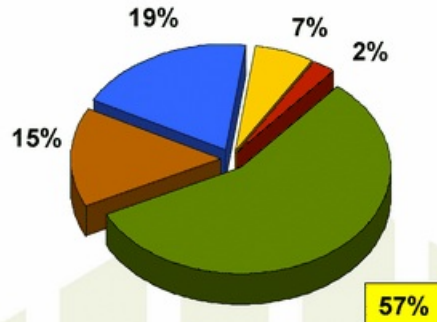
EOP Outstandings – \$21.3 Billion ⁽¹⁾

of Loans by Size



< \$5 MM	\$5+ MM
\$5 MM - < \$10 MM	458
\$10 MM - < \$25 MM	279
\$25 MM - < \$50 MM	46
> \$50 MM	8
Total	791

Loans by Dollar Size ⁽¹⁾



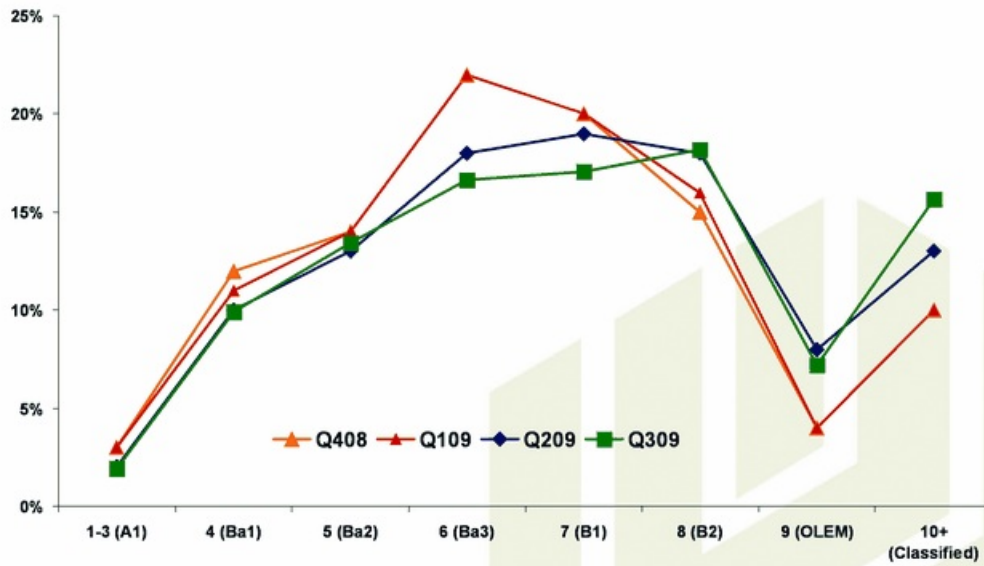
< \$5 MM
\$5 MM - < \$10 MM
\$10 MM - < \$25 MM
\$25 MM - < \$50 MM
\$50 MM +



(1) 9/30/09

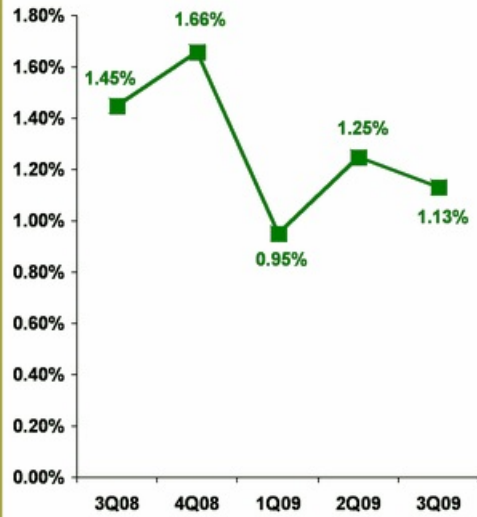
Commercial Loans – Risk Grade Distribution by %

PD Risk Grades (Moody's or Regulatory Definition)

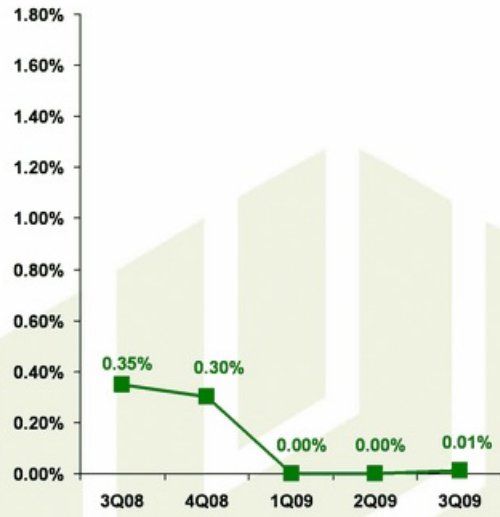


Commercial Loan Delinquencies ⁽¹⁾

30+ Days



90+ Days



(1) Period end; delinquent but accruing as a % of related outstandings at EOP

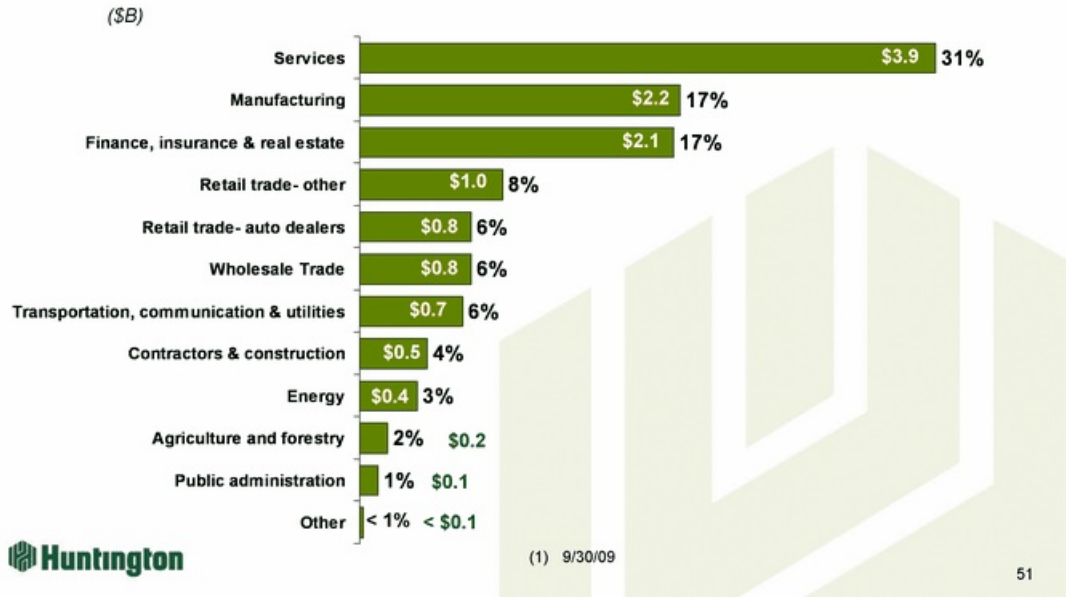
Commercial and Industrial Loans (C&I)



C & I – Portfolio Composition

EOP Outstandings – \$12.5 Billion ⁽¹⁾

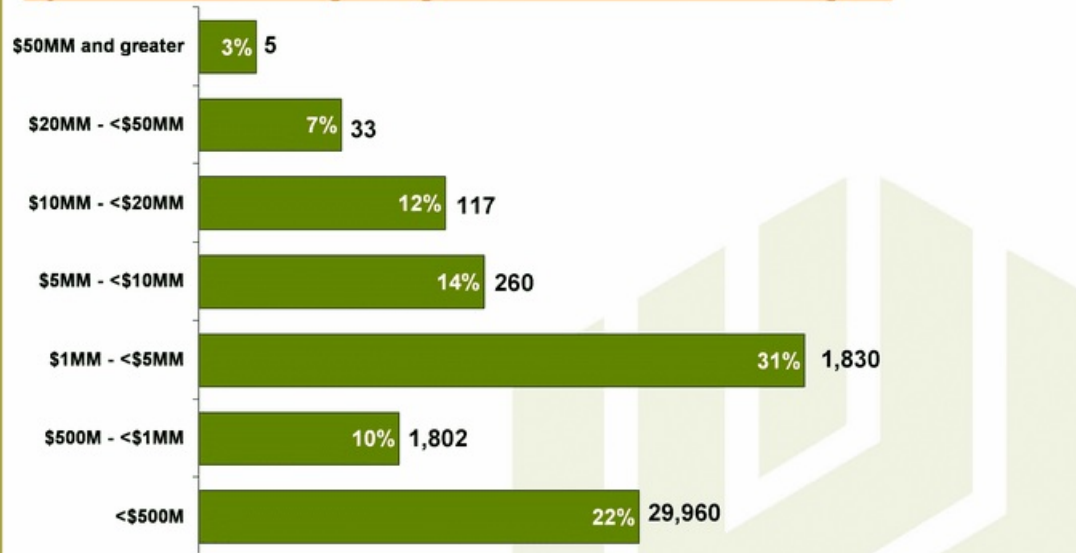
By Industry - % of Total C&I



C & I – Portfolio Composition

EOP Outstandings – \$12.5 Billion ⁽¹⁾

By Loan Outstanding Obligor Size & Number of Obligors



(1) 9/30/09

C&I – Change Analysis

By Activity

	Total C&I
	<u> </u>
(\$MM)	
June 30, 2009 balance	\$13,320
New originations	351
Net pay-offs / takedowns	(1,013)
Charge-offs	(69)
Classification changes	(42)
	<u> </u>
September 30, 2009 balance	\$12,547

C&I – Overview ⁽¹⁾

EOP Outstandings – \$12.5 Billion ⁽²⁾

- Diversified by sector and geographically within our Midwest footprint
- Granular
- 5 loans >\$50 million... 3% of portfolio
- 30 loans \$20-\$50 million... 7% of the portfolio
- Focus on middle market companies with \$10-\$100 MM in sales
- 3Q09 portfolio originations associated with new loans to existing customers

Credit Quality Trends

	<u>3Q09</u>	<u>2Q09</u>	<u>1Q09</u>	<u>4Q08</u>	<u>3Q08</u>
• 30+ days PD & accruing ⁽³⁾	0.90%	0.88%	0.67%	1.08%	0.90%
• 90+ days PD & accruing ⁽³⁾	--	--	--	0.08%	0.18%
• NCOs ⁽⁴⁾	2.13%	2.91%	2.55%	1.58%	0.95%
• NALs ⁽³⁾	4.88%	3.43%	2.89%	2.19%	1.28%
• ACL ⁽³⁾	3.31%	2.86%	2.49%	2.44%	2.19%
• Higher 2009 NCOs consistent with 2008 ACL build					

(1) 1Q09 and earlier excludes Franklin Credit

(2) 9/30/09

(3) End of period

(4) Annualized



C & I – Credit Quality

By Segment – 9/30/09

(\$MM)	O/S	30+ PD Accruing	Class.	NAL's	ACL
C & I (Excluding segments below)	\$11,417	0.83%	9.71%	4.42%	3.02%
Residential homebuilder related	455	0.58	25.59	8.81	5.87
Construction & contractors	460	2.13	16.01	7.20	4.27
Auto industry suppliers	215	2.36	40.04	15.97	11.42
Total C & I	\$12,547	0.90%	11.04%	4.88%	3.31%



C & I – Credit Quality

By Industry – 3Q09 ⁽¹⁾

(\$ MM)	Net Charge-offs			Nonaccrual Loans	
	Amount	Pct. ⁽²⁾	% of Total	Amount	Pct. ⁽³⁾
Services	\$14.1	1.41%	20.5%	\$171.2	4.4%
Manufacturing	16.6	2.97	24.1	166.4	7.7
Finance, insurance & real estate	10.3	1.90	14.9	95.2	4.5
Retail trade-auto dealers	--	0.02	0.1	1.6	0.2
Retail trade-other	6.5	2.61	9.4	66.0	6.8
Contractors & construction	4.8	3.92	7.0	33.3	7.2
Transport., comm. & utilities	10.4	5.85	15.0	21.1	3.0
Wholesale trade	5.3	2.71	7.7	37.5	5.0
Agriculture & forestry	0.2	0.50	0.4	4.8	2.6
Energy	0.5	0.48	0.7	14.3	3.7
Public administration	--	0.05	--	0.4	0.3
Other	0.1	1.22	0.2	0.8	3.0
Total	\$68.8	2.13%	100.0%	\$612.7	4.9%



(1) Listed by portfolio size
(2) Annualized
(3) % of related outstandings

C & I – Auto Industry ⁽¹⁾

Outstandings ⁽²⁾

(\$MM)	<u>3Q09</u>	<u>2Q09</u>	<u>1Q09</u>	<u>4Q08</u>	<u>3Q08</u>
Suppliers					
Domestic	\$ 184	\$ 196	\$ 209	\$ 182	\$ na
Foreign	31	33	33	33	na
Total suppliers	215	229	242	215	226
Dealers					
Floorplan-domestic	298	444	549	553	na
Floorplan-foreign	252	339	395	408	na
Total floorplan	550	783	944	961	745
Other	351	354	347	346	352
Total dealers	901	1,137	1,291	1,307	1,097
Total auto industry	\$1,115	\$1,366	\$1,533	\$1,521	\$1,323

NALs

Suppliers	15.97%	11.00%	6.44%	6.71%	2.36%
Dealers	--	0.10	0.56	--	--

Net charge-offs ⁽³⁾

Suppliers	2.97%	4.19%	5.78%	--%	1.94%
Dealers	--	--	0.08	--	--

(1) End of period

(2) Companies with > 25% of their revenue from the auto industry

(3) Annualized



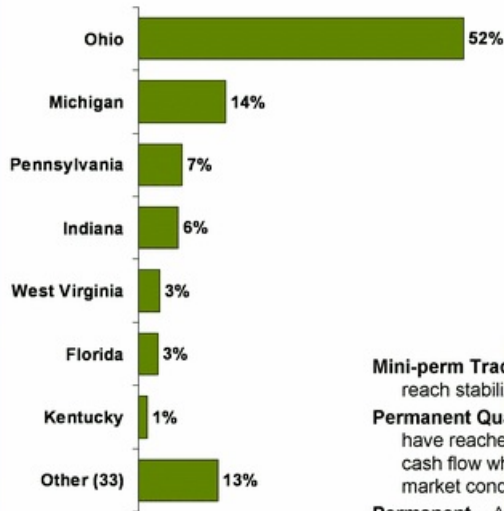
Commercial Real Estate Loans (CRE)



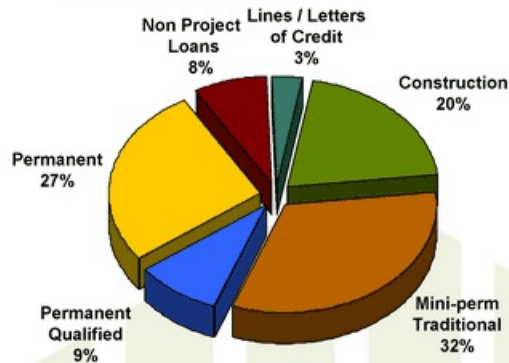
CRE – Portfolio Composition

EOP Outstandings – \$8.7 Billion ⁽¹⁾

By Property Location



By Loan Type



Mini-perm Traditional – Typically 2 to 5 year term loans to allow properties to reach stabilized operating levels after construction, rehab, or repositioning.

Permanent Qualified – Loans with 5 years or less term with properties that have reached a stabilized physical occupancy and exhibit an operational cash flow which would qualify for permanent financing during normalized market conditions.

Permanent – Amortizing loans with terms of 10 to 25 years.



