
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): August 11, 2011

HUNTINGTON BANCSHARES
INCORPORATED

(Exact name of registrant as specified in its charter)

<u>Maryland</u> (State or other Jurisdiction of Incorporation)	<u>1-34073</u> (Commission File Number)	<u>31-0724920</u> (IRS Employer Identification No.)
<u>Huntington Center 41 South High Street Columbus, Ohio</u> (Address of Principal Executive Offices)		<u>43287</u> (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 September 30, 2011, either all or in part, 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: August 11, 2011

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



2011 Third Quarter Investor Handout

August 11, 2011

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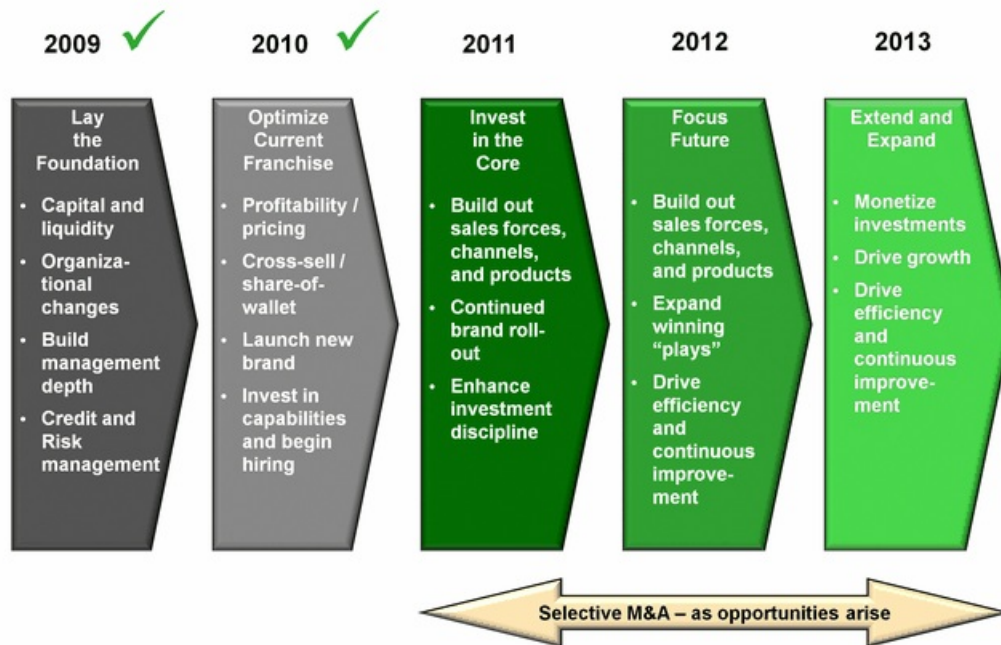


Current Topics

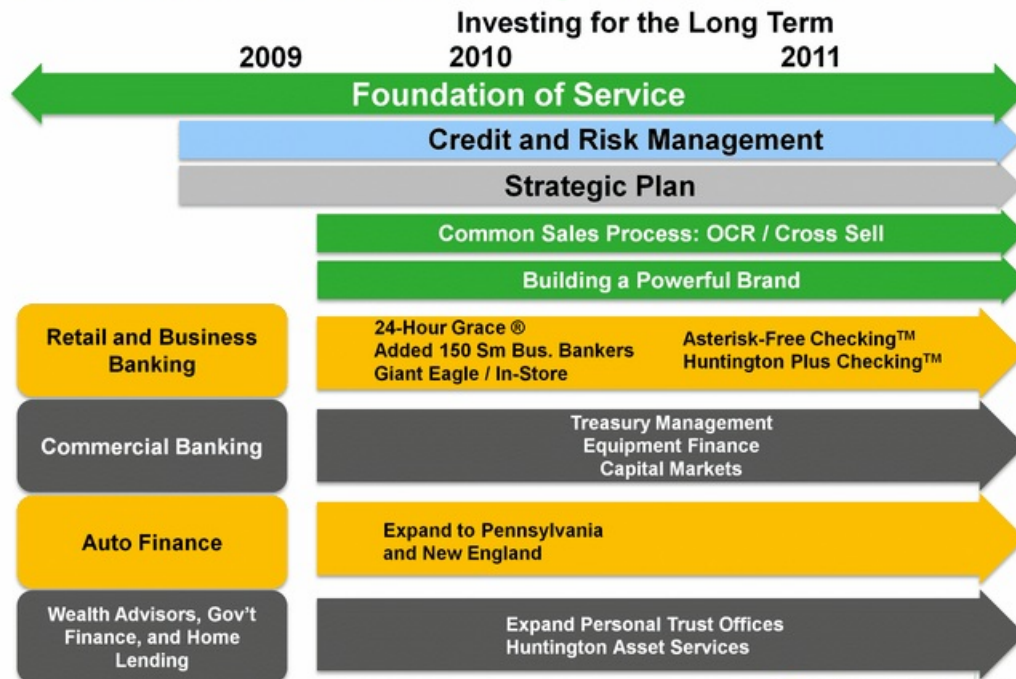
Current Topics

- Strategic Plan Review
- OCR / “Fair Play” Progress Report
- Automobile Lending Review

Our “Break Away” Strategic Plan

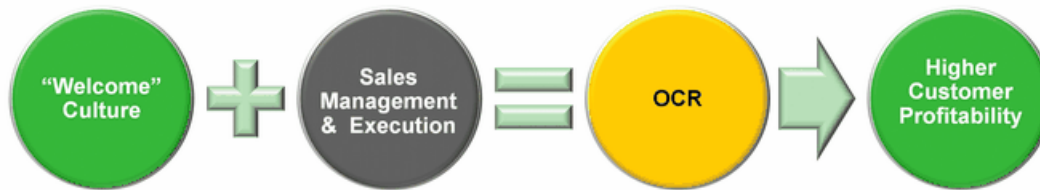


The Strategic Plan: Positioned for Profitability and Growth



OCR Drives Higher Customer Profitability

The Optimal Customer Relationship (OCR) Model



- Clearly outlined activities by segment
- Defined accountability for relationships, by segment
- Aligned goals and incentives at all levels and in all business segments
- One relationship management system – MAX
- Weekly executive results tracking, accountability, and action meetings

Competitive Advantage
One Bank / One Team for the Customer

“Fair Play” Leverages a Distinct Moment in Time

- Market share is up for grabs
 - Consumer sentiment towards banks is negative
 - Moeb's Services forecasts large banks will lose 22% of their 45% market share by year end.
- Regulation is mandating fee income reductions
- Banks are reacting by penalizing customers ⁽¹⁾
 - 81% will cut debit card rewards
 - 81% will increase checking account maintenance fees
 - 77% will impose / increase fees on other programs
 - 66% will abolish free checking
 - 46% will impose debit card transaction fees
 - 41% will cut costs (closing branches, reduce services)
- Our “Fair Play” Banking Philosophy is designed to reward customers and take market share and share of wallet

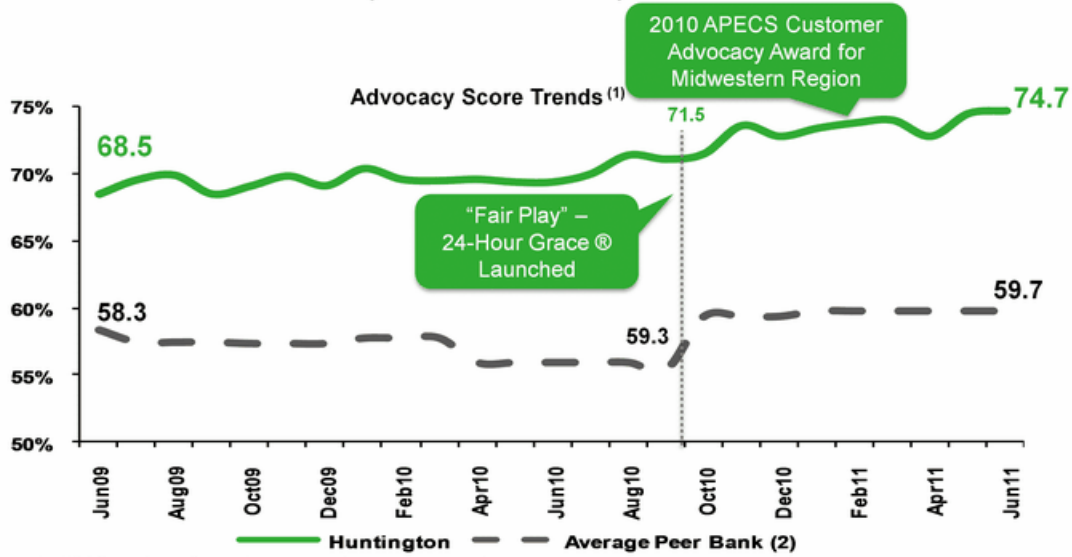
¹ 2011 ABA Debit Interchange Survey in reaction to Fed's proposal to cap fees

“Fair Play”: Builds Trust, Deepens Relationships, Drives Growth

1. A foundation of service
2. Accelerate new customer acquisition and increase existing customer satisfaction / retention
 - Increase convenience
 - 2/10 - Extended hours in Cleveland
 - 9/10 - Giant Eagle in-store exclusive agreement
 - Implement “Fair Play” banking philosophy
 - 6/10 - Removed nuisance overdraft fees
 - 9/10 - Launched 24-Hour Grace ®
3. Sell more and increase share of wallet
4. Drive growth through products that are straight forward and add differentiated customer value
 - Asterisk-Free Checking™
 - Huntington Plus Checking™