(1) 9/30/09

CRE – Portfolio Composition – 9/30/09

By Property Type and Property Location

(\$MM)	OH	MI	PA	IN	WV	FL	KY	Other	Total	% Port.
Retail properties	\$901	\$240	\$157	\$210	\$47	\$81	\$10	\$591	\$2,237	25.7%
Multi family	828	138	94	78	80	7	41	135	1,401	16.0
Single family homebuilders	628	93	57	35	20	116	23	67	1,039	11.9
Office	581	204	114	57	61	22	24	65	1,128	13.0
Industrial & warehouse	498	226	35	86	21	43	14	118	1,041	11.9
Lines to R.E. companies	688	120	89	49	54	1	4	17	1,022	11.7
Hotel	152	85	23	26	10	--	--	70	366	4.2
Health care	172	77	24	--	5	--	--	32	310	3.6
Raw land & other land uses	55	27	3	8	2	3	6	15	119	1.4
Other	32	9	6	1	--	--	3	1	52	0.6
Total	\$4,535	\$1,219	\$602	\$550	\$300	\$273	\$125	\$1,111	\$8,715	100.0%
% of CRE portfolio	52.0%	14.0%	6.9%	6.3%	3.4%	3.1%	1.4%	12.7%	100.0%	
NCOs - \$ ⁽¹⁾	\$87	\$38	\$2	\$9	--	\$17	\$1	\$17	\$169	
NCOs – Annualized %	7.52%	12.09%	1.32%	6.35%	--	23.84%	1.78%	5.94%	7.62%	
NALs - \$	\$524	\$192	\$42	\$48	\$1	\$90	\$11	\$226	\$1,134	
NALs - %	11.55%	15.79%	6.96%	8.66%	0.40%	32.95%	8.68%	20.36%	13.01%	



(1) 3Q09

CRE – Change Analysis

By Activity

(\$MM)	SFHB	Retail	Other	Total CRE
June 30, 2009 balance	\$1,162	\$2,301	\$5,483	\$8,946
New originations	0	0	44	44
Net pay-offs / takedowns	(61)	(11)	(34)	(106)
Charge-offs	(62)	(53)	(54)	(169)
September 30, 2009 balance	\$1,039	\$2,237	\$5,439	\$8,715

By Type

(\$MM)	Total CRE
June 30, 2009 balance	\$8,946
Single family homebuilder	(123)
Retail projects	(64)
Multi family	(19)
Office	(16)
Warehouse / industrial	(29)
Other	20
September 30, 2009 balance	\$8,715



CRE – Overview

EOP Outstandings – \$8.7 Billion ⁽¹⁾

- Granular portfolio with geographic and project diversification throughout our footprint
- Construction lending targeted to major metro markets

Single Family Homebuilder (\$1.0 Billion)

- Weakest segment
- Diversified geographically within our Midwest footprint

CRE – Retail (\$2.2 billion)

- Loans originated with quality developers that have experience and financial capacity to support projects underwritten to appropriate standards regarding LTV, DSC, and equity requirements
- Enforced standard pre-leasing requirements for office and retail property types

Credit Quality Trends

	<u>3Q09</u>	<u>2Q09</u>	<u>1Q09</u>	<u>4Q08</u>	<u>3Q08</u>
• 30+ days PD & accruing ⁽²⁾	1.47%	1.81%	1.36%	2.44%	2.22%
• 90+ days PD & accruing ⁽²⁾	0.03%	--	--	0.59%	0.59%
• NCOs – construction ⁽³⁾	11.14%	6.45%	5.05%	0.45%	0.68%
• NCOs – nonconstruction ⁽³⁾	6.72%	7.79%	2.83%	1.77%	0.39%
• NALs ⁽²⁾	13.01%	9.51%	6.80%	4.41%	3.02%
• ACL ⁽²⁾	5.17%	4.25%	3.90%	3.30%	2.56%
• Higher 2009 NCOs consistent with ACL build					



(1) 9/30/09 (2) End of period (3) Annualized

CRE – Credit Quality Overview

By Segment – 9/30/09

(\$MM)					Current Coverage		
	O/S	30+ PD Accruing	Class.	NAL's	ACL	Write- downs ⁽¹⁾	Total
CRE (Exc. SFHB & Retail)	\$5,439	1.45%	15.93%	8.50%	3.86%	2.03%	5.89%
SFHB	1,039	2.81	55.58	32.74	10.60	11.04	21.64
Retail	2,237	0.90	22.27	14.80	5.83	5.28	11.11
Total CRE	\$8,715	1.47%	22.28%	13.01%	5.17%	3.94%	9.11%

	Total Coverage	Current Coverage Sufficient for These Alternative Outcomes					
		PD	LGD	PD	LGD	PD	LGD
SFHB	21.64%	50%	43%	60%	36%	70%	31%
	\$225	\$520	\$225	\$623	\$225	\$727	\$225
Retail	11.11%	20%	56%	30%	37%	40%	28%
	\$249	\$447	\$249	\$671	\$249	\$895	\$249



(1) Writedowns represent prior charge-offs associated with loans in the portfolio as of 9/30/09

CRE – Credit Quality

By Property Type – 3Q09 ⁽¹⁾

(\$ MM)	Net Charge-offs			Nonaccrual Loans	
	Amount	Pct. ⁽²⁾	% of Total	Amount	Pct. ⁽³⁾
Retail properties	\$52.5	9.22%	31.1%	\$331.1	14.8%
Multi-family	27.3	7.67	16.1	98.8	7.1
Single family homebuilders	62.0	22.67	36.6	340.0	32.7
Office	2.5	0.86	1.5	110.3	9.8
Industrial & warehouse	18.6	7.03	11.0	138.7	13.3
Lines to real estate companies	3.3	1.26	1.9	64.6	6.3
Hotel	0.6	0.64	0.4	14.7	4.0
Healthcare	--	--	--	0.9	0.3
Raw land and other land uses	2.4	8.09	1.4	27.6	23.2
Other	0.1	1.05	0.1	6.8	13.1
Total	\$169.2	7.62%	100.0%	\$1,133.7	13.0%

- (1) Listed by portfolio size
(2) Annualized
(3) % of related outstandings



CRE – Credit Quality

By Loan Type – 9/30/09

(\$MM)	O/S	30+ PD Accruing	Class.	NAL's	ACL
Construction	\$1,775	0.59%	26.49%	18.39%	7.23%
Lines / letters of credit	295	1.96	27.17	13.53	5.98
Non project loans	671	0.76	8.77	3.05	4.33
Mini-perm traditional	2,823	2.96	33.56	20.76	5.92
Permanent qualified	794	0.73	2.35	0.96	1.47
Permanent	2,357	0.74	15.55	6.51	4.11
Total CRE	\$8,715	1.47%	22.28%	13.01%	5.17%



CRE – Maturity Schedule

By Loan Type – 9/30/09

(\$MM)	Within 12 Mos.	1 – 2 Years	2 – 5 Years	5+ Years	Total
Construction	\$1,000	\$496	\$220	\$59	\$1,775
Lines / letters of credit	148	25	79	43	295
Non project loans	280	156	165	69	671
Mini-perm traditional	1,673	622	528	--	2,823
Permanent qualified	231	259	303	--	794
Permanent	274	194	852	1,038	2,357
Total CRE	\$3,606	\$1,753	\$2,147	\$1,209	\$8,715

CRE – Single Family Homebuilders

EOP Outstandings – \$1.0 Billion ⁽¹⁾

Portfolio Characteristics

- Granular portfolio – only 15 projects over \$10 million
- Geographic diversification
- Primary customers are middle market builders building 50-100 homes per year, limited production builder exposure
- Continuous monitoring
- Increased reserves based on increasing risks in the portfolio

(\$MM)	3Q09	2Q09	1Q09 ⁽²⁾	4Q08	3Q08
Vertical construction ⁽³⁾	\$718	\$802	\$847	\$1,096	\$1,103
Land under development ⁽³⁾	155	180	198	236	267
Land held for development ⁽³⁾	166	180	194	257	225
Total	\$1,039	\$1,162	\$1,240	\$1,589	\$1,596

(1) 9/30/09

(2) 1Q09 decline from 4Q08 reflected reclassification of certain loans to owner-occupied C&I

(3) End of period



CRE – Single Family Homebuilder – Credit Quality

EOP Outstandings – \$1.0 Billion ⁽¹⁾

Portfolio Performance

		3Q09	2Q09	1Q09 ⁽³⁾	4Q08	3Q08
(SMM)						
30+ days PD & accruing ⁽²⁾	- \$	\$296	\$263	\$267	\$228	\$229
	- %	28.5%	22.6%	21.5%	14.4%	14.4%
Classified ⁽²⁾	- \$	\$577	\$539	\$480	\$369	\$287
	- %	55.6%	46.4%	38.7%	23.2%	18.0%
NALs (included in Classified) ⁽²⁾	- \$	\$340	\$290	\$289	\$200	\$144
	- %	32.7%	25.0%	23.3%	12.6%	9.0%
ACL ⁽²⁾	- \$	\$110	\$102	\$108	\$102	\$76
	- %	10.6%	8.8%	8.7%	6.4%	4.7%
Net charge-offs	- \$	\$62.0	\$52.2	\$29.6	\$23.3	\$8.7
	(annualized) - %	22.67%	17.98%	8.16%	5.86%	2.19%

(1) 9/30/09

(2) End of period

(3) 1Q09 reflects reclassification of certain loans to owner-occupied C&I



CRE – Retail

EOP Outstanding – \$2.2 Billion ⁽¹⁾

Portfolio Characteristics

- Pre-leasing requirements with construction loans generate adequate NOI to cover interest expense at full funded project loan
- Intensive monitoring with loan rebalancing if new appraisals indicate LTV exceeds policy requirements

(\$MM)	<u>3Q09</u>	<u>2Q09</u>	<u>1Q09</u>	<u>4Q08</u>	<u>3Q08</u>
Community centers	\$1,127	\$1,180	1,222	na	na
Mixed / lifestyle	274	262	259	na	na
Regional centers	181	191	194	na	na
Credit / freestanding	278	294	304	na	na
Other	376	374	388	na	na
Retail exposure trends ⁽²⁾	\$2,237	\$2,301	\$2,367	\$2,241	\$2,173



(1) 9/30/09
(2) End of period

CRE – Retail – Credit Quality

EOP Outstandings – \$2.2 Billion ⁽¹⁾

Portfolio Performance

		3Q09	2Q09	1Q09 ⁽³⁾	4Q08	3Q08
30+ days PD & accruing ⁽²⁾	- \$	\$248	\$217	\$121	\$137	\$95
	- %	11.10%	9.43%	5.11%	5.1%	3.6%
Classified ⁽²⁾	- \$	\$498	\$410	\$289	\$165	\$131
	- %	22.3%	17.8%	12.2%	6.1%	4.9%
NALs (included in Classified) ⁽²⁾	- \$	\$331	\$264	\$103	\$95	\$56
	- %	14.8%	11.5%	4.3%	3.5%	2.1%
ACL ⁽²⁾	- \$	\$130	\$110	\$108	\$59	\$53
	- %	5.8%	4.8%	4.6%	2.2%	2.0%
Net charge-offs	- \$	\$52.5	\$53.8	\$25.3	\$7.8	\$6.5
	(annualized) - %	9.22%	9.35%	5.00%	1.16%	0.97%

(1) 9/30/09

(2) End of period

(3) 1Q09 reflects reclassification of certain loans to owner-occupied C&I



Total Consumer Loans and Leases

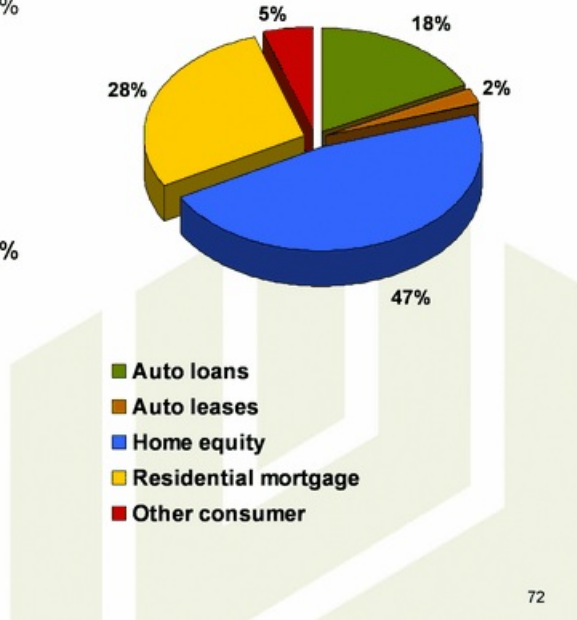


Consumer Loans and Leases – 9/30/09

By Type

<i>(\$B)</i>	<u>Amt</u>	<u>Pct</u>
Auto loans	\$2.9	18 %
Auto leases	0.3	2
Home equity *	7.6	47
Residential real estate	4.5	28
Other consumer	<u>0.7</u>	<u>5</u>
Total consumer	\$16.0	100 %

* Home equity lines	\$ 4.9
Home equity loans	2.7



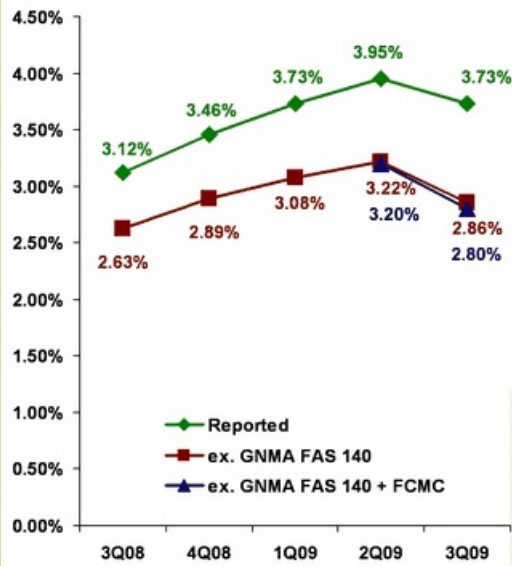
Credit Risk Management Objective

Manage the Probability of Default

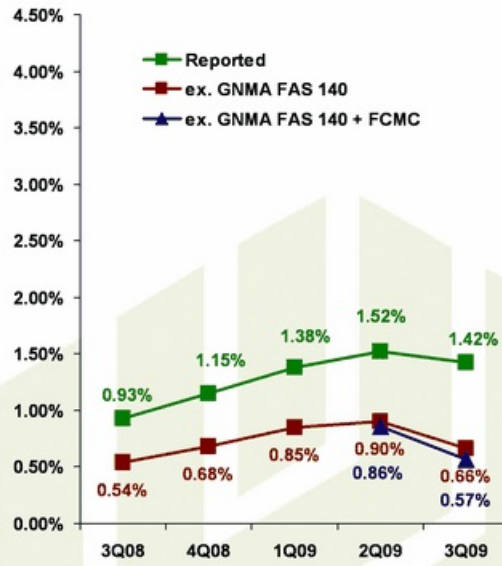
1. **Footprint Portfolio...** markets we know and understand
2. **Client Selection...** bias for high quality customers and relationship lending vs. third party originations
3. **Disciplined Underwriting...** borrower ability to repay, collateral value, and stress testing when appropriate

Consumer Loan Delinquencies ⁽¹⁾

30+ Days



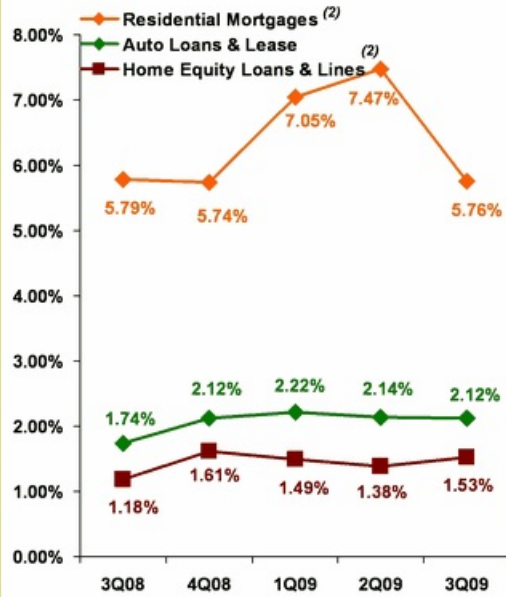
90+ Days



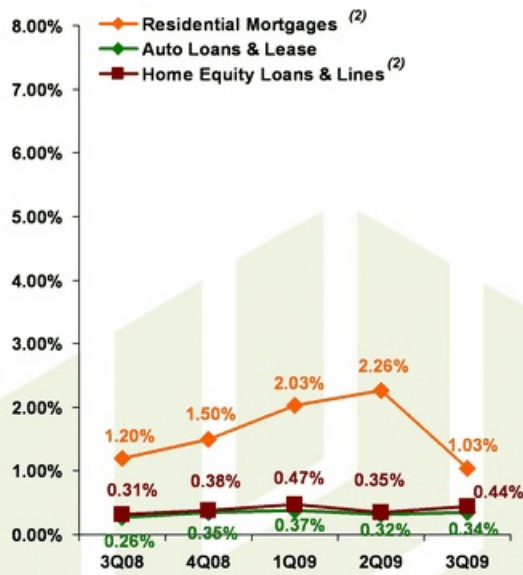
(1) Period end; delinquent but accruing as a % of related outstandings at EOP

Consumer Loan Delinquencies ⁽¹⁾

30+ Days



90+ Days



(1) Period end; delinquent but accruing as a % of related outstandings at EOP

(2) Excludes GNMA FAS 140 government guaranteed and Franklin

Automobile Loans & Leases



Auto Lending – Credit Risk Management Strategies

Performance Drivers

- **Borrower quality** – as measured at origination by
 - FICO score – Super Prime with consistent increasing trend
 - FICO score distribution – consistent decline in <670 levels
 - Custom Score – utilized to further segment FICO eligible applications – continues to enhance predictive modeling
- **Loan to value** – Significantly reduced LTV across all origination segments
- **Geography** – Eliminated some under-performing national markets
- **Decision type** – Significantly reduced the level of underwriter overrule decisions
- **Used car values** – Stabilization in the Manheim Market Index in 2009

Risk Recognition

- 80% of losses recognized in first 24 months on books
- Shape of cumulative loss curves has remained steady
- Loss trends are predictable

Auto Loans / Leases – Overview

EOP Outstandings – \$3.2 Billion ⁽¹⁾

- Consistency of strategy and commitment to dealers
- Focus on high service quality and high quality full dealer relationships
- Since 2001 focused on super-prime customers... >740 FICOs and >750 FICOs in 1H08
- Fully automated origination and booking system

Credit Quality Trends

	<u>3Q09</u>	<u>2Q09</u>	<u>1Q09 ⁽²⁾</u>	<u>4Q08</u>	<u>3Q08</u>
• 30+ days PD & accruing ⁽³⁾	2.12%	2.14%	2.22%	2.12%	1.74%
• 90+ day PD & accruing ⁽³⁾	0.34%	0.32%	0.37%	0.35%	0.26%
• NCOs – loans ⁽⁴⁾	1.25%	1.73%	1.56%	1.53%	1.02%
• NCOs – leases ⁽⁴⁾	2.04%	2.11%	2.39%	2.31%	1.84%
• NALs ⁽³⁾	--	--	--	--	--

- Credit quality continues to perform within expectations
- Lease portfolio is declining due to the strategic exit of the business in 4Q08; the declining portfolio balance creates a higher loss rate with more volatility



- (1) 9/30/09
 (2) Increase in 1Q09 was a function of the \$1 billion securitization
 (3) End of period
 (4) Annualized

Auto Loans & Leases – Production

(\$MM)	3Q09	2Q09	1Q09	4Q08	3Q08	2Q08	1Q08	4Q07
<u>Loans</u>								
Production	\$ 394	\$ 277	\$ 399	\$ 360	\$ 501	\$ 673	\$ 679	\$ 487
% new vehicles	44%	30%	31%	41%	41%	44%	44%	44%
Avg. LTV ⁽¹⁾	91%	95%	93%	93%	96%	96%	93%	95%
Avg. FICO ⁽¹⁾	763	759	756	751	751	752	752	745
<u>Leases ⁽²⁾</u>								
Production	\$ --	\$ --	\$ --	\$ 24	\$ 44	\$ 74	\$ 68	\$ 77
% new vehicles	--	--	--	98%	98%	97%	98%	97%
Avg. residual	--	--	--	43%	43%	43%	44%	44%
Avg. LTV ⁽¹⁾	--	--	--	88%	96%	102%	102%	102%
Avg. FICO ⁽¹⁾	--	--	--	769	770	765	764	761



(1) At origination

(2) Originated as operating leases since 10/1/07; previously originated as direct financing leases

Auto Loans – Credit Quality Overview

	3Q09	2Q09	1Q09	4Q08	3Q08	2Q08	1Q08	4Q07
<u>Portfolio Performance</u>								
30+ days PD & accruing %	2.02%	2.06%	2.20%	2.09%	1.68%	1.43%	1.45%	1.94%
Year-to-Date NCO %	1.52%	1.63%	1.56%	1.12%	0.98%	0.95%	0.97%	0.65%
<u>Origination Quality</u>								
Average FICO	763	759	756	751	751	752	752	745
Average LTV	91%	95%	93%	93%	96%	96%	93%	95%
Expected cumulative loss	0.74%	0.92%	1.00%	1.01%	1.19%	1.24%	1.26%	1.58%
Originations (\$MM)	\$394	\$277	\$399	\$360	\$501	\$673	\$679	\$487
<u>Vintage Performance</u>								
6 month losses ⁽¹⁾			0.12%	0.22%	0.21%	0.18%	0.12%	0.22%
9 month losses ⁽¹⁾				0.49%	0.44%	0.40%	0.38%	0.63%
12 month losses ⁽¹⁾					0.71%	0.73%	0.67%	0.99%



(1) Annualized

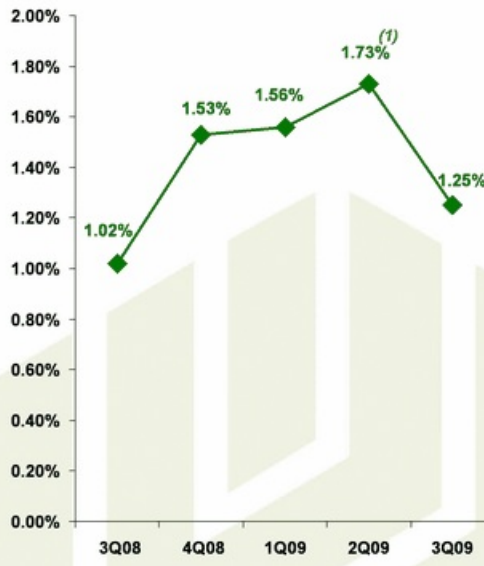
Auto Loans

Accruing Delinquency



Net Charge-offs

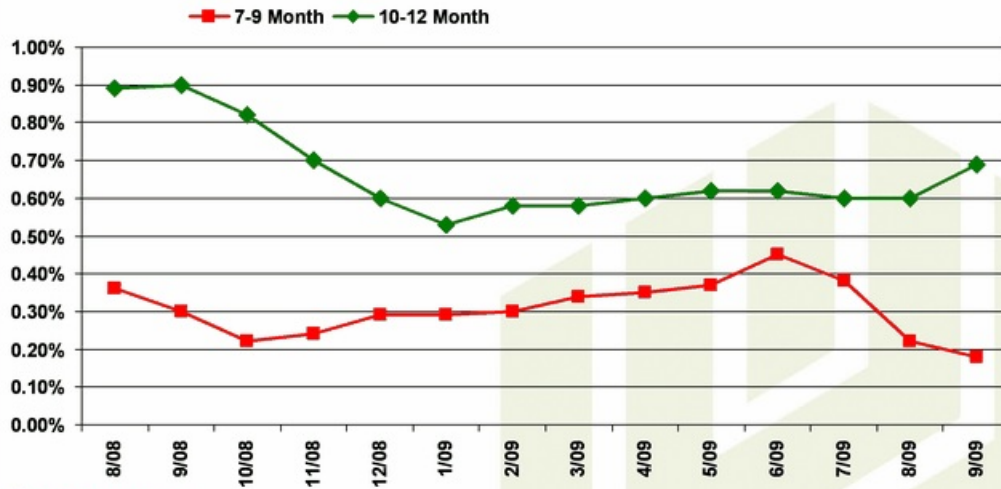
L-Q %
Change in \$
2%



(1) 2Q09 reflects impact of \$1.0 B 1Q09 securitization

Auto Loans – Loss Rate Trends

- Dramatic improvement in the early stage loss performance for the late 2007 and early 2008 vintages
- Losses peak in the 18-24 month range, and as 2008-2009 vintages make up a greater portion of the portfolio and reach their peak loss months, portfolio losses should decline



Residential Real Estate Loans



Residential Real Estate Trends

Average Outstandings

<i>(\$MM)</i>	3Q09	2Q09	1Q09	4Q08	3Q08
Home equity loans / lines	\$7,581	\$7,640	\$7,577	\$7,523	\$7,453
Residential mortgage	4,487	4,657	4,611	4,737	4,812
<i>Interest only</i>	614	625	678	697	699
<i>Alt-A</i>	398	410	436	450	468
Total	\$12,068	\$12,297	\$12,188	\$12,260	\$12,265

Residential Collateral Lending

Origination Strategies

- Focused on the Huntington core markets
- Utilize the Huntington office network as the primary source
- Traditional product mix - very limited nontraditional mortgage exposure
 - **Never originated sub-prime loans... payment option ARM structures... or negative amortization loans**
- Policies and procedures designed to generate high quality borrowers
- Huntington maintains servicing on owned portfolios

Benefits

- Clear understanding of market dynamics and economic impacts
- Direct contact with most of our borrowers
- Significant percentage of borrowers have another Huntington banking relationship
- Provided our customers with appropriate products for their circumstances
- The Interest-Only product is performing well
- Huntington has always been a cash flow lender, utilizing an interest rate stress on ARM loans and utilizing the debt/income ratio as a material portion of the underwriting process
- Our servicing capabilities allow for appropriate risk mitigation activities across our real estate secured portfolios



Home Equity Loans and Lines



Home Equity Loans / Lines – Credit Risk Management Strategies

Performance Drivers

- **Lien Position** – 40%, or \$2.9 B, of the portfolio is secured by a 1st mortgage
- **Payments** – 70% of borrowers consistently make more than required payment
- **Borrower quality** – as measured at origination by
 - FICO score – consistent increasing trend
 - FICO score distribution – consistent decline in low score levels
 - Custom Score – utilized to further segment FICO eligible applications – continues to enhance predictive modeling
- **Utilization %** – Consistent with expectations, limited increase in utilization rate over 2008 based primarily on the low interest rate environment
- **Broker Channel** – Eliminated beginning in 2006 based on risk profile
- **Customer relationship orientation** – not one-off transactions
- **CLTV** – Continue to reduce the level of 90%+ financing
- **Geography** – Footprint lender with limited investor property exposure

Risk Recognition

- Write-down to 80% of appraised value at 120 days past due
- Non-accrual balances represent the realizable value estimate in future periods

Home Equity Loans / Lines – Overview

EOP Outstandings – \$7.6 Billion ⁽¹⁾

- Focused on geographies within our Midwest footprint
- Focused on high quality borrowers... >730 FICOs
- Began exit of broker channel in 2005... <10% of outstandings today
- Conservative underwriting – manage the probability of default
- 70%+ of HELOC borrowers consistently make monthly principal payments
- High risk borrower actions
 - Updated collateral values
 - Increased proactive contact via servicing group
 - Capped lines

Credit Quality Trends

	<u>3Q09</u>	<u>2Q09</u>	<u>1Q09</u>	<u>4Q08</u>	<u>3Q08</u>
• 30+ days PD & accruing ⁽²⁾	1.73%	1.54%	1.49%	1.61%	1.18%
• 90+ day PD & accruing ⁽²⁾	0.60%	0.46%	0.47%	0.38%	0.31%
• NCOs ⁽³⁾	1.48%	1.29%	0.93%	1.02%	0.85%
• NALs ⁽²⁾	0.58%	0.46%	0.50%	0.33%	0.37%
• Credit quality continues to perform within expectations					



(1) 9/30/09 ; includes Franklin loans beginning in 1Q09

(2) End of period

(3) Annualized

Home Equity Loans / Lines – LTV, FICO, Originations

	3Q09	2Q09	1Q09	4Q08	3Q08
Loans ⁽¹⁾					
Ending balance (\$B)	\$2.7	\$2.8	\$3.0	\$3.1	\$3.2
Average LTV ⁽²⁾	71%	71%	71%	70%	70%
Average FICO ⁽³⁾	718	720	721	725	727
Originations (\$MM)					
Average LTV ⁽⁴⁾	63%	61%	59%	64%	65%
Average FICO ⁽⁴⁾	753	749	743	736	740
Lines ⁽⁵⁾					
Ending balance (\$B)	\$4.9	\$4.8	\$4.7	\$4.4	\$4.3
Average LTV ⁽²⁾	78%	78%	78%	78%	78%
Average FICO ⁽³⁾	724	723	720	720	719
Originations (\$MM)					
Average LTV ⁽⁴⁾	73%	74%	75%	73%	73%
Average FICO ⁽⁴⁾	766	766	763	758	756

(1) Primarily fixed-rate

(2) Weighted average LTVs are cumulative LTVs reflecting the balance of any senior loans

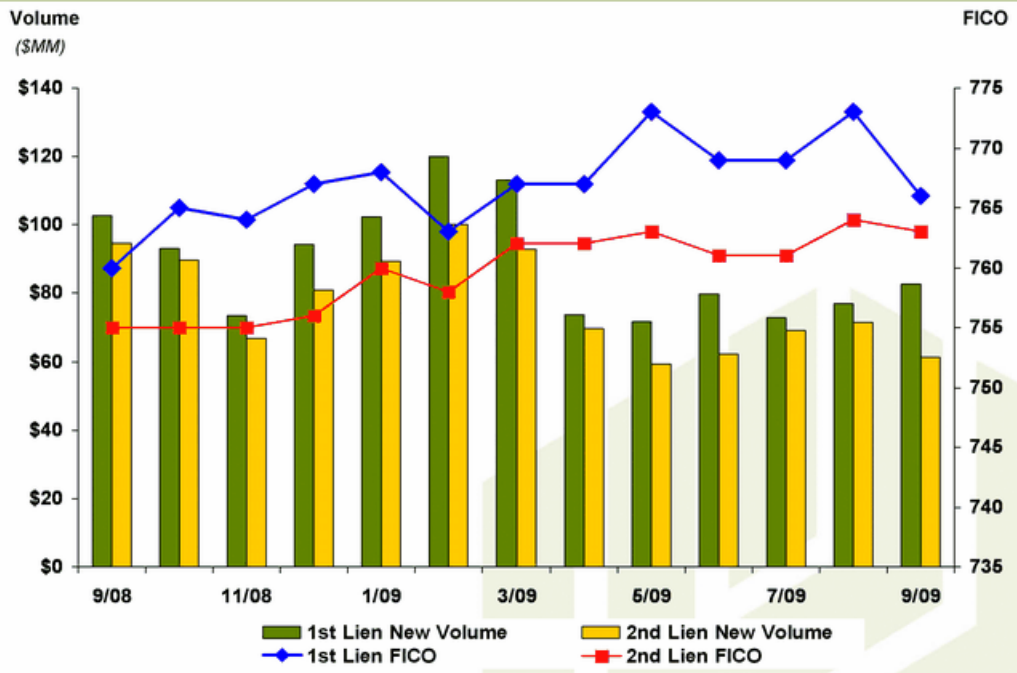
(3) Weighted average FICOs reflect currently updated customer credit scores

(4) Weighted average at origination

(5) Primarily variable-rate

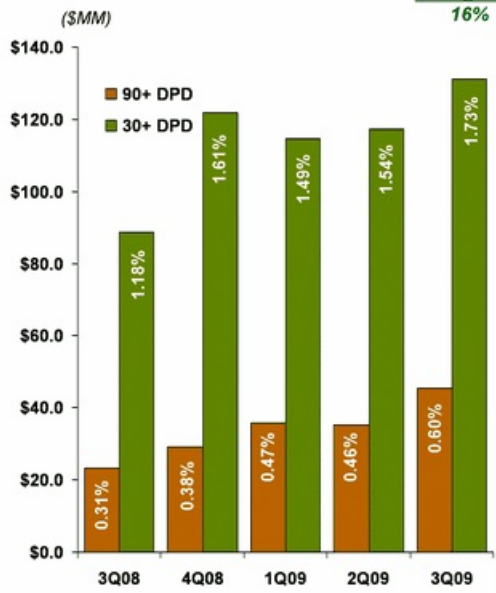


Home Equity Loans & Lines – Originations



Home Equity Loans and Lines

Accruing Delinquency



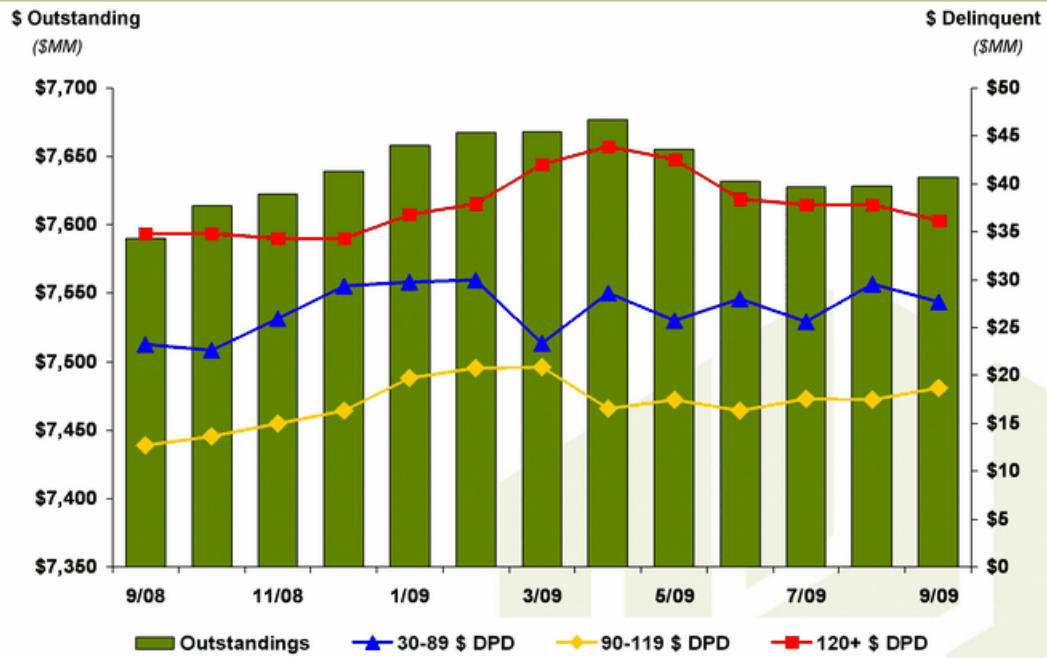
L-Q %
Change in \$
16%

Net Charge-offs

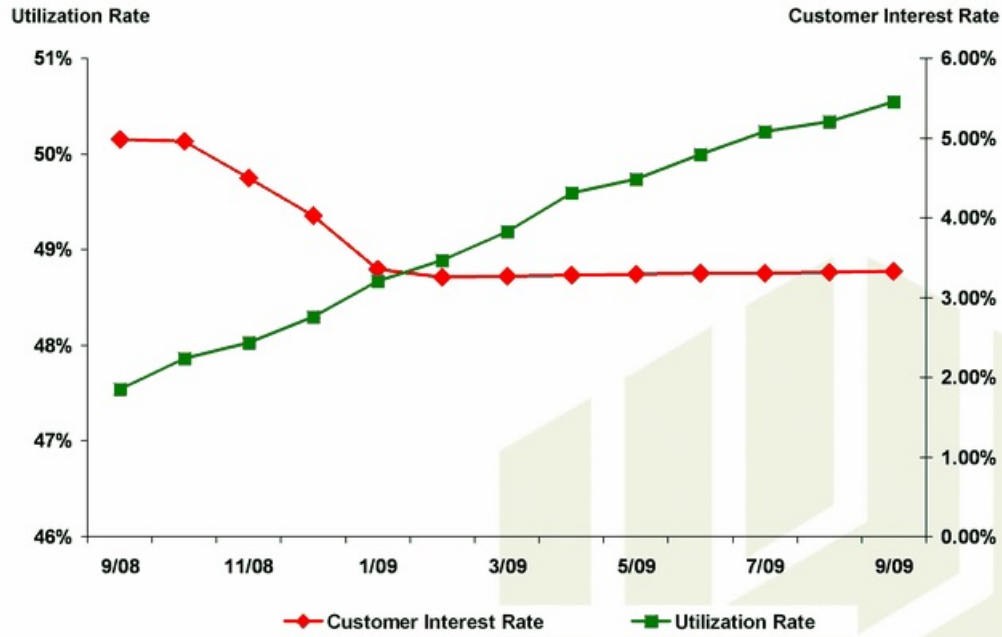


(1) Reflects more active treatment decisions associated with loss mitigation and short sale actions.