1. Foundation of Service

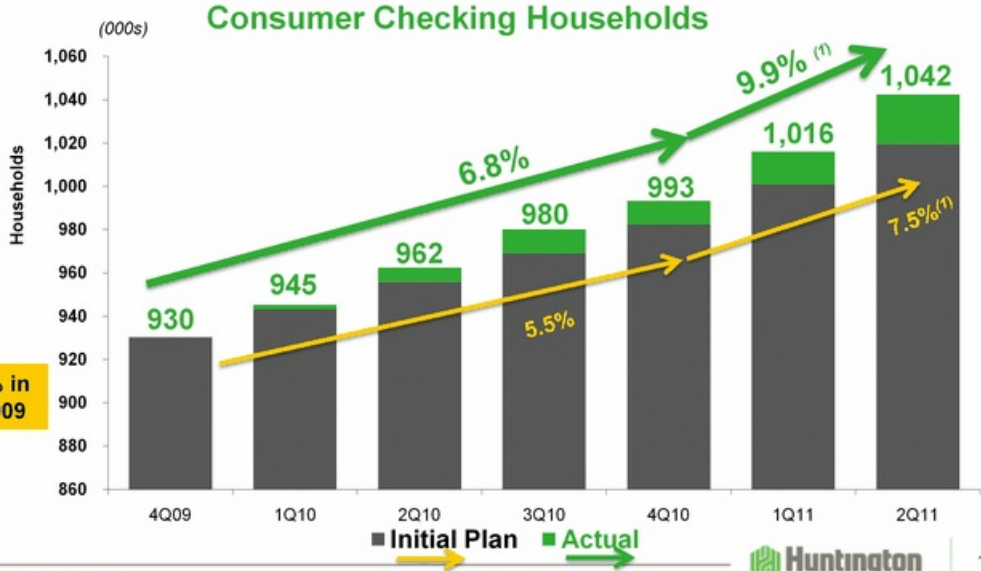
- Huntington started with the highest level of customer advocacy and has continued to separate itself from peers.



(1) MSR Group Branch Survey. Advocacy = customers who will repeat and recommend
(2) Peers: CMA, FITB, FMER,JPM, KEY, NCC/PNC, RBS/Charter One, USB

2. Accelerate New Customer Acquisition

- A household starts with a checking account
- Consumer accounts across all segments: Retail, WGH, and Auto

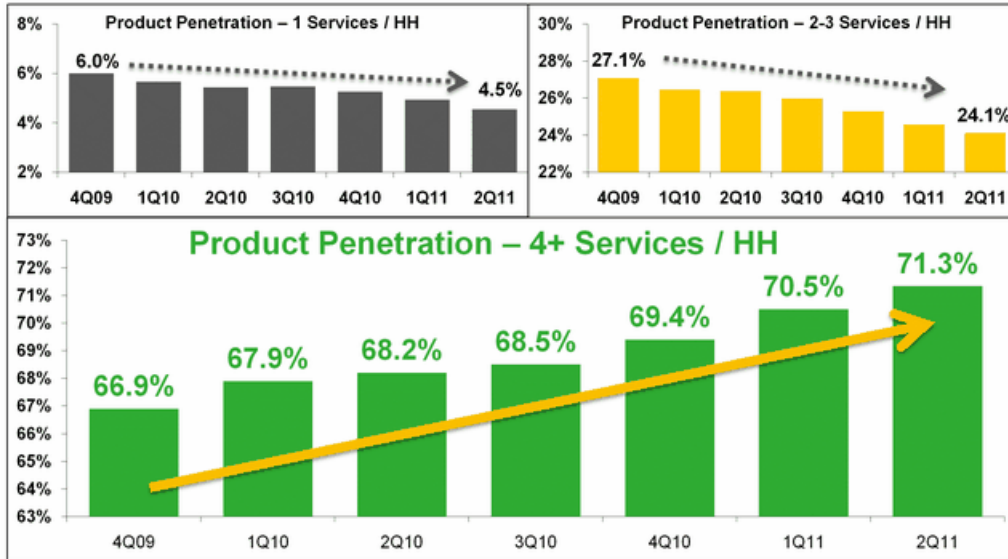


(1) Annualized

3. Sell More and Increase Share of Wallet

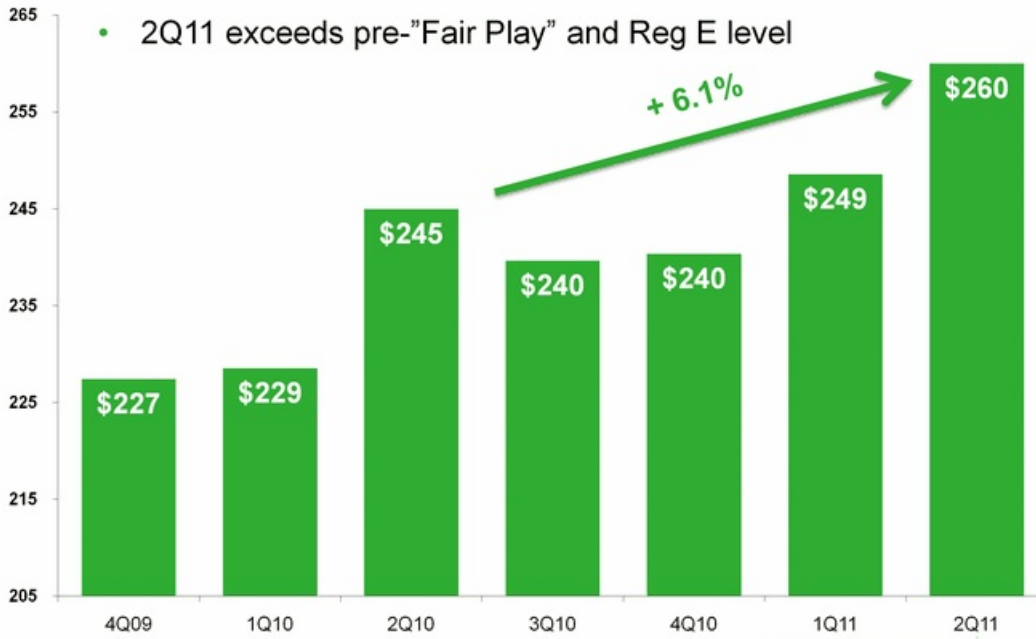
Consumer Checking Account Household Product Penetration

- 25 potential products or services counted: checking, savings, online bill pay, mortgage, brokerage account, insurance, etc.



OCR / "Fair Play" Progress Report: Consumer Checking Household Revenue

(SMM)



4. Launched Two New Consumer Checking Products

- Making free checking better

Asterisk-Free Checking™

No hooks and adding benefits

Most Appealing Features:

- Free - No Monthly Maintenance Fee
- Free debit card usage
- Free ID Theft Resolution Service
- Free linked Savings Accounts
- No ODP transfer fee from Savings or Money Market
- 24-Hour Grace ®

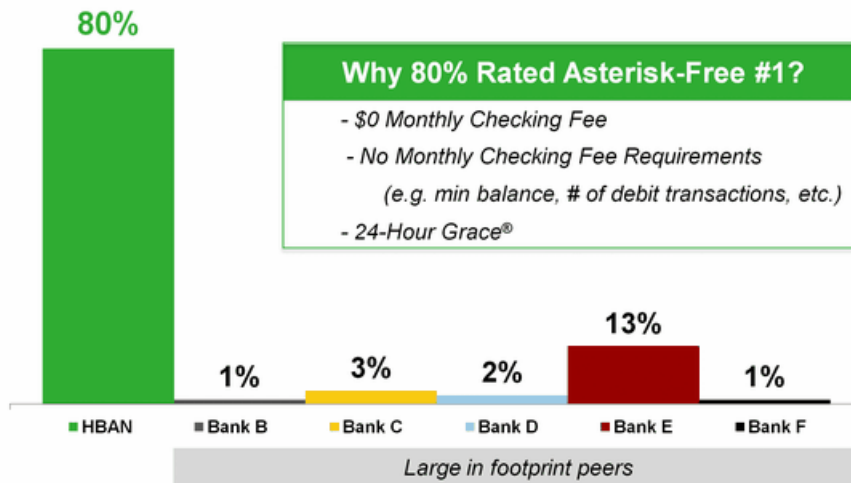
Huntington Plus Checking™

Best in class premium product

Additional features to Asterisk-Free:

- Free with >\$15k total core deposits, otherwise \$15/month
- Earns Interest
- Relationship based loan discounts
- Free anywhere ATM usage (up to 5 per month)
- Free Huntington style checks
- Free safe deposit box

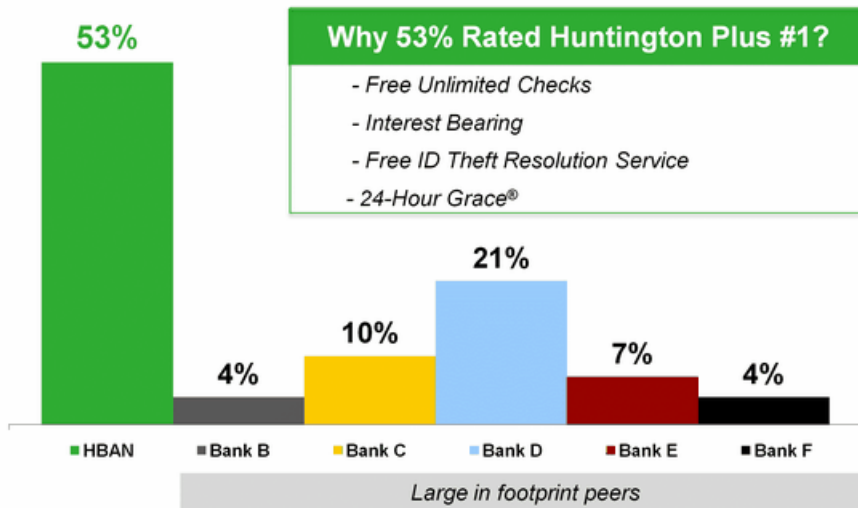
Asterisk-Free Checking™: A Differentiated Entry Product



- Asterisk-Free Checking™ significantly outperforms peer's products in consumer preference
- In a recent blind study⁽¹⁾, nearly 8 out of 10 ranked it “most appealing” among basic checking accounts

(1) Huntington Primary research, consumers in the Midwest states that have a checking account

Huntington Plus Checking™: Best In Class Premium Product



- Huntington Plus Checking™ significantly outperforms peer's products in consumer preference
- In a recent blind study⁽¹⁾, more than 5 out of 10 ranked it “most appealing” among premium checking accounts

(1) Huntington Primary research, consumers in the Midwest states that have a checking account



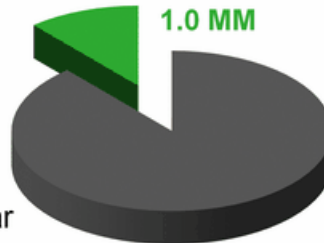
“Fair Play” Next Steps: Continue to Consumer Drive Household Growth

Launching Two New Consumer Checking Products

- Asterisk-Free Checking™ and Huntington Plus Checking™ significantly outperforms peer's products in consumer preference

Opportunities to gain new customers

- 1.0 million Huntington households
- 9.4 million households are within 5 miles of a Huntington branch
- 0.1 million ⁽¹⁾ new household creation per year
- 1.9 million ⁽¹⁾ households experience a life event per year:
move, marriage, divorce,..
- Largest 3 banks in footprint average 34% ⁽²⁾ market share



76,000 New Households = 7.5% Growth

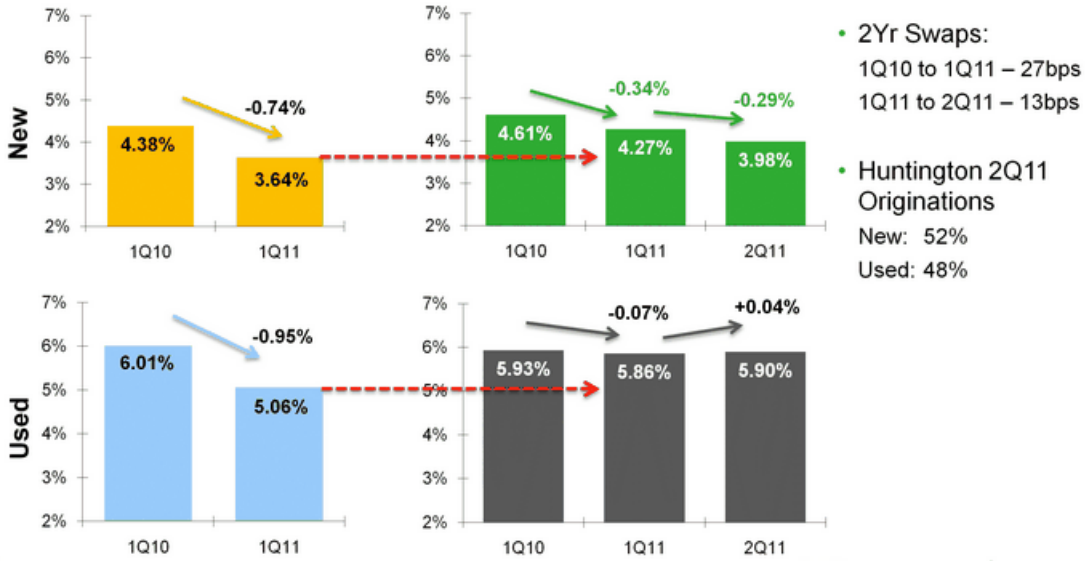
(1) US Census Bureau
(2) FDIC

Rates on Automobile Originations ⁽¹⁾

- Huntington's comparable rates are higher than industry averages... and have declined significantly less

Industry Super Prime Rates ⁽²⁾

Huntington Rates ⁽³⁾



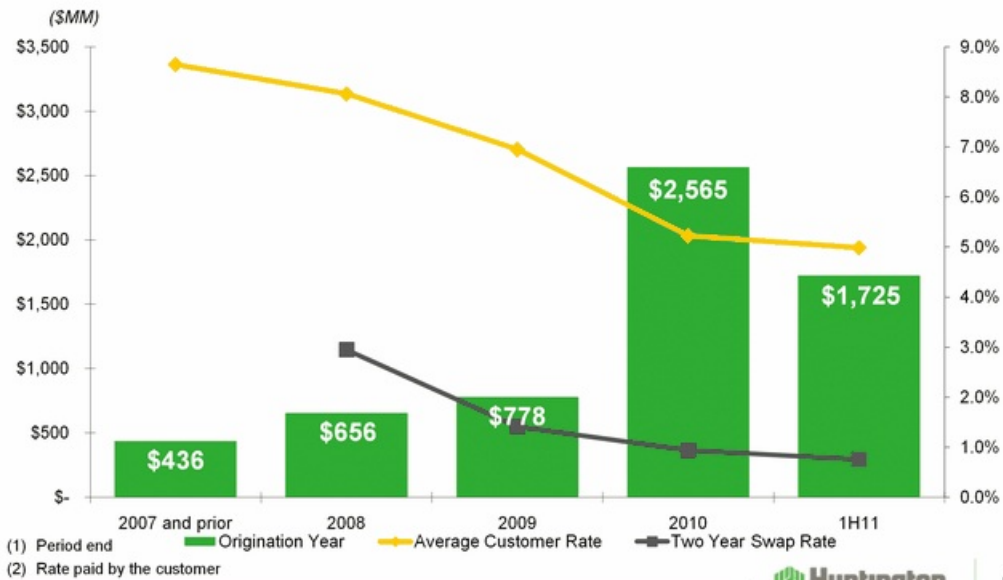
- 2Yr Swaps:
1Q10 to 1Q11 – 27bps
1Q11 to 2Q11 – 13bps
- Huntington 2Q11 Originations
New: 52%
Used: 48%

(1) Rate paid by the customer (2) Source: Experian Automotive, Super Prime = FICO >740 (3) Average FICO 760



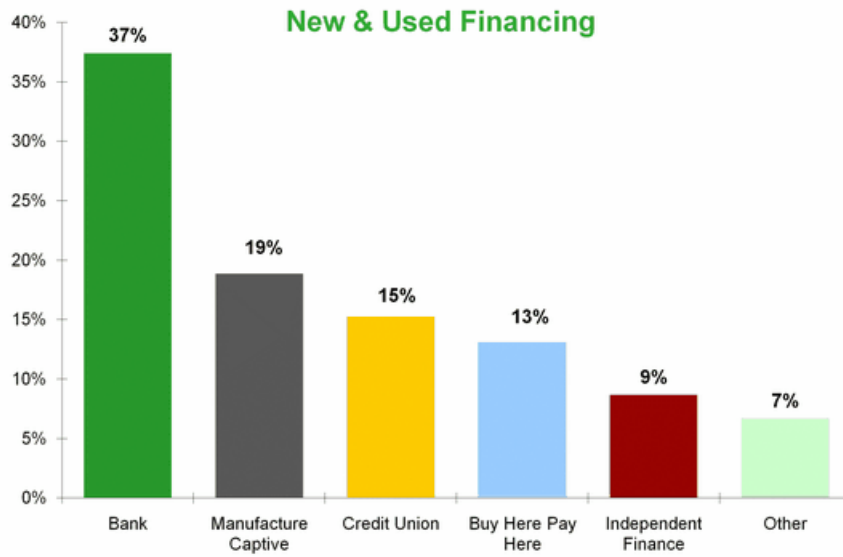
Automobile Vintages: Outstandings ⁽¹⁾ and Customer Rate ⁽²⁾

- \$6.2 B in loans at a 5.91% average customer rate
- Decline in the average rate is slowing , mirroring the two year swap curve



Market Share of New Originations ⁽¹⁾

- Banks, not Captives, are the dominant players in auto financing
- Captives are less than 10% of used car market



(1) Source: Experian Automotive, 1Q11

Important Messages

- Executing the 2009 strategic plan
- This is a new Huntington
 - Stronger management and increased accountability
 - Improved credit, risk and financial discipline
 - Improving performance
- Our strategic initiatives continue to gain traction
- OCR / “Fair Play” banking is working
- Auto lending is a competitive advantage

Making Progress on Our Break Away Strategy



Quarterly Financial Review

2011 Second Quarter Highlights

- **\$145.9 MM reported net income, or \$0.16 EPS**
- **Raised quarterly common stock cash dividend to \$0.04 per share**
- **1.11% return on average assets, up from 0.96%**
- **13.3% return on average tangible common equity, up from 12.7%**
- **\$242.6 MM pre-tax, pre-provision income ⁽¹⁾, up \$1.6 MM, <1%**
- **\$17.7 MM, or 3%, increase in fully-taxable equivalent revenue**
 - \$18.8 MM, or 8%, increase in noninterest income
 - \$1.1 MM, or <1%, decrease in fully-taxable equivalent net interest income
 - \$0.5 B decline in average securities
 - \$0.2 B decline in average loans held for sale
 - 5% annualized growth in average total loans... 8% C&I and 18% auto
 - 26% annualized growth in average noninterest bearing deposits
 - 3.40% net interest margin, down 2 bps
- **\$2.3 MM, or <1%, decrease in noninterest expense**

(1) See Basis of Presentation for definition, as well as PTPP Income slide for reconciliation



2011 Second Quarter Highlights (continued)

- **Continued improvement in credit quality trends and strong reserves**
 - 41% decrease in NCOs to an annualized rate of 1.01%
 - 3% decline in total NALs
 - 2.84% allowance for credit losses to total loans and leases, down from 3.07%
 - 181% ACL coverage of NALs, down from 185%
- **Continued “Fair Play” / OCR ⁽¹⁾ consumer checking customer success**
 - 10% annualized 1H11 growth in consumer checking account households
 - 71.3% of consumer checking households now have 4+ services... vs. 70.5% in 1Q11 and 68.2% in 2Q10
 - Growth in consumer checking account household revenue... up 5% from 1Q11 and 6% from 2Q10
- **Solid capital**
 - 9.92% Tier 1 common risk-based capital ratio, up 17 bps
 - 8.22% tangible common equity ratio, up 41 bps
 - 12.14% and 14.89% Tier 1 and Total risk-based capital ratios, respectively... \$2.7 B and \$2.2 B above the “well-capitalized” thresholds