Home Equity Loans & Lines – Delinquencies



Home Equity Lines – Utilization and Customer Rate



Residential Mortgages



Residential Mortgage – Credit Risk Management Strategies

Performance Drivers

- **Standard products and borrower quality** – as measured at origination by
 - Secondary market underwriting
 - FICO score – consistent increasing trend
 - FICO score distribution – consistent decline in low score levels
- **Non-standard product structures**
 - \$603 million of Interest Only loans... targeted within executive relocation activities... continues to perform well
 - \$385 million of Alt-A mortgages... exited in 2007... represents <10% of total residential portfolio with majority of cumulative losses likely recognized within 24 months.
- **Decision type** – Significantly reduced the level of underwriter overrule decisions
- **Geography** – Primarily a footprint lender

Risk Recognition

- Updated appraisals at regular intervals
- Loss mitigation focus



Residential Mortgages – Overview

EOP Outstandings – \$4.5 Billion ⁽¹⁾

- Focused on geographies within our Midwest footprint
- Traditional product mix... very limited nontraditional exposure as we never originated sub-prime, payment option ARMs, or negative amortization loans
- \$603 million of Interest Only loans... targeted within executive relocation activities
- \$385 million of Alt-A mortgages... exited in 2007

Credit Quality Trends

	<u>3Q09</u>	<u>2Q09</u>	<u>1Q09</u>	<u>4Q08</u>	<u>3Q08</u>
• 30+ days PD & accruing ⁽²⁾	5.41%	6.92%	6.33%	5.74%	5.79%
• 90+ days PD & accruing ⁽²⁾	1.04%	2.11%	1.83%	1.50%	1.20%
• NCOs ⁽³⁾	6.15%	1.47%	0.55%	0.62%	0.56%
• NALs ⁽⁴⁾	1.66%	3.15%	2.83%	2.08%	1.75%
• Credit quality continues to perform within expectations					

(1) 9/30/09; includes Franklin loans beginning in 1Q09

(2) End of period; excludes GNMA loans – no additional risk as they are approved for repurchase

(3) Annualized; 3Q09 would have been 1.73%, excluding impact due to implementation of more conservative loss recognition and loan sale

(4) End of period; excludes Franklin beginning 1Q09

Residential Mortgages – LTV, FICO, Originations

	3Q09	2Q09	1Q09	4Q08	3Q08
Ending balance (\$B)	\$4.5	\$4.6	\$4.4 ⁽⁴⁾	\$4.8	\$4.9
Average LTV	77%	77%	77% ⁽⁴⁾	76%	76%
Average FICO ⁽¹⁾	699	700	701 ⁽⁴⁾	707	706
Originations ⁽²⁾ (\$MM)	\$127	\$94	\$56	\$82	\$172
Average LTV ⁽³⁾	84%	92%	79%	76%	74%
Average FICO ⁽³⁾	749	717	730	741	734

(1) Weighted average FICOs reflect currently updated customer credit scores

(2) Only owned-portfolio originations

(3) Weighted average at origination

(4) Excludes Franklin – data NA



Residential Mortgages – ARMs

EOP Outstandings – \$2.6 Billion ⁽¹⁾

ARMs

- | | |
|---------------------------|----------|
| • 2009 resets | \$159 MM |
| • 2010 resets | \$891 MM |
| • FICO distribution > 670 | 71% |

Risk Mitigation

- Proactive customer contact at least 6 months prior to rate reset.
- Given the high quality borrower, this is a customer retention as well as risk mitigation exercise.
- Have had success in converting ARMs to fixed-rate products in our owned portfolio.
- Borrowers experiencing payment issues due to rate increases are re-underwritten or restructured based on willingness and ability to pay.



(1) 9/30/09

Residential Mortgages – Interest Only

EOP Outstandings – \$603 Million ⁽¹⁾

• 2008 Production	\$121 MM
• YTD 2009 Production	\$6 MM
• 3Q09 Net charge-offs	3.51%
• Current LTV (3Q09 values)	78%
• Updated FICO score (3Q09)	718

Portfolio Information

- High FICO, standard LTV structure primarily sourced via Huntington's executive relocation program
- 20%+ consistently make monthly principal payments
- No material losses expected



(1) 9/30/09

99

Residential Mortgages – Alt-A

EOP Outstandings – \$385 Million ⁽¹⁾

• 2008 Production	none
• YTD 2009 Production	none
• 3Q09 Net charge-offs	12.56%
• Current LTV (3Q09 values)	87%
• Updated FICO score (3Q09)	664

Portfolio Information

- The original strategy was centered around stated income and higher LTVs associated with 700+ FICO borrowers
- Highest risk segment in the residential mortgage portfolio



(1) 9/30/09

100

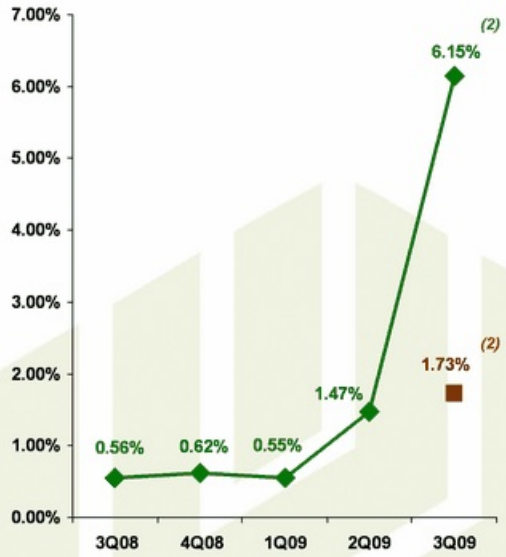
Residential Mortgages

Accruing Delinquency ⁽¹⁾



Net Charge-offs

L-Q %
Change in \$
(31)%

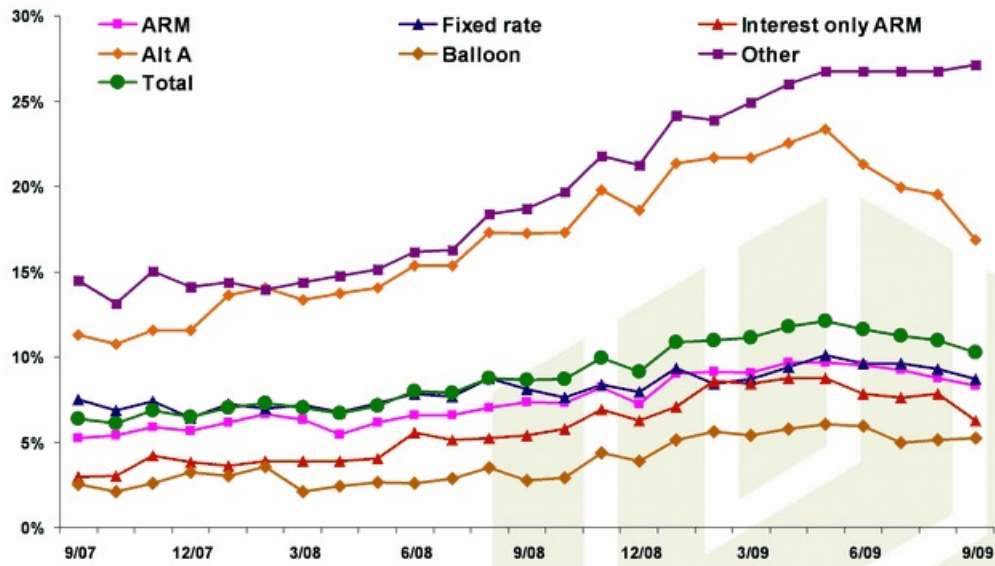


(1) Excluding U.S. Government guaranteed loans

(2) 1.73%, excluding impact due to implementation of more conservative loss recognition and loan sale

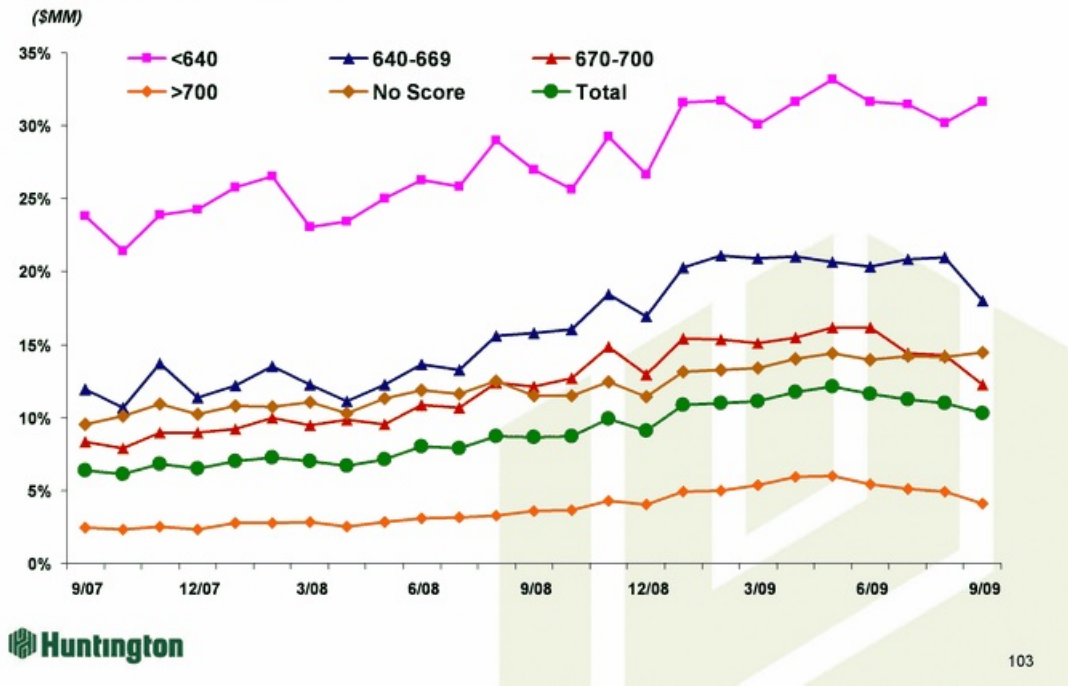
Residential Mortgages – Delinquencies

By Product



Residential Mortgages – Delinquencies

By Original FICO Range



Other Consumer Loans



Other Consumer Loans

EOP Outstandings - \$0.7 Billion ⁽¹⁾

- 80% collateralized
 - Autos, untitled vehicles, small boats, mobile homes and other miscellaneous
- Primarily for existing customers
- Performed within expectations over the past year though varies by collateral type



(1) 9/30/09

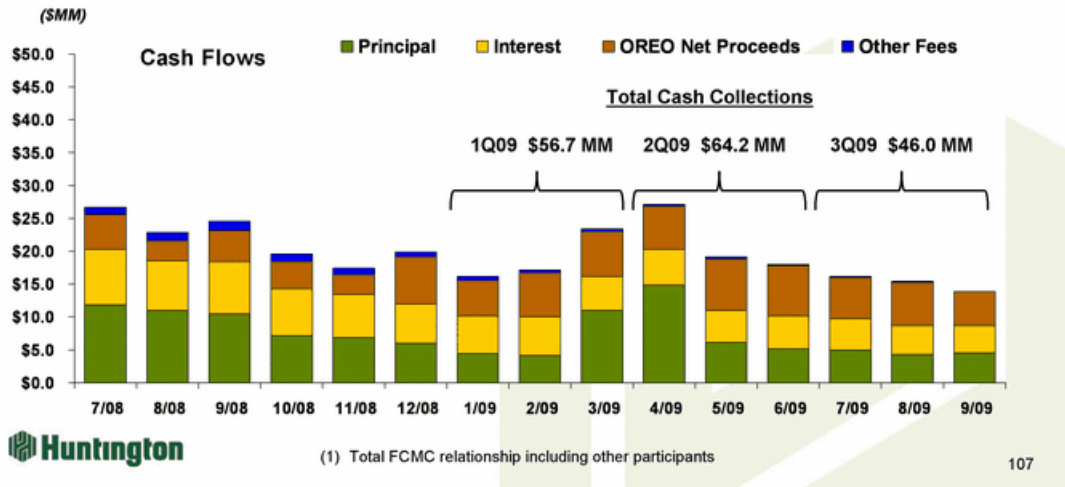
105

Franklin Credit Relationship



Franklin Credit – Cash Flow Review ⁽¹⁾

- Improved alignment of interest beginning in 2009 as evidenced by:
 - \$166.9 million in collections in 2009
 - Results consistent with expectations associated with the 1Q09 restructure
- Interest collections remained consistent over the past 8 months
- Positions us to leverage the FCMC platform to more rapidly reduce exposure to this portfolio
 - Huntington will continue to provide refinancing process for secondary market eligible borrowers
 - FCMC manages collections, short-term deferrals, loan modifications, and short sale activities



Credit Quality Review



Credit Quality Trends Overview

	3Q09	2Q09	1Q09	4Q08	3Q08
NAL ratio ⁽¹⁾	5.85%	4.72%	3.93%	3.66%	1.42%
NPA ratio ⁽²⁾	6.26	5.18	4.46	3.97	1.64
Net charge-off ratio	3.76	3.43	3.34	5.41	0.82
90+ days PD & accruing ⁽³⁾	0.29	0.38	0.35	0.46	0.44

ALLL ratio	2.77	2.38	2.12	2.19	1.75
ALLL / NAL coverage	47	50	54	60	123
ALLL / NPA coverage	44	46	47	55	107

ACL ratio	2.90	2.51	2.24	2.30	1.90
ACL / NAL coverage	50	53	57	63	134
ACL / NPA coverage	46	48	50	58	116

(1) NALs divided by total loans and leases

(2) NPAs divided by the sum of loans and leases, impaired loans held for sale, net other real estate and other NPAs

(3) Excludes government guaranteed loans

Total Loan Portfolio Asset Quality – 9/30/09

(\$MM)	O/S	NAL		ACL		ACL / NAL	30+ PD Accruing
CRE							
Single family homebuilder	\$1,039	\$340	32.74%	\$110	10.60%	32%	2.81%
Retail	2,237	331	14.80	130	5.83	39	0.90
Other	5,439	463	8.50	210	3.86	45	1.45
C&I	12,547	613	4.88	416	3.31	68	0.90
Auto loans/leases	3,248	--	--	59	1.82	NMV	2.12
Home equity loans / lines	7,576	44	0.58	88	1.16	200	1.73
Residential mortgages							
Franklin	393	323	82.24	--	--	--	1.76
Core residential mortgages	4,075	68	1.66	50	1.23	74	9.21 ⁽¹⁾
Other consumer	750	--	--	18	2.44	NMV	2.21
Total portfolio	\$37,304	\$2,181	5.85%	\$1,082	2.90%	50%	2.25%



(1) 5.76% excluding U.S. government guaranteed loans

Key Loan Portfolio Credit Quality Metrics

	Delinquencies		NCO	NAL	ACL	
	30+ Days	90+ Days				
C&I	3Q09	0.90 %	- %	2.26 % ⁽¹⁾	4.88 %	3.31 %
	2Q09	0.88	-	3.20 ⁽¹⁾	3.43	2.86
	1Q09	0.67	-	2.55 ⁽¹⁾	2.89 ⁽¹⁾	2.49 ⁽¹⁾
	4Q08	1.08	0.08	1.58 ⁽¹⁾	2.19 ⁽¹⁾	2.44 ⁽¹⁾
CRE	3Q09	1.47 %	0.03 %	7.62 %	13.01 %	5.17 %
	2Q09	1.81	-	7.51	9.51	4.25
	1Q09	1.36	-	3.27	6.80	3.90
	4Q08	2.44	0.59	1.50	4.41	3.30
Auto Loans	3Q09	2.02 %	0.33 %	1.25 %	- %	1.76 %
	2Q09	2.06	0.31	1.73	-	1.84
	1Q09	2.20	0.36	1.56	-	1.51
	4Q08	2.09	0.33	1.53	-	1.01
Home Equity	3Q09	1.73 %	0.60 %	1.48 %	0.58 % ⁽⁴⁾	1.16 %
	2Q09	1.54	0.46	1.29	0.46 ⁽⁴⁾	1.02
	1Q09	1.49	0.47	0.93	0.50 ⁽⁴⁾	0.90
	4Q08	1.61	0.38	1.02	0.33	0.85
Res. Mortgage	3Q09	5.41 % ⁽²⁾	1.04 % ⁽²⁾	6.15 % ⁽³⁾	8.74 % ⁽⁴⁾	1.12 %
	2Q09	6.92 ⁽²⁾	2.11 ⁽²⁾	1.47	10.23 ⁽⁴⁾	1.04
	1Q09	6.33 ⁽²⁾	1.83 ⁽²⁾	0.55	10.07 ⁽⁴⁾	0.93
	4Q08	5.74 ⁽²⁾	1.50 ⁽²⁾	0.62	2.08	0.93

⁽¹⁾ Non-Franklin

⁽²⁾ Excludes GNMA loans - no additional risk as they are approved for repurchase

⁽³⁾ Would have been 1.73% excluding impact due to implementation of more conservative loss recognition and loan sale

⁽⁴⁾ Includes Franklin



Net Charge-offs

(\$MM)	3Q09	2Q09	1Q09	4Q08	3Q08
Franklin	\$(4.1)	\$(9.9)	\$128.3	\$423.3	\$ --
Non-Franklin C&I	72.9	108.2	82.3	50.1	29.6
Total C&I	68.8	98.3	210.6	473.4	29.6
Commercial real estate	169.2	172.6	82.8	38.4	11.0
Total commercial	238.1	270.9	293.4	511.8	40.6
Auto loans	9.0	12.4	15.0	14.9	9.8
Auto leases	1.8	2.2	3.1	3.7	3.5
Home equity loans / lines	28.0	24.7	17.7	19.2	15.8
Residential mortgages	69.0⁽¹⁾	17.2	6.3	7.3	6.7
Other	10.1	7.0	6.0	3.8	7.2
Total consumer	117.9	63.5	48.1	48.8	43.1
Total	\$355.9⁽²⁾	\$334.4	\$341.5	\$560.6	\$83.8



(1) \$19.4 MM excluding \$32.0 MM impact due to implementation of more conservative loss recognition and \$17.6 MM impact due to loan sale
(2) \$306.3 MM excluding residential mortgage impacts

Net Charge-off Ratios ⁽¹⁾

	3Q09	2Q09	1Q09	4Q08	3Q08
Franklin	nmv%	nmv%	nmv%	nmv%	--%
Non-Franklin C&I	2.26	3.20	2.55	1.58	0.95
Total C&I	2.13	2.91	6.22	13.78	0.87
Commercial real estate	7.62	7.51	3.27	1.50	0.45
Total commercial	4.37	4.77	4.96	8.54	0.69
Auto loans	1.25	1.73	1.56	1.53	1.02
Auto leases	2.04	2.11	2.39	2.31	1.84
Home equity loans / lines	1.48	1.29	0.93	1.02	0.85
Residential mortgages	6.15 ⁽²⁾	1.47	0.55	0.62	0.56
Other	5.36	4.03	3.59	2.22	4.32
Total consumer	2.94	1.56	1.12	1.12	0.98
Total	3.76% ⁽³⁾	3.43%	3.34%	5.41%	0.82%

(1) Annualized

(2) 1.73%, excluding impact due to implementation of more conservative loss recognition and loan sale

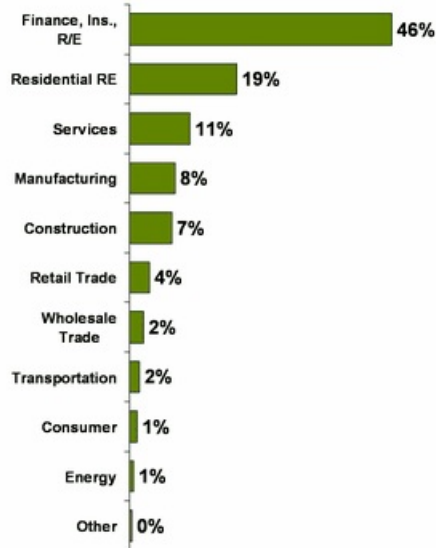
(3) 3.24%, excluding residential mortgage impacts

Nonaccrual Loans, Nonperforming Assets and Accruing Restructured Loans

<i>(in millions)</i>	2009		Change	
	September 30,	June 30,	Amount	%
Nonaccrual loans and leases (NALs):				
Commercial and industrial	\$ 612.7	\$ 456.7	\$ 156.0	34 %
Commercial real estate	1,133.7	850.8	282.8	33
Residential mortgage	390.5	475.5	(85.0)	(18)
Home equity	44.2	35.3	8.9	25
Total nonaccrual loans and leases	2,181.1	1,818.4	362.7	20
Other real estate, net:				
Residential	81.8	108.0	(26.1)	(24)
Commercial	60.8	65.0	(4.2)	(6)
Total other real estate, net	142.6	172.9	(30.3)	(18)
Impaired loans held for sale	20.4	11.3	9.1	81
Total nonperforming assets (NPAs)	2,344.0	2,002.6	341.5	17
Accruing restructured loans (ARLs):				
Commercial	153.0	268.0	(115.0)	(43)
Residential mortgage	204.5	158.6	45.9	29
Other	42.4	35.7	6.7	19
Total accruing restructured loans	399.9	462.3	(62.4)	(13)
Total NPAs and ARLs	\$ 2,743.9	\$ 2,464.8	\$ 279.1	11 %

Nonaccrual Loans (NAL) – by Sector

\$2,181.1 MM @ 9/30/09



(SMM)

	9/30/09		6/30/09	
	\$	#	\$	#
Commercial				
>\$5	\$647.7	62	\$389.1	39
\$2-<\$5	473.5	152	375.8	121
<\$2	<u>625.1</u>		<u>542.6</u>	
Subtotal	\$1,746.4		\$1,307.6	
Residential RE and Home Equity				
Franklin	338.5		344.6	
Other	<u>96.2</u>		<u>166.2</u>	
Subtotal	434.7		510.8	
Total NALs	\$2,181.1		\$1,818.4	

Nonperforming Asset Flow Analysis

Period End

(\$MM)	<u>3Q09</u>	<u>2Q09</u>	<u>1Q09</u>	<u>4Q08</u>	<u>3Q08</u>
NPA beginning of period	\$2,002.6	\$1,775.7	\$1,636.6	\$675.3	\$624.7
Additions / increases	899.9 ⁽¹⁾	750.3	622.5	509.3	175.3
Franklin – net impact	(18.8)	(57.4)	(204.5)	650.2	--
Return to accruing status	(52.5)	(40.9)	(36.1)	(13.8)	(9.1)
Loan and lease losses	(305.4)	(282.7)	(168.4)	(95.7)	(47.3)
OREO losses	(30.6)	(20.6)	(4.0)	(4.6)	(5.5)
Payments	(117.7)	(95.1)	(61.5)	(66.5)	(43.3)
Sales	(33.4)	(26.7)	(9.0)	(17.6)	(19.5)
NPA end-of-period	\$2,344.0	\$2,002.6	\$1,775.7	\$1,636.6	\$675.3



(1) Over 55% of newly identified nonaccrual commercial loans less than 30 days past due

Nonaccrual Loan Assessment

September 30, 2009

(\$MM)	Outstandings	Prior NCOs ⁽¹⁾	Existing ACL ⁽²⁾
Total nonaccrual loans	\$2,181.1		
Less: Franklin NALs	(338.5)	71%	0%
Non-Franklin NALs	1,842.6	26	18
Less: Impaired commercial loans with no reserve	(507.1)	33	0
Adjusted non-Franklin NALs	\$1,335.5	23%	25%
Non-Franklin residential mortgage and home equity NALs ⁽³⁾	\$ 96.2	37%	10%

- No future losses expected on the Franklin exposure or impaired commercial loans
- **Prior charge-offs and existing ACL appropriately address the adjusted non-Franklin NAL exposure**
- **50% of the adjusted non-Franklin NAL exposure is less than 30 days PD**
- Minimal future losses on residential balances covered by existing ACL



- (1) Cumulative NCOs against credit exposure
 (2) Current ACL as a % of the September 30, 2009 balances
 (3) Included in Adjusted non-Franklin NALs

Allowances for Credit Losses (ACL) ⁽¹⁾

(\$MM)	3Q09	2Q09	1Q09	4Q08	3Q08
Allowance for loan and lease losses (ALLL)	\$1,032.0	\$917.7	\$838.5	\$900.2	\$720.7
Allowance for unfunded loan commitments and LOCs (AULC)	50.1	47.1	47.0	44.1	61.6
Total allowance for credit losses (ACL)	\$1,082.1	\$964.8	\$885.5	\$944.4	\$782.4
ALLL as % of total loans and leases	2.77 %	2.38 %	2.12 %	2.19 %	1.75 %
total NALs	47	50	54	60	123
ACL as % of total loans and leases	2.90 %	2.51 %	2.24 %	2.30 %	1.90 %
total NALs	50	53	57	63	134

(1) Period end



Allowance for Credit Losses Methodology

Allowance for loan and lease losses (ALLL)

- An estimate of loss based on characteristics of each commercial and consumer loan, lease, or loan commitment, and
- An estimate of loss based on a review of each impaired loan >\$500,000
- Generally developed to cover a defined percentage of 12-month future losses
- Includes a general reserve to cover significant charges or economic shocks

Allowance for unfunded loan commitments and letters of credit (AULC)

- Reported as a liability
- Determined using the same ALLL transaction and economic reserve methodology
- AULC is reduced and the ALLL is increased as loans are funded

Allowances for credit losses (ACL)

- Sum of ALLL and AULC with both available to absorb credit losses

Non-Franklin Credit Metrics Reconciliations



Non-Franklin Credit Metrics Reconciliation

(in millions)	Third Quarter 2009			Second Quarter 2009		
	Reported	Franklin	Non-Franklin	Reported	Franklin	Non-Franklin
Loan loss provision	\$ 475.1	\$ (3.5)	\$ 478.7	\$ 413.7	\$ (10.1)	\$ 423.8
Total net charge-offs - \$	\$ 355.9	\$ (3.5)	\$ 359.5	\$ 334.4	\$ (10.1)	\$ 344.5
Total net charge-offs - %	3.76 %		3.85 %	3.43 %		3.58 %
Provision > net charge offs	\$ 119.2	\$ -	\$ 119.2	\$ 79.3	\$ -	\$ 79.3
ALLL - \$	\$ 1,032.0	\$ -	\$ 1,032.0	\$ 917.7	\$ -	\$ 917.7
ALLL - % loans/leases	2.77 %		2.80 %	2.38 %		2.41 %
NAL coverage ratio	47 %		58 %	50 %		62 %
NPA coverage ratio	44 %		52 %	46 %		57 %
ACL - \$	\$ 1,082.1	\$ -	\$ 1,082.1	\$ 964.8	\$ -	\$ 964.8
ACL - % loans/leases	2.90 %		2.94 %	2.51 %		2.54 %
NAL coverage ratio	50 %		59 %	53 %		65 %
NPA coverage ratio	46 %		55 %	48 %		60 %
Total loans and leases - EOP	\$ 37,304	\$ 465	\$ 36,839	\$ 38,495	\$ 472	\$ 38,023
Total loans and leases - Avg	\$ 37,855	\$ 470	\$ 37,385	\$ 39,007	\$ 489	\$ 38,518
Nonaccrual loans (NAL) - EOP	\$ 2,181.1	\$ 338.5	\$ 1,842.6	\$ 1,818.4	\$ 344.6	\$ 1,473.7
OREO	142.6	31.0	111.6	172.9	43.6	129.3
Impaired loans held for sale	20.4	-	20.4	11.3	-	11.3
Other NPAs	-	-	-	-	-	-
Nonperforming assets (NPA) - EOP	\$ 2,344.0	\$ 369.5	\$ 1,974.5	\$ 2,002.6	\$ 388.3	\$ 1,614.3
NAL ratio ⁽¹⁾	5.85 %		5.00 %	4.72 %		3.88 %
NPA ratio ⁽²⁾	6.26 %		5.34 %	5.18 %		4.23 %

(1) NALs / total loans and leases

(2) NPAs / total loans and leases + impaired loans held for sale + OREO + other NPAs



Non-Franklin Credit Metrics Reconciliation

(in millions)	First Quarter 2009			Fourth Quarter 2008		
	Reported	Franklin	Non-Franklin	Reported	Franklin	Non-Franklin
Loan loss provision	\$ 291.8	\$ (1.7)	\$ 293.5	\$ 722.6	\$ 438.0	\$ 284.6
Total net charge-offs - \$	\$ 341.5	\$ 128.3	\$ 213.2	\$ 560.6	\$ 423.3	\$ 137.4
Total net charge-offs - %	3.34 %		2.12 %	5.41 %		1.36 %
Provision > net charge offs	\$ (49.7)	\$ (130.0)	\$ 80.3	\$ 162.0	\$ 14.7	\$ 147.3
ALLL - \$	\$ 838.5	\$ -	\$ 838.5	\$ 900.2	\$ 130.0	\$ 770.2
ALLL - % loans/leases	2.12 %		2.15 %	2.19 %		1.90 %
NAL coverage ratio	54 %		71 %	60 %		90 %
NPA coverage ratio	47 %		63 %	55 %		78 %
ACL - \$	\$ 885.5	\$ -	\$ 885.5	\$ 944.4	\$ 130.0	\$ 814.4
ACL - % loans/leases	2.24 %		2.27 %	2.30 %		2.01 %
NAL coverage ratio	57 %		75 %	63 %		96 %
NPA coverage ratio	50 %		67 %	58 %		83 %
Total loans and leases - EOP	\$ 39,548	\$ 494	\$ 39,054	\$ 41,092	\$ 650	\$ 40,442
Total loans and leases - Avg	\$ 40,866	\$ 630	\$ 40,236	\$ 41,437	\$ 1,085	\$ 40,352
Nonaccrual loans (NAL) - EOP	\$ 1,553.1	\$ 366.1	\$ 1,187.0	\$ 1,502.1	\$ 650.2	\$ 851.9
OREO	210.8	79.6	131.2	122.5	-	122.5
Impaired loans held for sale	11.9	-	11.9	12.0	-	12.0
Other NPAs	-	-	-	-	-	-
Nonperforming assets (NPA) - EOP	\$ 1,775.7	\$ 445.7	\$ 1,330.0	\$ 1,636.6	\$ 650.2	\$ 986.4
NAL ratio ⁽¹⁾	3.93 %		3.04 %	3.66 %		2.11 %
NPA ratio ⁽²⁾	4.46 %		3.39 %	3.97 %		2.43 %

⁽¹⁾ NALs / total loans and leases

⁽²⁾ NPAs / total loans and leases + impaired loans held for sale + OREO + other NPAs



Non-Franklin Credit Metrics Reconciliation

(in millions)	Third Quarter 2008			Second Quarter 2008		
	Reported	Franklin	Non-Franklin	Reported	Franklin	Non-Franklin
Loan loss provision	\$ 125.4	\$ -	\$ 125.4	\$ 120.8	\$ -	\$ 120.8
Total net charge-offs - \$	\$ 83.8	\$ -	\$ 83.8	\$ 65.2	\$ -	\$ 65.2
Total net charge-offs - %	0.82 %		0.84 %	0.64 %		0.65 %
Provision > net charge offs	\$ 41.6	\$ -	\$ 41.6	\$ 55.6	\$ -	\$ 55.6
ALLL - \$	\$ 720.7	\$ 115.3	\$ 605.5	\$ 679.4	\$ 115.3	\$ 564.1
ALLL - % loans/leases	1.75 %		1.51 %	1.66 %		1.41 %
NAL coverage ratio	123 %		103 %	127 %		105 %
NPA coverage ratio	107 %		90 %	109 %		90 %
ACL - \$	\$ 782.4	\$ 115.3	\$ 667.1	\$ 740.7	\$ 115.3	\$ 625.5
ACL - % loans/leases	1.90 %		1.66 %	1.80 %		1.57 %
NAL coverage ratio	134 %		114 %	138 %		117 %
NPA coverage ratio	116 %		99 %	119 %		100 %
Total loans and leases - EOP	\$ 41,192	\$ 1,095	\$ 40,097	\$ 41,047	\$ 1,130	\$ 39,917
Total loans and leases - Avg	\$ 41,004	\$ 1,114	\$ 39,890	\$ 41,025	\$ 1,143	\$ 39,881
Nonaccrual loans (NAL) - EOP	\$ 585.9	\$ -	\$ 585.9	\$ 535.0	\$ -	\$ 535.0
OREO	73.5	-	73.5	72.4	-	72.4
Impaired loans held for sale	13.5	-	13.5	14.8	-	14.8
Other NPAs	2.4	-	2.4	2.6	-	2.6
Nonperforming assets (NPA) - EOP	\$ 675.3	\$ -	\$ 675.3	\$ 624.7	\$ -	\$ 624.7
NAL ratio ⁽¹⁾	1.42 %		1.46 %	1.30 %		1.34 %
NPA ratio ⁽²⁾	1.64 %		1.68 %	1.52 %		1.56 %