(1) Optimal Customer Relationship

Other Highlights

- **Continued roll out of Fair Play Banking with two new checking products**
 - Asterisk-free Checking™
 - Huntington Plus Checking™
- **Mobile Banking for Android and iPhone launched**
- **Opened 19 new in-store Giant Eagle Branches and will have over 30 by year end**
- **Expansion of Saturday Banking Hours**
 - New Saturday branch hours of 9 a.m. – 2 p.m. in nearly all branches
 - Giant Eagle Saturday hours of 9 a.m. – 5 p.m.
- **Continued expansion in Michigan**
 - \$2 B small business and commercial lending commitment
 - SBA named Huntington Michigan's Small Business Lender of the year

Quarterly Performance Highlights

	2Q11	1Q11	4Q10	3Q10	2Q10
EPS	\$0.16	\$0.14	\$0.05	\$0.10	\$0.03
Pre-tax pre-provision income (\$MM) ⁽¹⁾	\$242.6	\$240.9	\$260.1	\$265.2	\$270.5
Net interest margin	3.40%	3.42%	3.37%	3.45%	3.46%
Efficiency ratio ⁽²⁾	62.7%	64.7%	61.4%	60.6%	59.4%
Return on average assets	1.11%	0.96%	0.90%	0.76%	0.38%
Return on average tangible equity	13.3%	12.7%	5.6%	10.0%	3.8%
Loan & lease growth ⁽³⁾	5%	3%	6%	1%	1%
Core deposit growth ⁽⁴⁾	(2)%	3%	10%	1%	6%
Net charge-off ratio	1.01%	1.73%	1.82%	1.98%	3.01%
Net charge-off ratio: non-Franklin ⁽⁵⁾	1.00%	1.77%	1.87%	1.98%	2.17%
Period End Ratios					
NPA ratio	1.67%	1.80%	2.21%	2.94%	4.24%
ALLL/loans & leases	2.74%	2.96%	3.28%	3.56%	3.79%
ACL/loans & leases	2.84%	3.07%	3.39%	3.67%	3.90%
Tier 1 risk-based capital ratio	12.14%	12.04%	11.55%	12.82%	12.51%
Total risk-based capital ratio	14.89%	14.85%	14.46%	15.08%	14.79%
Tangible common equity/tangible assets	8.22%	7.81%	7.56%	6.20%	6.12%

(1) See PTPP Income slide for reconciliation

(2) Noninterest expense less amortization of intangibles divided by the sum of FTE net interest income and noninterest income excluding securities (losses) gains

(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



Quarterly Earnings

(\$MM)	Change vs.						
	2Q11	1Q11	2Q10	1Q11		2Q10	
				Amt.	Pct.	Amt.	Pct.
Net interest income	\$ 403.3	\$ 404.3	\$ 399.7	\$ (1.0)	(0) %	\$ 3.7	1 %
Provision	35.8	49.4	193.4	(13.6)	(28)	(157.6)	(81)
Noninterest income	255.8	236.9	269.6	18.8	8	(13.9)	(5)
Noninterest expense	428.4	430.7	413.8	(2.3)	(1)	14.6	4 %
Pre-tax income	194.9	161.2	62.1	33.7	21	132.8	214
Net Income	\$ 145.9	\$ 126.4	\$ 48.8	\$ 19.5	15	\$ 97.2	199
EPS	\$ 0.16	\$ 0.14	\$ 0.03	\$ 0.02	14 %	\$ 0.13	433 %

Significant Items Impacting Financial Performance Comparisons – Reconciliation

2011 – 2010 Quarterly

(in millions, except per share amounts)

Net income - reported earnings
Net income applicable to common shares

Significant items - favorable (unfavorable) impact:
Litigation reserves additions

2Q11		1Q11	
After-tax	EPS	After-tax	EPS
\$ 145.9		\$ 126.4	
\$ 138.2	\$ 0.16	\$ 118.7	\$ 0.14
Earnings (1)		Earnings (1)	
After-tax	EPS	After-tax	EPS
\$ -	\$ -	\$ (17.0)	\$ (0.01)

(in millions, except per share amounts)

Net income - reported earnings
Net income applicable to common shares

Significant items - favorable (unfavorable) impact:

Deemed dividend (2)

Franklin-related

Net tax benefit recognized (2)

4Q10		3Q10		2Q10		1Q10	
After-tax	EPS	After-tax	EPS	After-tax	EPS	After-tax	EPS
\$ 122.9		\$ 100.9		\$ 48.8		\$ 39.7	
\$ 39.1	\$ 0.05	\$ 71.5	\$ 0.10	\$ 19.3	\$ 0.03	\$ 10.4	\$ 0.01
Earnings (1)		Earnings (1)		Earnings (1)		Earnings (1)	
After-tax	EPS	After-tax	EPS	After-tax	EPS	After-tax	EPS
\$ -	\$ (0.07)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
-	-	-	-	(75.5)	(0.07)	-	-
-	-	-	-	-	-	38.2	0.05

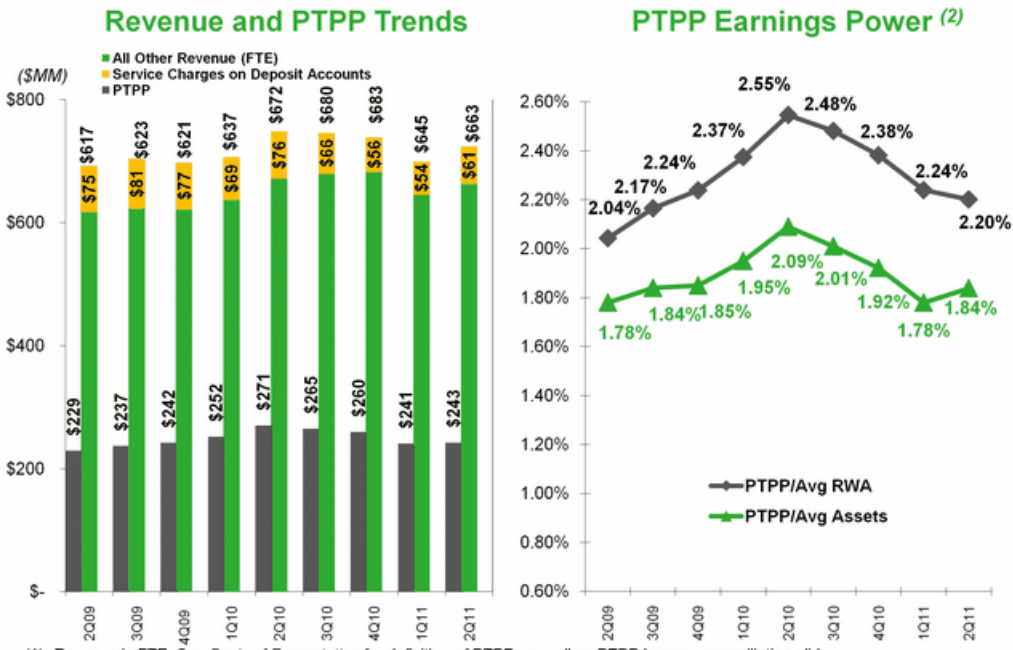
(1) Pre-tax unless otherwise noted

(2) After-tax



Income Statement

Revenue and PTPP Growth ⁽¹⁾



(1) Revenue is FTE; See Basis of Presentation for definition of PTPP, as well as PTPP Income reconciliation slide

(2) Annualized

Pre-Tax, Pre-Provision Income ⁽¹⁾

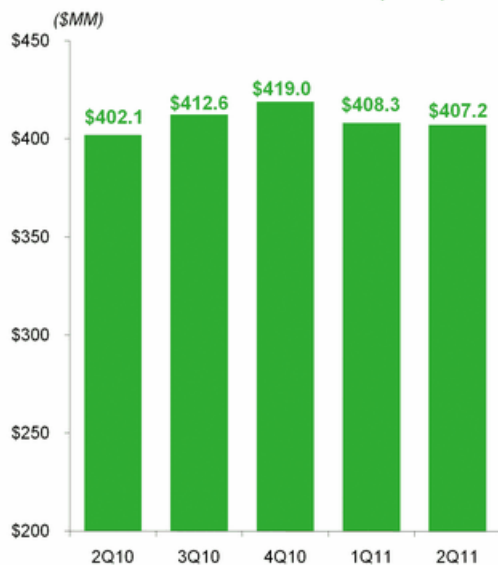
(in millions)	2011			2010			2009		
	Second Quarter	First Quarter	Fourth Quarter	Third Quarter	Second Quarter	First Quarter	Fourth Quarter	Third Quarter	Second Quarter
Income (Loss) Before Income Taxes	\$ 194.9	\$ 161.2	\$ 157.9	\$ 130.6	\$ 62.1	\$ 1.6	\$ (598.0)	\$ (257.4)	\$ (137.8)
Add: Provision for credit losses	35.8	49.4	87.0	119.2	193.4	235.0	894.0	475.1	413.7
Less: Securities (losses) gains	1.5	0.0	(0.1)	(0.3)	0.2	(0.0)	(2.6)	(2.4)	(7.3)
Add: Amortization of intangibles	13.4	13.4	15.0	15.1	15.1	15.1	17.1	17.0	17.1
Less: Significant items ⁽¹⁾	-	-	-	-	-	-	-	-	-
Additions to litigation reserves	-	(17.0)	-	-	-	-	-	-	-
Gain on early extinguishment of debt ⁽²⁾	-	-	-	-	-	-	73.6	-	67.4
Goodwill impairment	-	-	-	-	-	-	-	-	(4.2)
Gain related to Visa® stock	-	-	-	-	-	-	-	-	31.4
FDIC special assessment	-	-	-	-	-	-	-	-	(23.6)
Pre-Tax, Pre-Provision Income ⁽¹⁾	\$ 242.6	\$ 240.9	\$ 260.1	\$ 265.2	\$ 270.5	\$ 251.8	\$ 242.1	\$ 237.1	\$ 205.8
Linked-quarter change - amount	\$ 1.6	\$ (19.1)	\$ (5.2)	\$ (5.2)	\$ 18.6	\$ 9.8	\$ 4.9	\$ 31.4	\$ (18.8)
Linked-quarter change - percent	0.7%	-7.4%	-1.9%	-1.9%	7.4%	4.0%	2.1%	15.2%	-8.4%

⁽¹⁾ See Basis of Presentation for definition

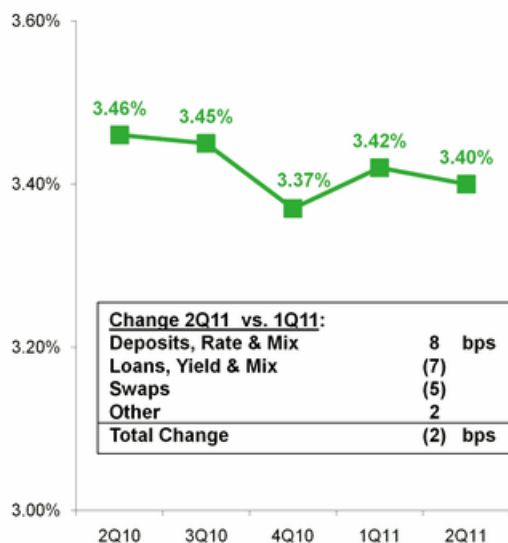
⁽²⁾ Only includes transactions deemed significant

Net Interest Income and Margin ⁽¹⁾

Net Interest Income (FTE)



Net Interest Margin (FTE)

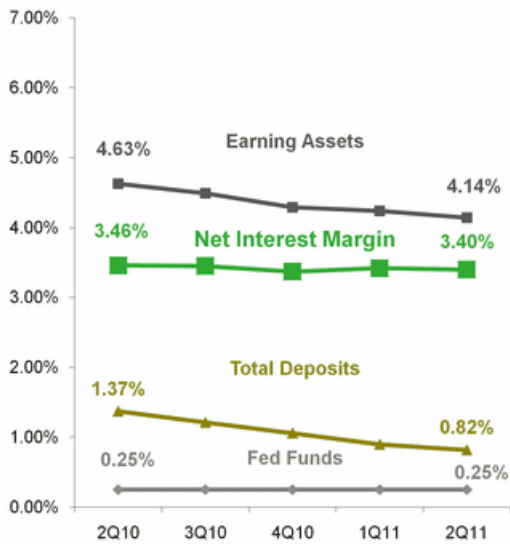


Change 2Q11 vs. 1Q11:	
Deposits, Rate & Mix	8 bps
Loans, Yield & Mix	(7)
Swaps	(5)
Other	2
Total Change	(2) bps

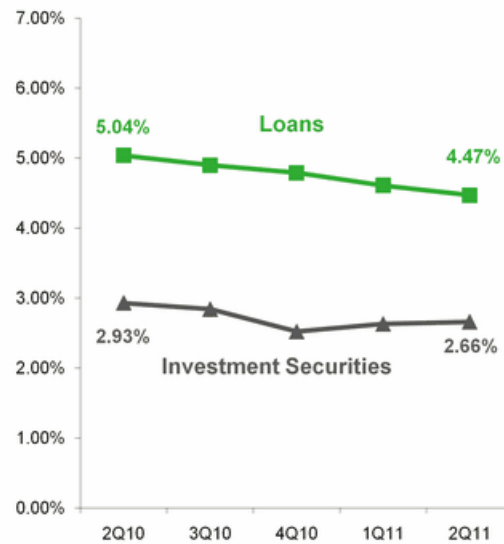
(1) Fully-taxable equivalent basis

Net Interest Margin – Yields and Rates

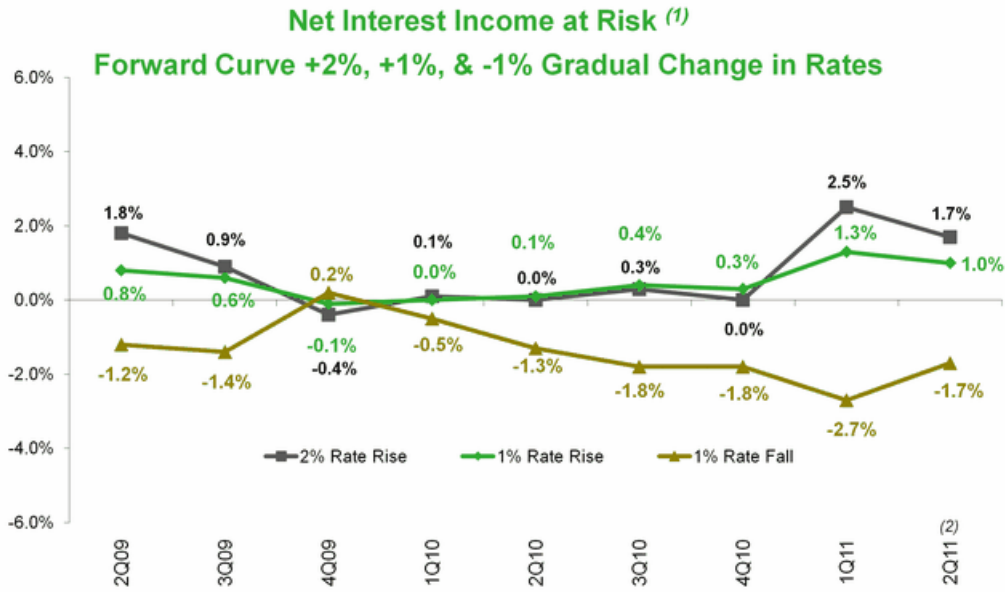
NIM – Yields & Rates



Earning Asset Yields



Managing Interest Rate Risk



(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.

(2) Estimated at 5/31/11

Noninterest Income Trends

Linked Quarter

<i>(in millions)</i>	2011		Change	
	Second Quarter	First Quarter	Amount	%
Noninterest Income				
Service charges on deposit accounts	\$ 60.7	\$ 54.3	\$ 6.4	12 %
Mortgage banking income	23.8	22.7	1.2	5
Trust services	30.4	30.7	(0.4)	(1)
Electronic banking income	31.7	28.8	2.9	10
Insurance income	16.4	17.9	(1.5)	(9)
Brokerage income	20.8	20.5	0.3	2
Bank owned life insurance income	17.6	14.8	2.8	19
Automobile operating lease income	7.3	8.8	(1.5)	(17)
Securities (losses) gains	1.5	0.0	1.5	3668
Other income	45.5	38.2	7.3	19
Total noninterest income	\$ 255.8	\$ 236.9	\$ 18.8	8 %

Noninterest Income Trends

Prior-Year Quarter

<i>(in millions)</i>	Second Quarter		Change	
	2011	2010	Amount	%
Noninterest Income				
Service charges on deposit accounts	\$ 60.7	\$ 75.9	\$ (15.3)	(20) %
Mortgage banking income	23.8	45.5	(21.7)	(48)
Trust services	30.4	28.4	2.0	7
Electronic banking income	31.7	28.1	3.6	13
Insurance Income	16.4	18.1	(1.7)	(9)
Brokerage Income	20.8	18.4	2.4	13
Bank owned life insurance income	17.6	14.4	3.2	22
Automobile operating lease income	7.3	11.8	(4.5)	(38)
Securities (losses) gains	1.5	0.2	1.4	866
Other income	45.5	28.8	16.7	58
Total noninterest income	\$ 255.8	\$ 269.6	\$ (13.9)	(5) %

Mortgage Banking Income

(\$MM)	2Q11	1Q11	4Q10	3Q10	2Q10
Origination and secondary marketing	\$11.5	\$19.8	\$48.2	\$35.8	\$19.8
Servicing fees	12.4	12.5	11.5	12.1	12.2
Amortization of capitalized servicing	(9.1)	(9.9)	(14.0)	(13.0)	(10.1)
Other mortgage banking income	4.3	3.8	4.8	5.0	3.7
Sub-total	19.1	26.2	50.5	39.9	25.5
MSR recovery (impairment)	(8.3)	0.8	31.3	(12.0)	(26.2)
Net trading gains (losses)	13.0	(4.3)	(28.7)	24.2	46.2
Total	\$23.8	\$22.7	\$53.2	\$52.0	\$45.5
Investor servicing portfolio ⁽¹⁾ (\$B)	\$16.3	\$16.5	\$15.9	\$15.7	\$16.0
Weighted average coupon	5.23%	5.27%	5.35%	5.48%	5.55%
Originations (\$B)	\$0.9	\$0.9	\$1.8	\$1.6	\$1.2
Mortgage servicing rights ⁽¹⁾	\$189.7	\$202.6	\$196.2	\$161.6	\$179.1
MSR % of investor servicing portfolio ⁽¹⁾	1.16%	1.23%	1.23%	1.03%	1.12%

(1) End-of-period

Noninterest Expense Trends

Linked Quarter

<i>(in millions)</i>	2011		Change	
	Second Quarter	First Quarter	Amount	%
Noninterest Expense				
Personnel costs	\$ 218.6	\$ 219.0	\$ (0.5)	(0) %
Outside data processing and other services	43.9	40.3	3.6	9
Net occupancy	26.9	28.4	(1.6)	(5)
Deposit and other insurance expense	23.8	17.9	5.9	33
Professional services	20.1	13.5	6.6	49
Equipment	21.9	22.5	(0.6)	(2)
Marketing	20.1	16.9	3.2	19
Amortization of intangibles	13.4	13.4	0.0	0
OREO and foreclosure expense	4.4	3.9	0.5	12
Automobile operating lease expense	5.4	6.8	(1.4)	(21)
Other expense	29.9	48.1	(18.2)	(38)
Total noninterest expense	\$ 428.4	\$ 430.7	\$ (2.3)	(1) %
<i>(in thousands)</i>				
Number of employees (full-time equivalent)	11.5	11.3	0.1	1 %