⁽¹⁾ NALs / total loans and leases

⁽²⁾ NPAs / total loans and leases + impaired loans held for sale + OREO + other NPAs



Quarterly Net Charge-off Reconciliation ⁽¹⁾

(in millions)	Third Quarter 2009			Second Quarter 2009		
	Reported	Franklin	Non-Franklin	Reported	Franklin	Non-Franklin
Net charge-offs (recoveries):						
Commercial and industrial	\$ 68.8	\$ (4.1)	\$ 72.9	\$ 98.3	\$ (9.9)	\$ 108.2
Commercial real estate	169.2	-	169.2	172.6	-	172.6
Total commercial	\$ 238.1	\$ (4.1)	\$ 242.1	\$ 270.9	\$ (9.9)	\$ 280.8
Automobile loans and leases	10.7	-	10.7	14.6	-	14.6
Home equity	28.0	(0.1)	28.1	24.7	(0.1)	24.7
Residential mortgage	69.0	0.6	68.3	17.2	(0.1)	17.3
Other consumer	10.1	-	10.1	7.0	-	7.0
Total consumer	117.9	0.6	117.3	63.5	(0.2)	63.7
Total net charge-offs	\$ 355.9	\$ (3.5)	\$ 359.5	\$ 334.4	\$ (10.1)	\$ 344.5
Net charge-offs (recoveries) - annualized percentages:						
Commercial & industrial	2.13 %	- %	2.26 %	2.91 %	- %	3.20 %
Commercial real estate	7.62	-	7.62	7.51	-	7.51
Total commercial	4.37	-	4.44	4.77	-	4.94
Automobile loans and leases	1.33	-	1.33	1.78	-	1.78
Home equity	1.48	(0.48)	1.50	1.29	(0.38)	1.31
Residential mortgage	6.15	0.62	6.70	1.47	(0.13)	1.64
Other consumer	5.36	-	5.36	4.03	-	4.03
Total consumer	2.94	0.47	3.01	1.56	(0.16)	1.61
Total net charge-offs	3.76 %	(3.00) %	3.85 %	3.43 %	(8.25) %	3.58 %
Average Loans and Leases						
Commercial & industrial	\$ 12,922	\$ -	\$ 12,922	\$ 13,523	\$ -	\$ 13,523
Commercial real estate	8,879	-	8,879	9,199	-	9,199
Total commercial	\$ 21,801	\$ -	\$ 21,801	\$ 22,722	\$ -	\$ 22,722
Automobile loans and leases	3,230	-	3,230	3,290	-	3,290
Home equity	7,581	63	7,518	7,640	63	7,577
Residential mortgage	4,487	408	4,079	4,657	426	4,231
Other consumer	756	-	756	698	-	698
Total consumer	16,054	470	15,584	16,285	489	15,796
Total loans and leases	\$ 37,855	\$ 470	\$ 37,385	\$ 39,007	\$ 489	\$ 38,518



(1) Annualized

Quarterly Net Charge-off Reconciliation ⁽¹⁾

(in millions)	First Quarter 2009			Fourth Quarter 2008		
	Reported	Franklin	Non-Franklin	Reported	Franklin	Non-Franklin
Net charge-offs (recoveries):						
Commercial and industrial	\$ 210.6	\$ 128.3	\$ 82.3	\$ 473.4	\$ 423.3	\$ 50.2
Commercial real estate	82.8	-	82.8	38.4	-	38.4
Total commercial	\$ 293.4	\$ 128.3	\$ 165.1	\$ 511.8	\$ 423.3	\$ 88.6
Automobile loans and leases	18.1	-	18.1	18.6	-	18.6
Home equity	17.7	-	17.7	19.2	-	19.2
Residential mortgage	6.3	-	6.3	7.3	-	7.3
Other consumer	6.0	-	6.0	3.8	-	3.8
Total consumer	48.1	-	48.1	48.8	-	48.8
Total net charge-offs	\$ 341.5	\$ 128.3	\$ 213.2	\$ 560.6	\$ 423.3	\$ 137.4
Net charge-offs (recoveries) - annualized percentages:						
Commercial & industrial	6.22 %	81.71 %	2.55 %	13.78 %	156.04 %	1.58 %
Commercial real estate	3.27	-	3.27	1.50	-	1.50
Total commercial	4.96	81.71	2.87	8.54	156.04	1.55
Automobile loans and leases	1.66	-	1.66	1.64	-	1.64
Home equity	0.93	-	0.93	1.02	-	1.02
Residential mortgage	0.55	-	0.55	0.62	-	0.62
Other consumer	3.59	-	3.59	2.22	-	2.22
Total consumer	1.12	-	1.12	1.12	-	1.12
Total net charge-offs	3.34 %	81.54 %	2.12 %	5.41 %	156.04 %	1.36 %
Average Loans and Leases						
Commercial & industrial	\$ 13,541	\$ 628	\$ 12,913	\$ 13,746	\$ 1,085	\$ 12,661
Commercial real estate	10,112	-	10,112	10,218	-	10,218
Total commercial	\$ 23,653	\$ 628	\$ 23,025	\$ 23,964	\$ 1,085	\$ 22,879
Automobile loans and leases	4,354	-	4,354	4,535	-	4,535
Home equity	7,577	-	7,577	7,523	-	7,523
Residential mortgage	4,611	1	4,610	4,737	-	4,737
Other consumer	671	-	671	678	-	678
Total consumer	17,213	1	17,212	17,473	-	17,473
Total loans and leases	\$ 40,866	\$ 630	\$ 40,236	\$ 41,437	\$ 1,085	\$ 40,352



(1) Annualized

Quarterly Net Charge-off Reconciliation ⁽¹⁾

(in millions)	Third Quarter 2008			Second Quarter 2008		
	Reported	Franklin	Non-Franklin	Reported	Franklin	Non-Franklin
Net charge-offs (recoveries):						
Commercial and industrial	\$ 29.6	\$ -	\$ 29.6	\$ 12.4	\$ -	\$ 12.4
Commercial real estate	11.0	-	11.0	15.1	-	15.1
Total commercial	\$ 40.6	\$ -	\$ 40.6	\$ 27.5	\$ -	\$ 27.5
Automobile loans and leases	13.3	-	13.3	11.5	-	11.5
Home equity	15.8	-	15.8	17.3	-	17.3
Residential mortgage	6.7	-	6.7	4.3	-	4.3
Other consumer	7.2	-	7.2	4.7	-	4.7
Total consumer	43.1	-	43.1	37.8	-	37.8
Total net charge-offs	\$ 83.8	\$ -	\$ 83.8	\$ 65.2	\$ -	\$ 65.2
Net charge-offs (recoveries) - annualized percentages:						
Commercial & industrial	0.87 %	- %	0.95 %	0.36 %	- %	0.40 %
Commercial real estate	0.45	-	0.45	0.63	-	0.63
Total commercial	0.69	-	0.73	0.47	-	0.50
Automobile loans and leases	1.15	-	1.15	1.01	-	1.01
Home equity	0.85	-	0.85	0.94	-	0.94
Residential mortgage	0.56	-	0.56	0.33	-	0.33
Other consumer	4.32	-	4.32	2.69	-	2.69
Total consumer	0.98	-	0.98	0.85	-	0.85
Total net charge-offs	0.82 %	- %	0.84 %	0.64 %	- %	0.65 %
Average Loans and Leases						
Commercial & industrial	\$ 13,629	\$ 1,114	\$ 12,515	\$ 13,631	\$ 1,143	\$ 12,488
Commercial real estate	9,816	-	9,816	9,601	-	9,601
Total commercial	\$ 23,445	\$ 1,114	\$ 22,331	\$ 23,232	\$ 1,143	\$ 22,089
Automobile loans and leases	4,624	-	4,624	4,551	-	4,551
Home equity	7,453	-	7,453	7,365	-	7,365
Residential mortgage	4,812	-	4,812	5,178	-	5,178
Other consumer	670	-	670	699	-	699
Total consumer	17,559	-	17,559	17,793	-	17,793
Total loans and leases	\$ 41,004	\$ 1,114	\$ 39,890	\$ 41,025	\$ 1,143	\$ 39,882



(1) Annualized

Nonaccrual Loans (NALs), Nonperforming Assets (NPA) & Accruing Restructured Loans (ARLs)

(in thousands)	2009								
	September 30,			June 30,			March 31,		
	Total	FCMC	Non-FCMC	Total	FCMC	Non-FCMC	Total	FCMC	Non-FCMC
Nonaccrual loans and leases (NALs)									
Commercial and industrial	\$ 612,701	\$ -	\$ 612,701	\$ 456,734	\$ -	\$ 456,734	\$ 398,286	\$ -	\$ 398,286
Commercial real estate	1,133,661	-	1,133,661	850,846	-	850,846	629,896	-	629,896
Residential mortgage	390,521	322,796	67,725	475,488	342,207	133,281	486,955	360,106	126,849
Home equity	44,182	15,704	28,478	35,299	2,437	32,862	37,967	6,000	31,967
Total NALs	2,181,065	338,500	1,842,565	1,818,367	344,644	1,473,723	1,553,094	366,106	1,186,988
Other real estate, net									
Residential	81,807	30,996	50,811	107,954	43,623	64,331	143,856	79,596	64,260
Commercial	60,784	-	60,784	64,976	-	64,976	66,906	-	66,906
Total other real estate, net	142,591	30,996	111,595	172,930	43,623	129,307	210,762	79,596	131,166
Impaired loans held for sale	20,386	-	20,386	11,287	-	11,287	11,887	-	11,887
Other NPAs	-	-	-	-	-	-	-	-	-
Total nonperforming assets (NPAs)	\$ 2,344,042	\$ 369,496	\$ 1,974,546	\$ 2,002,584	\$ 388,267	\$ 1,614,317	\$ 1,775,743	\$ 445,702	\$ 1,330,041
Accruing restructured loans (ARLs)									
Commercial	\$ 153,010	\$ -	\$ 153,010	\$ 267,975	\$ -	\$ 267,975	\$ 201,508	\$ -	\$ 201,508
Residential mortgage	204,463	-	204,463	158,568	-	158,568	108,011	-	108,011
Other	42,406	-	42,406	35,720	-	35,720	27,014	-	27,014
Total ARLs	399,879	-	399,879	462,263	-	462,263	336,533	-	336,533
Total NPAs and ARLs	\$ 2,743,921	\$ 369,496	\$ 2,374,425	\$ 2,464,847	\$ 388,267	\$ 2,076,580	\$ 2,112,276	\$ 445,702	\$ 1,666,574
NAL ratio ⁽¹⁾	5.85%		5.00%	4.72%		3.88%	3.93%		3.04%
NPA ratio ⁽²⁾	6.26%		5.34%	5.18%		4.23%	4.46%		3.39%
NPA + ARL ratio ⁽³⁾	7.32%		6.42%	6.37%		5.44%	5.31%		4.25%

⁽¹⁾ NAL / total loans and leases

⁽²⁾ NPA / (total loans and leases + impaired loans held for sale + net other real estate + other NPAs)

⁽³⁾ (NPA + ARL) / (total loans and leases + impaired loans held for sale + net other real estate + other NPAs)



Nonaccrual Loans (NALs), Nonperforming Assets (NPA) & Accruing Restructured Loans (ARLs)

(in thousands)	2008								
	December 31,			September 30,			June 30,		
	Total	FCMC	Non-FCMC	Total	FCMC	Non-FCMC	Total	FCMC	Non-FCMC
Nonaccrual loans and leases (NALs)									
Commercial and industrial	\$ 932,648	\$ 650,225	\$ 282,423	\$ 174,207	\$ -	\$ 174,207	\$ 161,345	\$ -	\$ 161,345
Commercial real estate	445,717	-	445,717	298,844	-	298,844	261,739	-	261,739
Residential mortgage	98,951	-	98,951	85,163	-	85,163	82,882	-	82,882
Home equity	24,831	-	24,831	27,727	-	27,727	29,076	-	29,076
Total NALs	1,502,147	650,225	851,922	585,941	-	585,941	535,042	-	535,042
Other real estate, net									
Residential	63,058	-	63,058	59,302	-	59,302	59,119	-	59,119
Commercial	59,440	-	59,440	14,176	-	14,176	13,259	-	13,259
Total other real estate, net	122,498	-	122,498	73,478	-	73,478	72,378	-	72,378
Impaired loans held for sale	12,001	-	12,001	13,503	-	13,503	14,759	-	14,759
Other NPAs	-	-	-	2,397	-	2,397	2,557	-	2,557
Total nonperforming assets (NPAs)	\$ 1,636,646	\$ 650,225	\$ 986,421	\$ 675,319	\$ -	\$ 675,319	\$ 624,736	\$ -	\$ 624,736
Accruing restructured loans (ARLs)									
Commercial	\$ 185,333	\$ -	\$ 185,333	\$ 364,939	\$ 364,939	\$ -	\$ 368,379	\$ 368,379	\$ -
Residential mortgage	82,857	-	82,857	71,512	-	71,512	57,802	-	57,802
Other	41,094	-	41,094	40,414	-	40,414	34,094	-	34,094
Total ARLs	309,284	-	309,284	476,865	364,939	111,926	460,275	368,379	91,896
Total NPAs and ARLs	\$ 1,945,930	\$ 650,225	\$ 1,295,705	\$ 1,152,184	\$ 364,939	\$ 787,245	\$ 1,085,011	\$ 368,379	\$ 716,632
NAL ratio ⁽¹⁾	3.66%		2.11%	1.42%		1.46%	1.30%		1.34%
NPA ratio ⁽²⁾	3.97%		2.43%	1.64%		1.68%	1.52%		1.56%
NPA + ARL ratio ⁽³⁾	4.72%		3.19%	2.79%		1.96%	2.64%		1.79%

⁽¹⁾ NAL / total loans and leases

⁽²⁾ NPA / (total loans and leases + impaired loans held for sale + net other real estate + other NPAs)

⁽³⁾ (NPA + ARL) / (total loans and leases + impaired loans held for sale + net other real estate + other NPAs)



Deposits and Other Funding



Total Deposits – By Business Segment

3Q09

Avg. Balances – \$39.6 Billion

(\$B)	Regional & Business Banking	Commercial Banking	Commercial Real Estate	AFDS	PFG	Treasury / Other	Total
DDA-noninterest bearing	\$3.4	\$2.1	\$0.2	\$ 0.1	\$0.4	\$0.1	\$6.2
DDA-interest bearing	3.7	0.8	--	--	0.6	--	5.1
Money market deposits	4.7	1.4	0.2	--	1.3	--	7.6
Savings and other domestic time deposit	4.5	0.1	--	--	0.1	--	4.8
Core certificates of deposit	11.3	--	--	--	0.3	--	11.6
Total core deposits	27.6	4.5	0.4	0.1	2.7	0.1	35.3
Other deposits	0.3	1.5	--	--	0.2	2.3	4.2
Total deposits	\$27.9	\$6.0	\$0.4	\$0.1	\$2.9	\$2.4	\$39.6



Deposit Trends

Linked Quarter - Average

<i>(in billions)</i>	Third	Second	Change	
	Quarter	Quarter	Amount	%
	2009	2009		
Average Deposits				
Demand deposits - noninterest bearing	\$ 6.2	\$ 6.0	\$ 0.2	3 %
Demand deposits - interest bearing	5.1	4.5	0.6	13
Money market deposits	7.6	6.4	1.2	20
Savings and other domestic deposits	4.8	5.0	(0.3)	(5)
Core certificates of deposit	11.6	12.5	(0.9)	(7)
Total core deposits	35.3	34.5	0.9	3
Other deposits	4.2	5.1	(0.8)	(16)
Total deposits	\$ 39.6	\$ 39.5	\$ 0.1	0 %

Deposit Trends

Prior-year Quarter

<i>(in billions)</i>	Third Quarter		Change	
	2009	2008	Amount	%
Average Deposits				
Demand deposits - noninterest bearing	\$ 6.2	\$ 5.1	\$ 1.1	22 %
Demand deposits - interest bearing	5.1	4.0	1.1	28
Money market deposits	7.6	5.9	1.7	30
Savings and other domestic deposits	4.8	5.1	(0.3)	(6)
Core certificates of deposit	11.6	12.0	(0.3)	(3)
Total core deposits	35.3	32.0	3.3	10
Other deposits	4.2	5.8	(1.5)	(26)
Total deposits	\$ 39.6	\$ 37.8	\$ 1.8	5 %