Noninterest Expense Trends

Prior-Year Quarter

<i>(in millions)</i>	Second Quarter		Change	
	2011	2010	Amount	%
Noninterest Expense				
Personnel costs	\$ 218.6	\$ 194.9	\$ 23.7	12 %
Outside data processing and other services	43.9	40.7	3.2	8
Net occupancy	26.9	25.4	1.5	6
Deposit and other insurance expense	23.8	26.1	(2.2)	(9)
Professional services	20.1	24.4	(4.3)	(18)
Equipment	21.9	21.6	0.3	2
Marketing	20.1	17.7	2.4	14
Amortization of intangibles	13.4	15.1	(1.8)	(12)
OREO and foreclosure expense	4.4	5.0	(0.6)	(12)
Automobile operating lease expense	5.4	9.7	(4.2)	(44)
Other expense	29.9	33.4	(3.5)	(10)
Total noninterest expense	\$ 428.4	\$ 413.8	\$ 14.6	4 %
<i>(in thousands)</i>				
Number of employees (full-time equivalent)	11.5	11.1	0.3	3 %



Balance Sheet

Balance Sheet – Assets

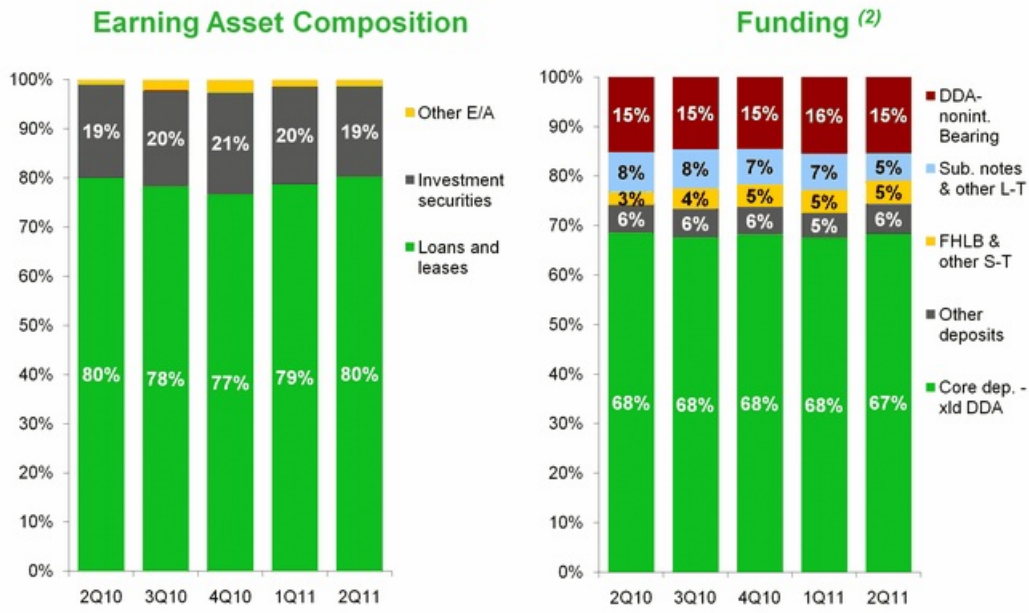
(in millions)	2011		2010	June '11 vs. '10	
	June 30,	March 31,	June 30,	Amount	Percent
Assets					
Cash and due from banks	\$ 984	\$ 1,209	\$ 1,126	\$ (142)	-12.6%
Interest bearing deposits in banks	117	130	289	(172)	-59.6%
Trading account securities	99	164	107	(8)	-7.4%
Loans held for sale	225	164	778	(553)	-71.1%
Available-for-sale securities	8,100	9,322	8,804	(704)	-8.0%
Held-to-maturity securities	670	---	---	670	NR
Loans and leases:					
Commercial and industrial loans and leases	13,544	13,299	12,392	1,152	9.3%
Commercial real estate loans	6,164	6,298	7,184	(1,020)	-14.2%
Total commercial	19,708	19,597	19,576	132	0.7%
Automobile	6,190	5,802	4,847	1,343	27.7%
Home equity loans	7,952	7,784	7,510	442	5.9%
Residential mortgage loans	4,751	4,517	4,354	397	9.1%
Other consumer loans	525	546	683	(158)	-23.1%
Total consumer	19,418	18,649	17,394	2,024	11.6%
Loans and leases	39,126	38,246	36,970	2,156	5.8%
Allowance for loan and lease losses	(1,071)	(1,133)	(1,402)	331	-23.6%
Net loans and leases	38,055	37,113	35,568	2,487	7.0%
Bank owned life insurance	1,480	1,471	1,436	44	3.0%
Premises and equipment	529	501	493	36	7.3%
Goodwill	444	444	444	---	0.0%
Other intangible assets	202	215	259	(57)	-22.0%
Accrued income and other assets	2,145	2,215	2,467	(322)	-13.1%
Total assets	\$ 53,050	\$ 52,949	\$ 51,771	\$ 1,279	2.5%

NR = Not relevant

Balance Sheet – Liabilities and Shareholders' Equity

(in millions)	2011		2010	June '11 vs. '10	
	June 30,	March 31,	June 30,	Amount	Percent
Liabilities					
Demand deposits - non-interest bearing	\$ 8,210	\$ 7,597	\$ 6,463	\$ 1,747	27.0%
Demand deposits - interest bearing	5,642	5,532	5,850	(208)	-3.6%
Money market deposits	12,643	13,105	11,437	1,206	10.5%
Savings and other domestic deposits	4,752	4,762	4,652	100	2.1%
Core certificates of deposit	7,936	8,208	8,974	(1,038)	-11.6%
Total core deposits	39,183	39,204	37,376	1,807	4.8%
Other domestic deposits of \$250,000 or more	436	531	678	(242)	-35.7%
Brokered deposits and negotiable CDs	1,486	1,253	1,373	113	8.2%
Deposits in foreign offices	297	378	422	(125)	-29.6%
Total deposits	41,402	41,366	39,849	1,553	3.9%
Short-term borrowings	2,023	2,051	1,093	930	85.1%
Federal Home Loan Bank advances	220	21	600	(380)	-63.3%
Other long-term debt	1,635	1,901	2,570	(935)	-36.4%
Subordinated notes	1,496	1,488	1,195	301	25.2%
Accrued expenses and other liabilities	1,020	1,083	1,026	(6)	-0.6%
Total liabilities	47,797	47,910	46,332	1,465	3.2%
Shareholders' equity					
Preferred stock	363	363	1,696	(1,333)	-78.6%
Common stock	9	9	7	1	20.5%
Capital surplus	7,588	7,584	6,739	849	12.6%
Less treasury shares, at cost	(9)	(9)	(9)	1	-6.4%
Accumulated other comprehensive loss	(123)	(204)	(84)	(39)	45.7%
Retained earnings	(2,575)	(2,704)	(2,910)	335	-11.5%
Total shareholders' equity	5,253	5,039	5,438	(186)	-3.4%
Total liabilities and shareholders' equity	\$ 53,050	\$ 52,949	\$ 51,771	\$ 1,279	2.5%

Earning Assets and Funding Composition ⁽¹⁾



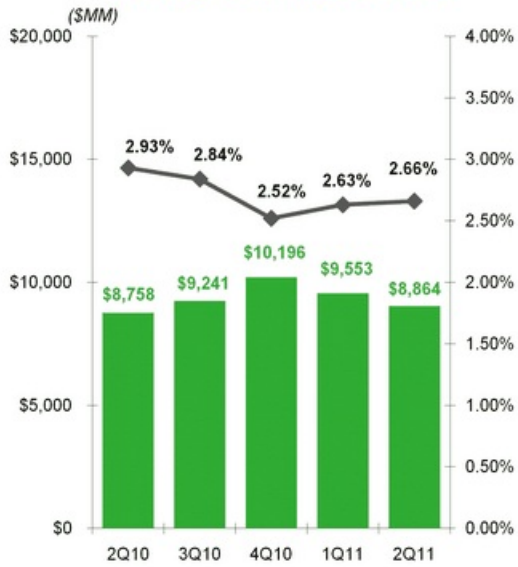
(1) Average balances (2) Interest bearing liabilities + DDA noninterest bearing



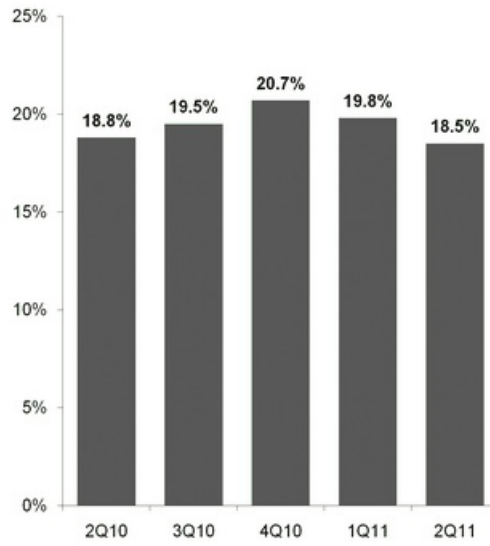
Investment Securities

AFS and Other Securities

Average Balance & Yield



% of Average Earning Assets



Securities Trends ⁽¹⁾

Linked Quarter - Average

(in millions)	2011		Change	
	Second Quarter	First Quarter	Amount	%
Agency CMOs ⁽²⁾	\$ 3,257	\$ 3,721	\$ (464)	(12.5) %
Agency MBS ⁽²⁾	1,538	984	554	56.3
U.S. Treasury & agency debt and TLGP	1,413	1,972	(559)	(28.4)
Auto loan ABS	744	1,050	(306)	(29.1)
Munis	319	316	3	0.9
Non agency MBS	160	179	(19)	(10.6)
Pooled trust preferred	108	102	6	5.9
Other	1,382	1,100	282	25.6
Sub-total	\$ 8,920	\$ 9,424	\$ (504)	(5.3) %
Variable rate demand notes ⁽³⁾	117	129	(12)	(9.3)
Total available-for-sale, held-to-maturity and other securities	\$ 9,038	\$ 9,553	\$ (515)	(5.4) %

⁽¹⁾ Held to maturity, available for sale, and other

⁽²⁾ \$174 MM of Agency CMO / MBS classified as HTM included at amortized cost

⁽³⁾ Variable rate demand notes included in municipal securities in external reporting

- Treasury/Agency debt with weighted average life of approximately 2.5 years
- Agency CMO / MBS with weighted average life of approximately 3.9 years

Securities Overview ⁽¹⁾ – 6/30/11

(SMM)	Fair Value	Average Credit Rating of Fair Value Amount ⁽²⁾					
		AAA	AA +/-	A +/-	BBB +/-	<BBB-	Not Rated
US Treasury	\$ 52	\$ 52	\$ ---	\$ ---	\$ ---	\$ ---	\$ ---
Agency (Debt, PRT, & CMO's) ⁽³⁾	5,815	5,764	51	---	---	---	---
TLGP Debt	156	156	---	---	---	---	---
Asset Backed							
Alt-A mortgage-backed securities	55	---	26	11	---	18	0
Auto loan backed securities	413	413	---	---	---	---	---
Pooled-trust-preferred securities ⁽⁴⁾	110	---	---	26	---	84	---
Floorplan backed securities	271	271	---	---	---	---	---
Private label CMO securities	89	3	7	20	8	50	---
Municipal securities ⁽⁵⁾	320	201	103	---	4	---	12
FHLB/FRB stock	304	---	---	---	---	---	304
Other	1,071	630	379	8	1	---	54
Subtotal	\$ 8,658	\$ 7,491	\$ 567	\$ 66	\$ 13	\$ 152	\$ 369
Variable rate demand notes ⁽⁵⁾	113						
Total available-for-sale, held-to-maturity and other securities	\$ 8,770						

⁽¹⁾ Held-to-maturity, available for sale, and other

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

⁽³⁾ \$670 MM of Agency CMO / MBS classified as HTM included at amortized cost

⁽⁴⁾ Primarily trust preferred for banks/insurance companies

⁽⁵⁾ Variable rate demand notes included in municipal securities in external reporting

Selected Securities – Assessment ⁽¹⁾

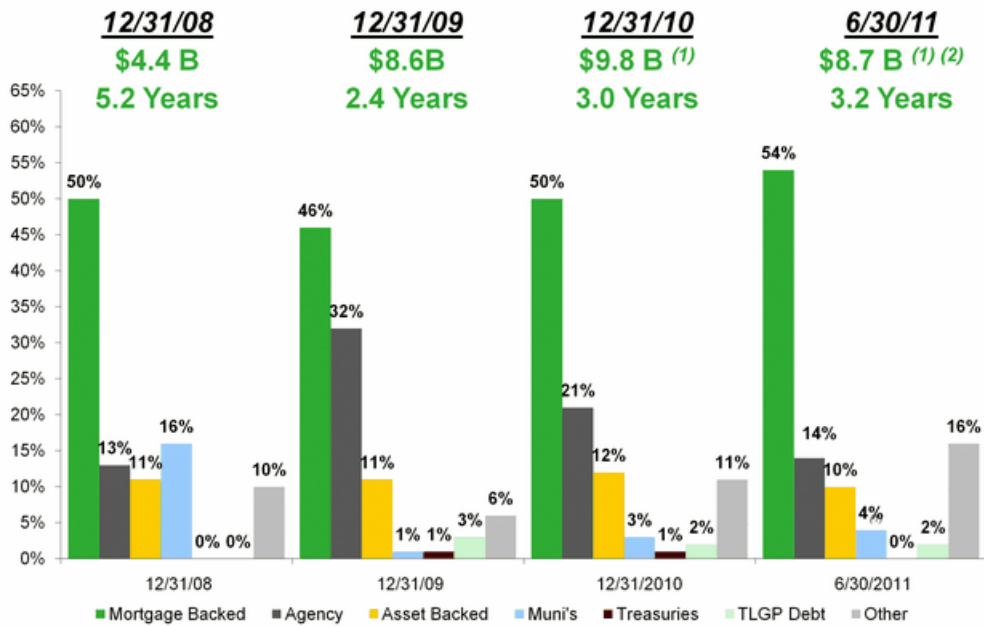
	<u>Par Value</u>	<u>Book Value</u>	<u>Market Value</u>	<u>MTM</u>
Alt-A mortgage backed	\$65 MM	\$62 MM	\$55 MM	\$(7) MM
- Purchased 2006	% to Par Value		85%	
- 3 securities – senior tranche				
- 10/1 ARMs or 30 year fixed; no option ARMs				
- Cash flow analysis performed monthly to test for OTTI with third-party validation				
Trust preferred	296	229	110	(118)
- Purchased 2003-2005	% to Par Value		37%	
- 16 pools with 442 separate issuers				
- Cash flow analysis performed quarterly to test for OTTI with third-party validation				
Prime CMOs	103	98	89	(9)
- Purchased 4Q03-2Q07	% to Par Value		86%	
- 16 securities				
- Cash flow analysis performed monthly to test for OTTI with third-party validation				
Total	\$465 MM	\$389 MM	\$255 MM	\$(134) MM

(1) 6/30/11

MTM – Mark to Market

OTTI – other-than-temporary impairment

Securities Mix Analysis



(1) Excludes variable rate demand notes: \$139 million at 12/31/10 and \$113 million at 6/30/11
 (2) \$670 MM of Agency CMO / MBS classified as HTM included at amortized cost



Loan Portfolio Overview

Credit Exposure Composition

(\$B)	6/30/11		12/31/10		12/31/09		12/31/08		12/31/07	
	Amt	Pct	Amt	Pct	Amt	Pct	Amt	Pct	Amt	Pct
Commercial & industrial	\$13.5	35 %	\$13.1	34 %	\$12.9	35 %	\$13.5	33 %	\$13.1	33 %
Commercial real estate	6.2	16	6.7	18	7.7 ⁽¹⁾	21	10.1	24	9.2	23
Total commercial	19.7	51	19.7	52	20.6	56	23.6	58	22.3	56
Automobile	6.2	16	5.6	15	3.4	11	4.7	12	4.4	11
Home equity	8.0	20	7.7	20	7.6	20	7.6	18	7.3	18
Residential real estate	4.8	12	4.5	12	4.5	12	4.8	12	5.4	14
Other consumer	0.5	1	0.6	1	0.8	2	0.7	2	0.7	2
Total consumer	19.4	49	18.4	48	16.2	44	17.5	42	17.7	44
Total loans & leases	\$39.1	100 %	\$38.1	100 %	\$36.8	100 %	\$41.3	100 %	\$40.1	100 %

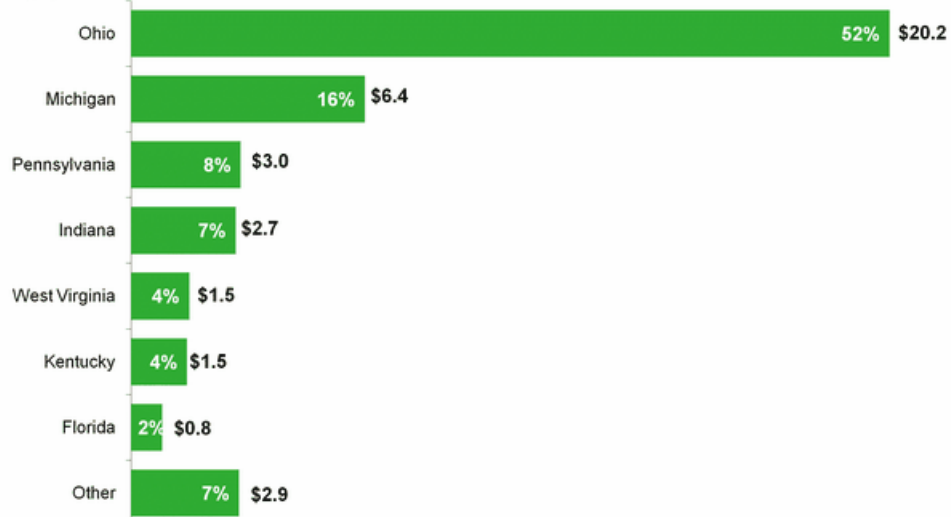
(1) Decline reflects a net reclass from CRE to C&I of \$1.5 B

Total Loans and Leases Portfolio Overview

EOP Outstandings – \$39.1 Billion ⁽¹⁾

By State

(\$B)



(1) 6/30/11

Loan and Lease Trends

Linked Quarter

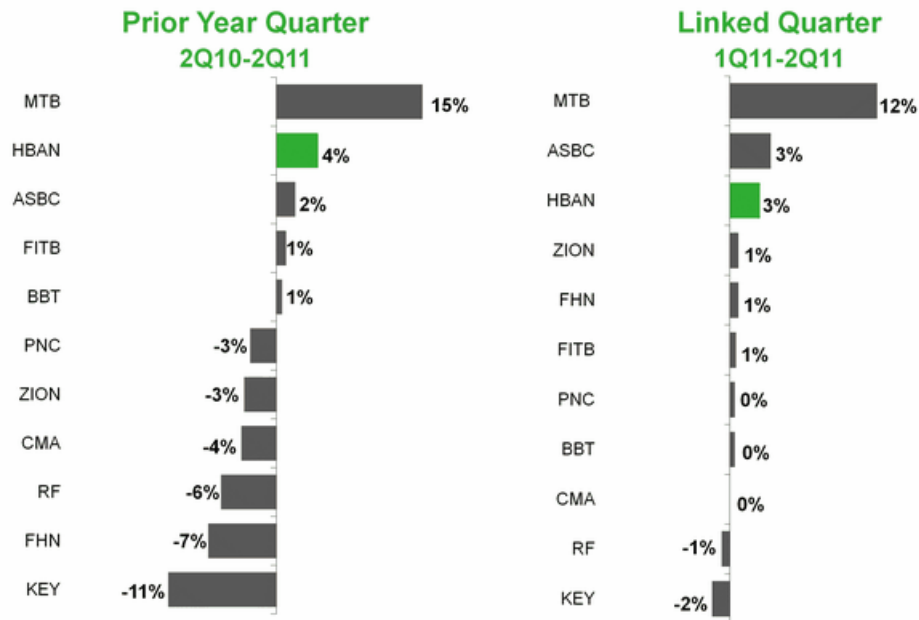
<i>(in billions)</i>	2011		Change	
	Second Quarter	First Quarter	Amount	%
Average Loans and Leases				
Commercial and industrial	\$ 13.4	\$ 13.1	\$ 0.2	2 %
Commercial real estate	6.2	6.5	(0.3)	(4)
Total commercial	19.6	19.6	(0.0)	(0)
Automobile	6.0	5.7	0.3	4
Home equity	7.9	7.7	0.1	2
Residential mortgage	4.6	4.5	0.1	2
Other consumer	0.5	0.6	(0.0)	(4)
Total consumer	18.9	18.5	0.5	3
Total loans and leases	\$ 38.5	\$ 38.1	\$ 0.4	1 %