Total Core Deposit Trends

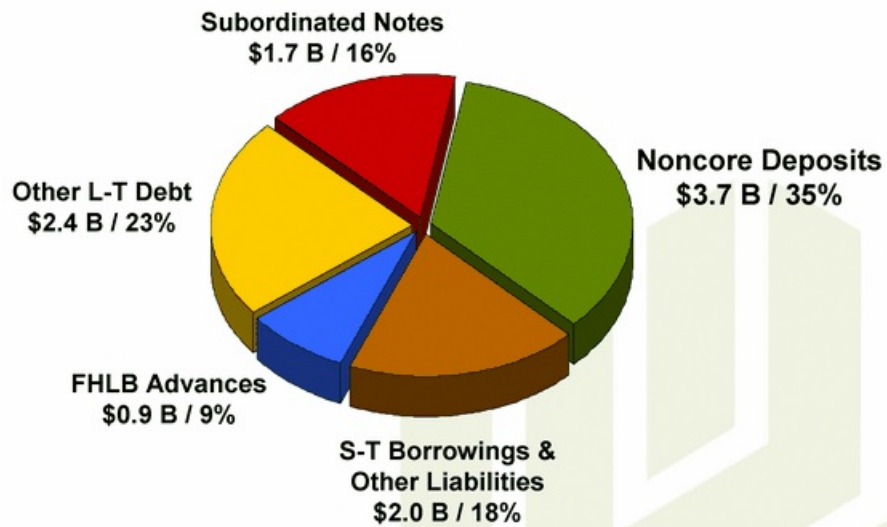
Average (\$B)	Annualized Growth ⁽¹⁾			
	3Q09	3Q09 v 2Q09	2Q09 v 1Q09	3Q09 v 3Q08
Commercial				
Demand deposits - non-int. bearing	\$ 5.2	17 %	42 %	29 %
Demand deposits - int. bearing	1.4	153	102	59
Other core deposits ⁽²⁾	3.7	37	77	14
Total	10.3	38	60	26
Consumer				
Demand deposits - non-int. bearing	1.0	(18)	-	(5)
Demand deposits - int. bearing	3.8	24	33	20
Other core deposits ⁽²⁾	20.3	(4)	4	5
Total	25.1	-	3	5
Total				
Demand deposits - non-int. bearing	6.2	11	34	22
Demand deposits - int. bearing	5.1	52	46	28
Other core deposits ⁽²⁾	24.0	2	8	5
Total	\$ 35.3	10 %	17 %	10 %

(1) Linked-quarter percent change annualized

(2) Includes core CDs, savings, and other deposits

Other Funding – 9/30/09

\$10.7 Billion



Funding Assessment

Holding Company

- Over \$1 billion of cash
- \$30 million per quarter dividend requirements
- Next borrowing maturity not until 2013: \$50 million

Bank Level

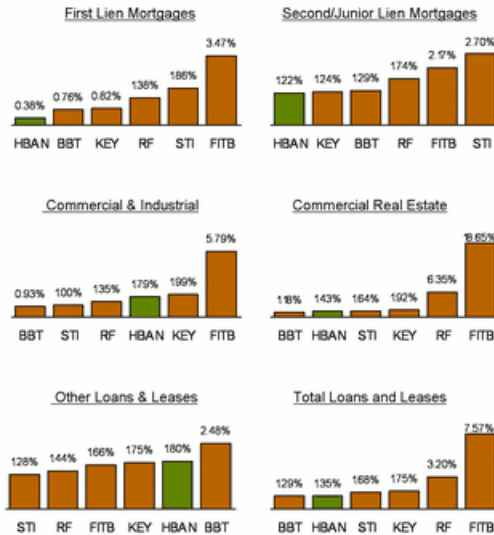
- Funding expected to be met primarily through core deposits
- Unused credit available
 - FHLB advances
 - Discount window capacity

Illustrative Internal Supervisory Capital Assessment Program (SCAP) Analysis

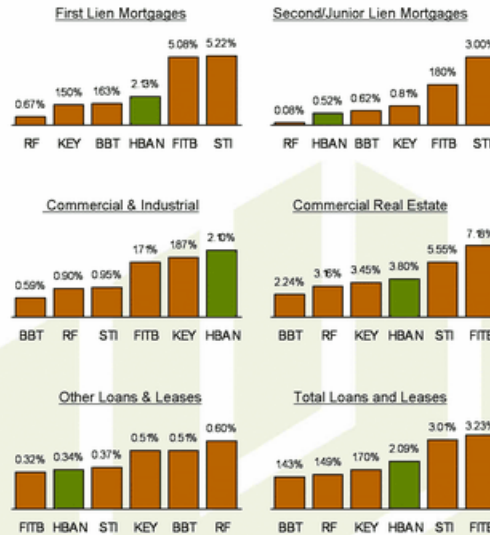


5/20/09 – Illustrative SCAP Analysis

4Q08 NCOs / Average Loans (1)



4Q08 NALs / Loans (2)



(1) Annualized (2) Period end
 Source: Regulatory filings Note: HBAN excludes Franklin

5/20/09 – Illustrative SCAP Analysis

(\$ B)	Outstandings 12/31/08	2-Yr Cumulative Losses ⁽¹⁾			Implied Cumulative Losses		
		Low	Median	High	Low	Median	High
First lien mortgage loans	\$6.7	3.4%	6.3%	10.3%	\$0.2	\$0.4	\$0.7
Second / junior lien mortgages	6.2	6.3	10.4	13.7	0.4	0.6	0.9
Commercial & industrial	7.5	4.5	6.5	11.0	0.3	0.5	0.8
Commercial real estate	13.0	10.6	12.6	13.9	1.4	1.6	1.8
Other loans and leases	7.4	6.2	7.9	9.3	0.5	0.6	0.7
Total loans and leases	\$40.8	8.3%	8.8%	10.5%	\$2.8	\$3.8	\$4.9
Total loss rate					6.8%	9.2%	11.9%

Peers - 2Yr. Cumulative Losses

SunTrust	8.3%
KeyCorp	8.5
BB & T	8.6
PNC Financial	9.0
Regions Financial	9.1
Fifth Third	10.5

Note: Loan balances based on regulatory financials. Excludes Franklin Credit.

(1) Loss ranges represent ranges from SCAP analysis relating to the following banks: BBT, FITB, KEY, PNC, RF and STI



5/20/09 – Illustrative SCAP Analysis

2-Year Cumulative Losses

(\$ MM)	2-Yr Cumulative Losses			
	7%	8%	9%	10%
Tier 1 Common required	\$(178)	\$111	\$546	\$981
Common equity issued	350	350	350	350
Hybrid tender	~75	~75	~75	~75
Other Tier 1 Common sources ⁽¹⁾	~250	~250	~250	~250
Tier 1 Common surplus / (deficit)	\$853	\$564	\$129	\$(306)
Disallowed deferred tax asset ⁽²⁾	\$ --	\$ 24	\$193	\$362

Critical Assumptions

- 2009 / 2010 pre-tax, pre-provision net revenue of \$900 MM annually
- Reserve of \$502 MM, 1.23% of loans (average of 2003-2007)
- \$130 MM losses on securities portfolio
- Credit for actions completed in 2009 - \$134 MM convertible exchange, FCMC restructuring, \$120 MM discretionary equity issuance
- Based on regulatory financial reporting



(1) Includes potential additional liability management initiatives, exchange of other capital instruments, adoption of new accounting standards and other management initiatives

(2) Per 10% rule

5/20/09 – Illustrative SCAP Analysis

Non-Franklin Regulatory Reporting Reconciliations

(\$000s)	4Q 08	3Q 08	Average	NALs 4Q 08	% of Loans
First Lien					
Line 1c2a	\$ 6,720,816	\$ 6,823,802	\$ 6,772,309	\$ 143,021	2.13%
Charge-offs			\$ 6,399		
Ratio			0.38%		
Second Lien					
Line 1c2b	\$ 1,670,980	\$ 1,901,263		\$ 10,777	
Line 1c1	4,546,831	4,261,431		21,838	
Total	\$ 6,217,811	\$ 6,162,694	\$ 6,190,253	\$ 32,615	0.52%
Charge-offs			\$ 32,582		
Reclass for HEL GL change			(13,775)		
Adjusted charge-offs			\$ 18,807		
Ratio originally reported			2.11%		
Adjusted ratio			1.22%		
Commercial & Industrial					
Line 4	\$ 7,461,769	\$ 7,056,732	\$ 7,259,251	\$ 156,894	2.10%
Charge-offs			\$ 32,533		
Ratio			1.79%		
Commercial Real Estate					
Line 1a1	\$ 1,010,001	\$ 1,055,135		\$ 124,873	
Line 1a2	3,195,205	3,002,713		131,764	
Line 1b	78,481	79,618		2,203	
Line 1d	920,750	948,650		29,498	
Line 1e1	2,248,558	2,193,729		35	
Line 1e2	5,561,545	5,593,347		206,280	
Total	\$ 13,014,540	\$ 12,873,192	\$ 12,943,866	\$ 494,653	3.80%
Charge-offs			\$ 46,149		
Ratio			1.43%		

Line numbers are from regulatory FR Y-9C reports



5/20/09 – Illustrative SCAP Analysis

Non-Franklin Regulatory Reporting Reconciliations

(\$000s)	4Q 08	3Q 08	Average	NALs 4Q 08	% of Loans
Other loans & leases					
Line 2	\$ 378	\$ 290		\$ -	
Line 3	133,683	110,043		418	
Line 6	4,718,617	4,743,195		647	
Line 9a	53,162	3,179		16,628	
Line 9b less Franklin	898,610	933,625		7,272	
Line 10	1,591,572	1,658,910		-	
Total	\$ 7,396,022	\$ 7,449,242	\$ 7,422,632	\$ 24,965	0.34%
Charge-offs excluding Franklin			\$ 19,688		
Reclass for HEL GL change			13,775		
Adjusted charge-offs			\$ 33,463		
Ratio originally reported			1.06%		
Adjusted ratio			1.80%		
Total loans excluding Franklin	\$ 40,810,958	\$ 40,365,662	\$ 40,588,310	\$ 852,148	2.09%
Total net charge-offs excluding Franklin			137,351		
Franklin loans	650,000	1,095,000			
Franklin charge-offs			423,269		
Total reported	\$ 41,460,958	\$ 41,460,662	\$ 560,620		

Line numbers are from regulatory FR Y-9C reports

Illustrative SCAP Analysis ⁽¹⁾ – Updated

(\$ B)	Outstandings 6/30/09	2-Yr. Cumulative Losses ⁽²⁾			Implied Cumulative Losses		
		Low	Median	High	Low	Median	High
First lien mortgage loans	\$6.4	3.4%	6.3%	10.3%	\$0.2	\$0.4	\$0.7
Second / junior lien mortgages	6.1	6.3	10.4	13.7	0.4	0.6	0.8
Commercial & industrial	7.1	4.5	6.5	11.0	0.3	0.5	0.8
Commercial real estate	12.6	10.6	12.6	13.9	1.3	1.6	1.8
Other loans and leases	6.3	6.2	7.9	9.3	0.4	0.5	0.6
Total loans and leases	\$38.5	8.3%	8.8%	10.5%	\$2.7	\$3.6	\$4.6
Total loss rate					6.9%	9.3%	12.0%

Peers 2 Yr. Cumulative Losses	
SunTrust	8.3%
KeyCorp	8.5
BB & T	8.6
PNC Financial	9.0
Regions Financial	9.1
Fifth Third	10.5

Note: Loan balances based on regulatory financials. Excludes Franklin Credit.
 (1) Supervisory Capital Assessment Program – Federal Reserve stress test applied to 19 largest bank holding companies in May 2009
 (2) Loss ranges represent ranges from SCAP analysis relating to the following banks: BBT, FITB, KEY, PNC, RF and STI



Illustrative SCAP Analysis – Updated

2-Year Cumulative Losses

(\$ MM)	2-Yr Cumulative Losses (7/09 – 6/11)			
	7%	8%	9%	10%
Tier 1 Common equity – 6/30/09	\$3,091	\$3,091	\$3,091	\$3,091
Pre-tax, pre-provision net revenue	852	852	852	852
Cumulative losses (after tax)	(1,754)	(2,004)	(2,255)	(2,506)
Preferred dividends	(202)	(202)	(202)	(202)
Disallowed deferred tax asset ⁽¹⁾	–	–	(106)	(266)
3Q09 capital raise	587	587	587	587
Tier 1 Common equity – 6/30/11	\$3,211	\$2,960	\$2,604	\$2,194
Tier 1 Common equity ratio – 6/30/11	7.1%	6.5%	5.7%	4.8%
Tier 1 Common surplus / (deficit)	\$1,393	\$1,142	\$786	\$375
Tier 1 Common surplus / (deficit) – 5/20/09	\$853	\$564	\$129	\$(306)

Critical Assumptions

- Reserve of \$502 MM, 1.23% of loans (average of 2003-2007)
- \$130 MM losses on securities portfolio
- Based on regulatory financial reporting

Capital



Capital ⁽¹⁾

	3Q09	2Q09	1Q09	4Q08	3Q08
Total risk-weighted assets (\$B)	\$44.1	\$45.5	\$46.4	\$47.0	\$46.6
Tier 1 leverage	11.30%	10.62%	9.67%	9.82%	7.99%
Tier 1 risk-based capital	13.04	11.85	11.14	10.72	8.80
Total risk-based capital	16.23	14.94	14.26	13.91	12.03
Tangible common equity/assets	6.46	5.68	4.65	4.04	4.88
Tangible equity/assets	9.71	8.99	8.12	7.72	5.99
Tier 1 common risk-based capital ratio	7.82	6.80	5.63	5.05	5.89
Double leverage ⁽²⁾	71	74	78	85	105

(1) Period end

(2) (Parent company investments in subsidiaries + goodwill) / equity



Capital Actions

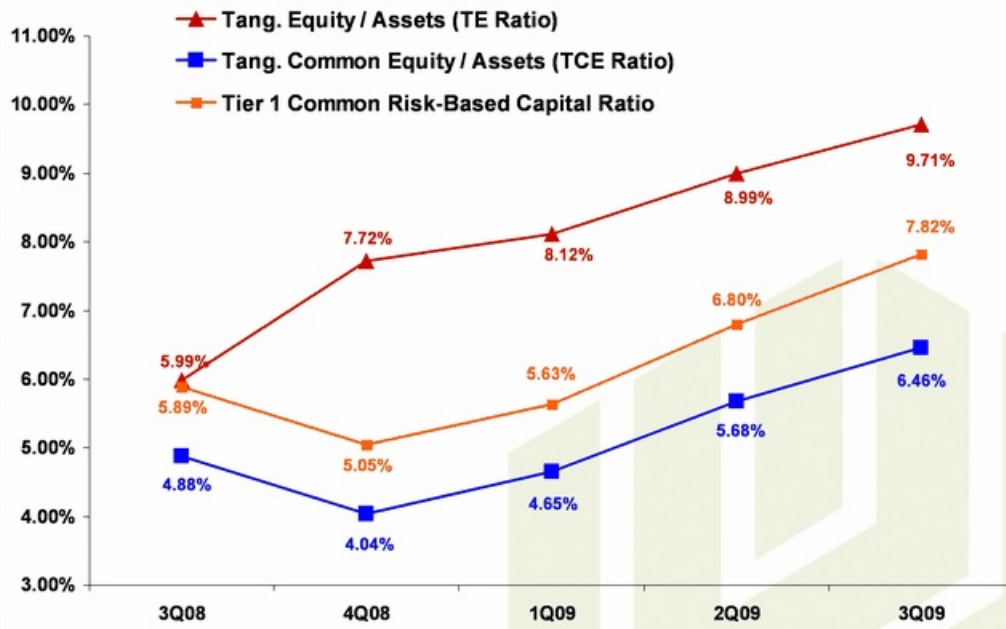
(\$ and Shares in millions)	Common Stock		Other	Total
	Shares ⁽¹⁾	Amount	Retained Earnings	
1Q09				
Franklin restructuring	-	\$ -	\$ 159.9	\$ 159.9
Conversion of preferred stock	24.6	114.1	-	114.1
Other tangible capital improvements ⁽²⁾	-	-	47.1	47.1
1Q09 Total	24.6	114.1	207.0	321.1
2Q09				
Discretionary equity issuance #1	38.5	117.6	-	117.6
Discretionary equity issuance #2	18.5	74.4	-	74.4
Conversion of preferred stock	16.5	92.3	-	92.3
Common stock offering	103.5	356.4	-	356.4
Gain on the redemption of junior subordinated debt	-	-	43.8	43.8
Gain related to Visa © stock	-	-	20.4	20.4
2Q09 Total	177.0	640.7	64.2	704.9
3Q09				
Discretionary equity issuance #3	35.7	146.9	-	146.9
Common stock offering	109.5	440.4	-	440.4
3Q09 Total	145.2	587.3	-	587.3
Year-to-date	346.8	\$ 1,342.1	\$ 271.2	\$ 1,613.3

(1) Excludes other miscellaneous issuances

(2) Other Comprehensive Income improvement included due to materiality



Capital Trends ⁽¹⁾



Capital Trends

Shareholders' Equity



Key Equity Ratios ⁽¹⁾



(1) End-of-period

Credit Ratings

		Senior <u>Notes</u>	Subordinated <u>Notes</u>	Comm'l. Paper / <u>Short-term</u>	<u>Outlook</u>
<i>Huntington Bancshares</i>					
Moody's	4/7/09	Baa2	Baa3	P-2	Negative
S&P	6/17/09	BB+	BB	B	Negative
Fitch	9/14/09	BBB	BBB-	F2	Negative

The Huntington National Bank

Moody's	4/7/09	Baa1	Baa2	P-2	Negative
S&P	6/17/09	BBB-	BB+	A-3	Negative
Fitch	9/14/09	BBB+	BBB	F2	Negative



Franchise



Huntington Bancshares Overview

Midwest financial services holding company

Founded - 1866

Headquarters - Columbus, Ohio

Total assets - \$53 billion

Employees ⁽¹⁾ - 10,194

Franchise:

Footprint

6 states: OH, MI, PA, IN, WV, KY

604 offices / 1,366 ATMs

Retail and Business Banking

5 Areas

- Mortgage banking

+ MD, NJ

Commercial Banking

11 Regions

Commercial Real Estate

Auto Finance & Dealer Services

Private Financial Group

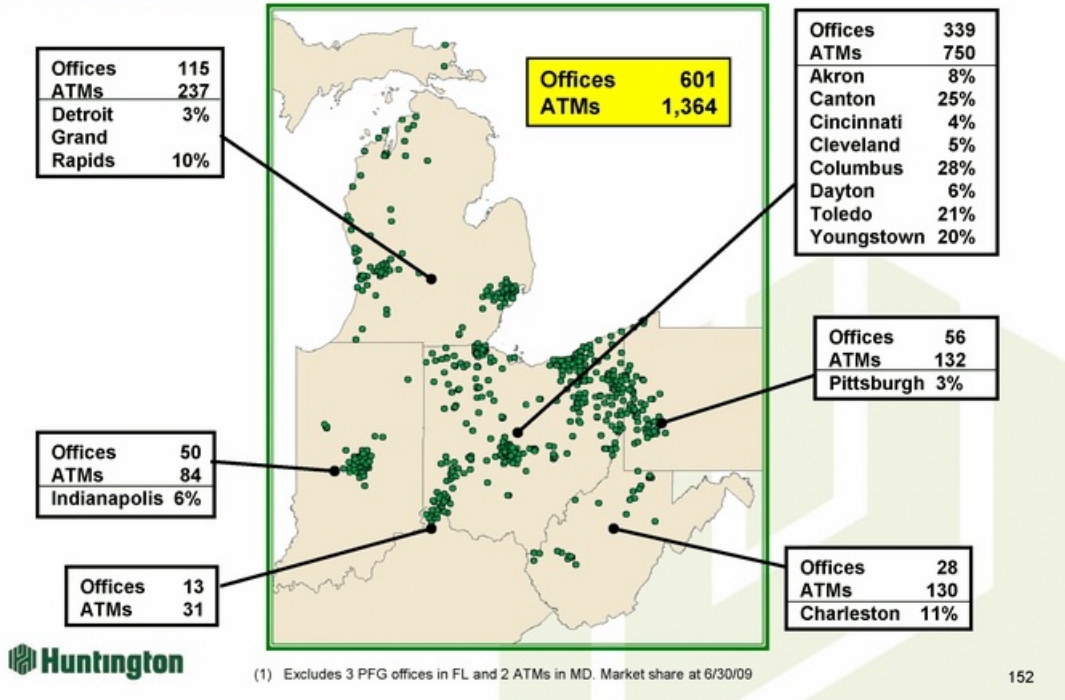
+ FL

(1) Full-time equivalent (FTE)



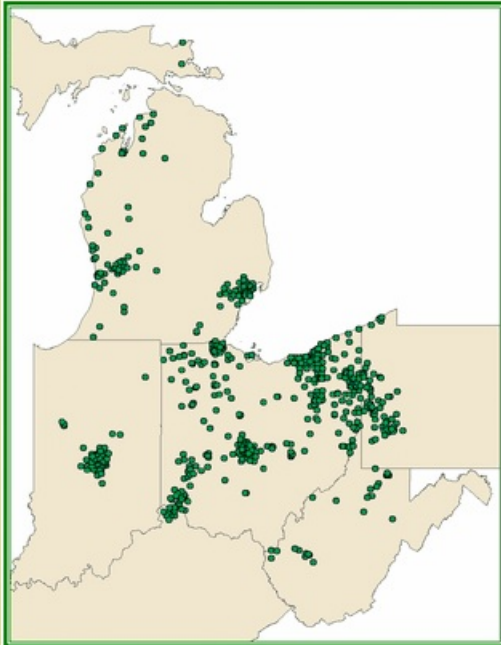
The Huntington Franchise – 9/30/09

Focus on the Midwest ⁽¹⁾



(1) Excludes 3 PFG offices in FL and 2 ATMs in MD. Market share at 6/30/09

A Strong Regional Presence



Source: SNL Financial, company presentations and filings
Huntington FDIC deposit data as of June 30, 2009

Deposits - Top 12 MSAs

MSA	Rank	BOs	Deposits	Share
Columbus, OH	1	68	\$10,231	27.6%
Cleveland, OH	5	60	3,613	5.5
Detroit, MI	8	45	2,874	3.1
Toledo, OH	2	42	2,186	20.6
Pittsburgh, PA	6	40	2,041	2.8
Cincinnati, OH	4	40	1,934	3.6
Youngstown, OH	1	36	1,843	19.9
Indianapolis, IN	4	45	1,705	6.1
Canton, OH	1	23	1,381	24.9
Grand Rapids, MI	3	21	1,223	10.0
Akron, OH	5	17	843	7.5
Charleston, WV	3	8	600	10.8

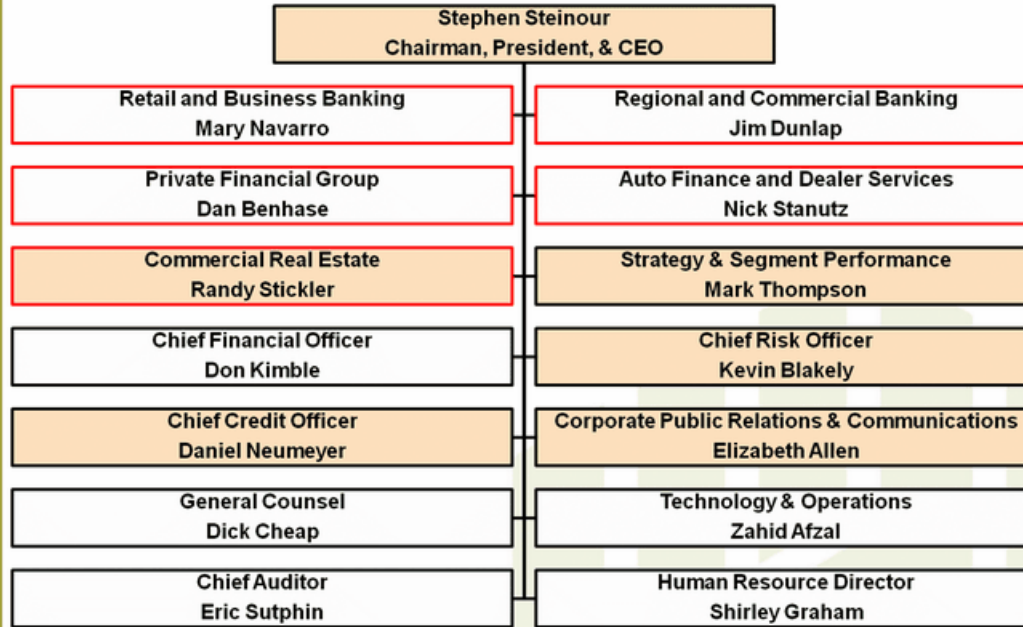
BOs = Banking offices

% Deposits	
#1 Share markets	36%
#1- #3 Share markets	50%

Organization



Management Committee



Senior Leadership Team

	Position	Appointed	Experience-Yrs	
			Banking	HBAN
Stephen Steinour	Chairman, President and CEO	1Q09	29	new
Dan Benhase	SEVP-Private Financial Group Director	2Q06	26	9
Kevin Blakely	SEVP-Chief Risk Officer	3Q09	35	new
Jim Dunlap	SEVP-Regional & Commercial Banking Director	1Q06	30	30
Don Kimble	SEVP-Chief Financial Officer	3Q04	22	5
Mary Navarro	SEVP-Retail & Business Banking Director	1Q06	32	7
Daniel Neumeyer	SEVP-Chief Credit Officer	3Q09	26	new
Nick Stanutz	SEVP-Dealer Sales Group Director	2Q06	30	23
Randy Stickler	SEVP-Commercial Real Estate Director	1Q09	28	new
Mark Thompson	SEVP-Strategy & Segment Performance Director	2Q09	25	new
Zahid Afzal	EVP-Chief Information Officer	1Q06	25 ⁽¹⁾	3
Elizabeth Allen	EVP-Dir. of Corporate Public Relations	3Q09	30 ⁽¹⁾	new
Jim Baron	EVP-Consumer Segment Director	1Q07	30	5
Dick Cheap	EVP-General Counsel and Secretary	2Q98	11	11
Michael Cross	EVP-Senior Commercial Approval Officer	4Q06	29	7
Shirley Graham	EVP-Human Resources Director	1Q09	23	23
Eric Sutphin	EVP-Chief Auditor	3Q04	20	4
Peter Dunlap	President-Huntington Insurance	3Q08	17 ⁽¹⁾	9
Tim Barber	SVP-Credit Policy Manager	1Q99	20	11



(1) Includes outside of banking

Regional Banking Presidents

	<u>Region</u>	<u>Appointed</u>	<u>Experience - Yrs</u>	
			<u>Banking</u>	<u>HBAN</u>
Jim Dunlap*	West Michigan	1Q06	30	30
Rebecca Smith	East Michigan	1Q07	32	2
Mike Newbold	Central Indiana	4Q06	33	6
Sharon Speyer	Northwest Ohio	1Q01	21	17
Jerry Kelsheimer	Greater Cleveland	1Q05	22	14
Frank Hierro	Mahoning Valley	1Q00	30	23
William Shivers	Greater Akron/Canton	3Q09	17	2
Jim Kunk	Central Ohio	1Q94	27	27
Mark Reitzes	Southern Ohio / KY	1Q08	23	16
David Hammer	Pittsburgh	3Q09	20	1
Clayton Rice	West Virginia	3Q07	22	5

* Regional / Commercial Banking Executive



Retail and Business Banking Executives

	<u>Area</u>	<u>Appointed</u>	<u>Experience - Yrs</u>	
			<u>Banking</u>	<u>HBAN</u>
Robert Soroka	Northeast Area	2Q09	25	7
Deborah Stein	Central Area	2Q09	26	6
Cindy Keitch	East Area	2Q09	36	15
Brian Bromley	Northwest Area	2Q09	25	23
Jonathan Greenwood	West Area	2Q09	24	16
Jeff Rosen	Business Banking	2Q09	23	3

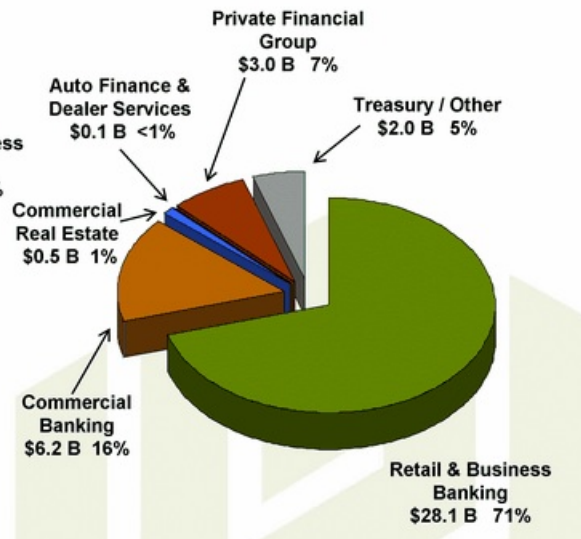
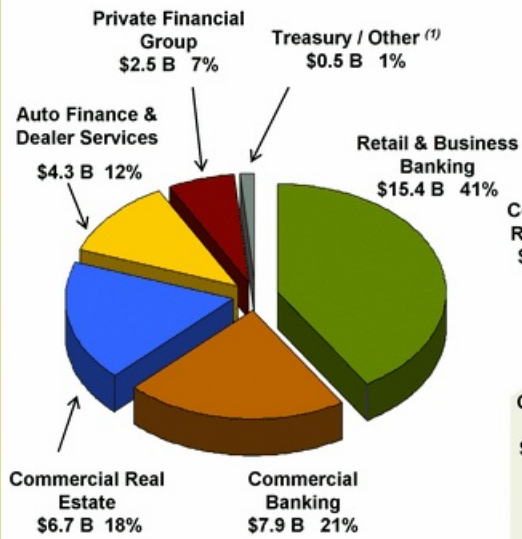
Business Segment Summary



Business Segment Loans & Deposits – 9/30/09

Total Credit Exposure - \$37.3 B

Total Deposits - \$39.8 B



(1) Includes Franklin

Business Segment Contribution

Total Revenue FTE ⁽¹⁾ (\$MM)	Nine Months Ended Sept. 30,		Better (Worse)		2009 YTD
	2009	2008			% Total
Retail & Business Banking	\$ 1,148.7	\$ 1,037.0	\$ 111.7	11%	57.4%
Commercial Banking	301.7	311.4	(9.6)	-3%	15.1%
Commercial Real Estate	137.2	144.4	(7.2)	-5%	6.9%
AFDS	149.2	155.5	(6.4)	-4%	7.5%
PFG	264.2	260.1	4.1	2%	13.2%
Total	\$ 2,000.9	\$ 1,908.3	\$ 92.6	5%	100.0%

Net Income (Loss) (\$MM)	Nine Months Ended Sept. 30,		Better /
	2009	2008	(Worse)
Retail & Business Banking	\$ 127.4	\$ 194.2	\$ (66.9)
Commercial Banking	(41.8)	100.8	(142.6)
Commercial Real Estate	(245.7)	16.3	(261.9)
AFDS	0.1	15.9	(15.9)
PFG	15.5	42.5	(26.9)
Treasury/Other ⁽²⁾	(6.2)	(66.2)	60.0
Unallocated goodwill impairment	(2,573.8)	-	(2,573.8)
Total	\$ (2,724.5)	\$ 303.5	\$ (3,028.0)

(1) Fully-taxable equivalent; excludes Treasury / Other

(2) Includes Franklin



Safe Harbor Disclosures



Basis of Presentation

Use of non-GAAP financial measures

This presentation 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 the current quarter earnings release, this presentation, in the Quarterly Financial Review supplement to the current quarter earnings release, or the Form 8-K related to the filed 10/22/09 earnings press release, which can be found on Huntington's website at huntington-ir.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 growth rates 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.

Pre-tax, Pre-provision Income

One non-GAAP performance metric that Management believes is useful in analyzing underlying performance trends, particularly in times of economic stress, is pre-tax, pre-provision income. This is the level of earnings adjusted to exclude the impact of:

- provision expense, which is excluded because its absolute level is elevated and volatile in times of economic stress;*
- investment securities gains/losses, which are excluded because in times of economic stress securities market valuations may also become particularly volatile;*
- amortization of intangibles expense, which is excluded because return on tangible common equity is a key metric used by Management to gauge performance trends; and*
- certain items identified by Management (see Significant Items on slide 3) which Management believes may distort the company's underlying performance trends.*



Basis of Presentation

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 one-time 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, etc. In other cases they may result from Management decisions associated with significant corporation actions out of the ordinary course of business; e.g., merger/restructuring charges, recapitalization actions, goodwill impairment, etc.

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, asset valuation writedowns, etc., reflect ordinary banking activities and are, therefore, typically excluded from consideration as a Significant Item.

Management believes the disclosure of "Significant Items" in current and prior period results 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, 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 factors could significantly impact these periods, including those described in Huntington's 2008 Annual Report on Form 10-K and other factors described from time to time in Huntington's other filings with the Securities and Exchange Commission.

Basis of Presentation

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.

Rounding

Please note that columns of data in the following slides may not add due to rounding.

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 consensus amounts, which typically exclude the impact of significant items. Earnings per share equivalents are usually calculated by applying a 35% 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 separately disclosed, with this then being the amount used to calculate the earnings per share equivalent.

NM or nm

Percent changes of 100% or more are typically shown as "nm" or "not meaningful" unless required. Such large percent changes typically reflect the impact of unusual or particularly volatile items within the measured periods. Since the primary purpose of showing a percent change is for discerning underlying performance trends, such large percent changes are typically "not meaningful" for trend analysis purposes.

Forward Looking Statements

This presentation contains certain forward-looking statements, including certain plans, expectations, goals, projections, and statements, which are subject to numerous assumptions, risks, and uncertainties.

Actual results could differ materially from those contained or implied by such statements for a variety of factors including: (1) deterioration in the loan portfolio could be worse than expected due to a number of factors such as the underlying value of the collateral could prove less valuable than otherwise assumed and assumed cash flows may be worse than expected; (2) changes in economic conditions; (3) movements in interest rates; (4) competitive pressures on product pricing and services; (5) success and timing of other business strategies; (6) the nature, extent, and timing of governmental actions and reforms, including existing and potential future restrictions and limitations imposed in connection with the Troubled Asset Relief Program's voluntary Capital Purchase Plan or otherwise under the Emergency Economic Stabilization Act of 2008; and (7) extended disruption of vital infrastructure.

Additional factors that could cause results to differ materially from those described above can be found in Huntington's 2008 Annual Report on Form 10-K, and documents subsequently filed by Huntington with the Securities and Exchange Commission.

All forward-looking statements included in this presentation are based on information available at the time of the release. Huntington assumes no obligation to update any forward-looking statement.