Loan and Lease Trends

Prior-Year Quarter

<i>(in billions)</i>	Second Quarter		Change	
	2011	2010	Amount	%
Average Loans and Leases				
Commercial and industrial	\$ 13.4	\$ 12.2	\$ 1.1	9 %
Commercial real estate	6.2	7.4	(1.1)	(15)
Total commercial	19.6	19.6	(0.0)	(0)
Automobile	6.0	4.6	1.3	28
Home equity	7.9	7.5	0.3	4
Residential mortgage	4.6	4.6	(0.0)	(1)
Other consumer	0.5	0.7	(0.2)	(23)
Total consumer	18.9	17.5	1.5	8
Total loans and leases	\$ 38.5	\$ 37.1	\$ 1.4	4 %

Gross Loan Growth



Source: SNL; company reports
 MTB's growth includes acquisition of Wilmington Trust's Loan Portfolio



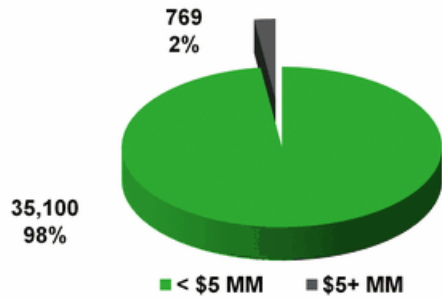


Total Commercial Loans

Total Commercial Loans – Granularity

EOP Outstandings – \$19.7 Billion ⁽¹⁾

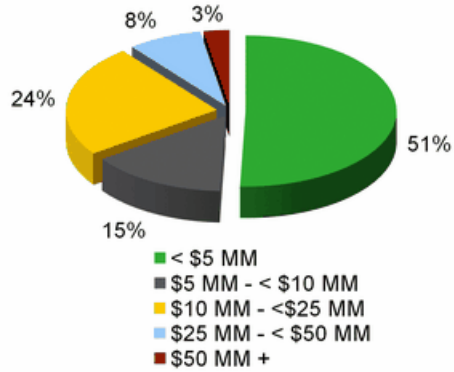
of Loans by Size



\$5 MM - < \$10 MM	405
\$10 MM - < \$25 MM	306
\$25 MM - < \$50 MM	50
> \$50 MM	8
Total	769

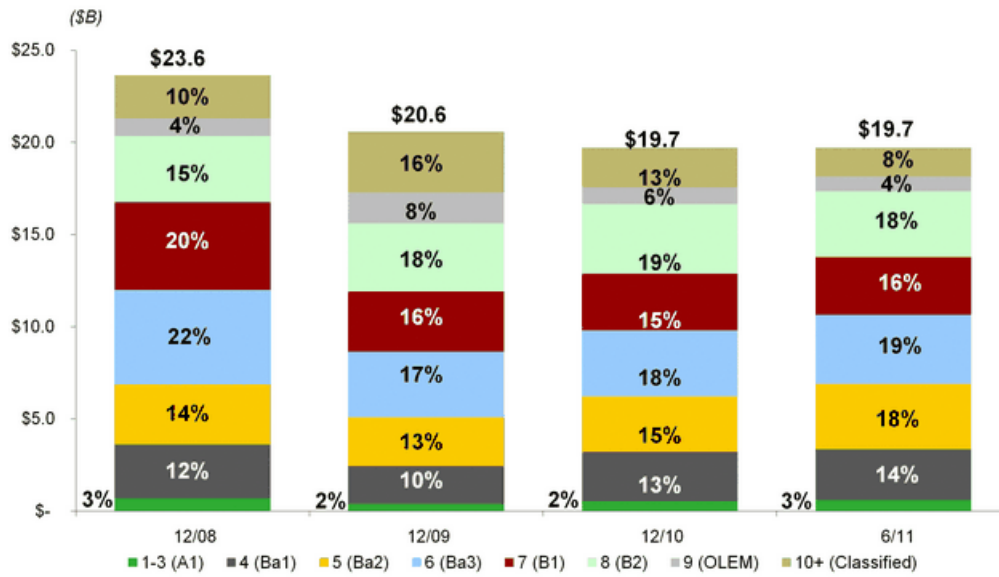
(1) 6/30/11

Loans by Dollar Size



Commercial Loans – Risk Grade Distribution

Percent of End of Period Balances



PD Risk Grades (Moody's or Regulatory Definition)





**Commercial and
Industrial Loans (C&I)**

C&I – Overview

EOP Outstandings – \$13.5 Billion ⁽¹⁾

- Diversified by sector and geographically within our Midwest footprint
- Granular
 - 7 loans >\$50 million... 4% of portfolio
 - 65 loans \$20-\$50 million... 13% of the portfolio
- Focus on middle market companies with \$15-\$500 million in sales

Credit Quality Trends	2Q11	1Q11	4Q10	3Q10	2Q10
30+ days PD & accruing ⁽²⁾	0.27%	0.37%	0.33%	0.97%	0.74%
90+ days PD & accruing ⁽²⁾	--	--	--	--	--
NCOs ⁽³⁾	0.56%	1.29%	1.85%	2.01%	1.90%
NALs ⁽²⁾	1.69%	1.96%	2.65%	3.21%	3.47%
ACL ⁽¹⁾	2.31%	2.48%	2.86%	3.07%	3.67%

(1) 6/30/11 (2) End of Period (3) Annualized

C&I – Credit Risk Management Strategies

What We Do

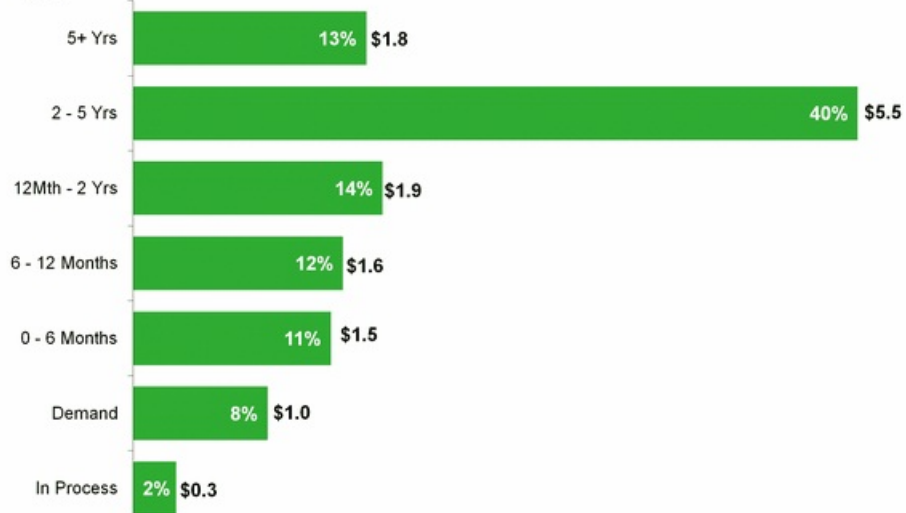
- Lend to defined relationship oriented clients
- Follow disciplined credit policies and processes
- Understand our client's market / industry and their durable competitive advantage
- Underwrite to historical cash flows with collateral as a secondary repayment source
- Emphasize risk / return structure and pricing
- Stress testing for lower earnings / higher interest rates
- Monthly review of criticized and classified loans

C&I Loan Portfolio Composition

EOP Outstandings – \$13.5 Billion ⁽¹⁾

By Maturity

(\$B)



(1) 6/30/11

C&I – Trends

Period-End Balance



Change Analysis

	2Q11 vs. 1Q11	2Q11 vs. 2Q10
Originations	\$809	\$3,240
Net payments / payoffs / takedowns	(546)	(1,739)
Net reclassifications	12	(134)
Charge-offs	(30)	(216)
Net change	\$245	\$1,152
	1.8%	9.3%

C&I – Auto Industry ⁽¹⁾

Outstandings ⁽²⁾

(\$MM)	2Q11	1Q11	4Q10	3Q10	2Q10
Suppliers					
Domestic	\$ 127	\$ 135	\$ 127	\$ 135	\$ 136
Foreign	20	23	22	22	24
Total suppliers	146	157	149	157	160
Dealers					
Floorplan-domestic	651	620	599	470	411
Floorplan-foreign	329	463	457	302	292
Total floorplan	980	1083	1056	772	703
Other	395	391	373	363	360
Total dealers	1,375	1,474	1,429	1,135	1,063
Total auto industry	\$1,521	\$1,631	\$1,578	\$1,292	\$1,223
NALs					
Suppliers	2.16%	3.90%	5.31%	5.82%	6.24%
Dealers	0.07	0.06	0.07	0.09	0.09
Net charge-offs ⁽³⁾					
Suppliers	0.63%	0.25%	2.54%	1.19%	5.13%
Dealers	0.0	0.0	0.0	0.0	0.37

(1) End of period (2) Companies with > 25% of their revenue from the auto industry (3) Annualized



Commercial Real Estate Loans (CRE)

CRE – Overview

EOP Outstandings – \$6.2 Billion ⁽¹⁾

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

CRE – Construction (\$0.6 Billion)

- 47% reduction in balances since 6/30/10
- 72% of current balances to "Core" CRE relationships
- Centralized construction portfolio management within CRE segment

Credit Quality Trends

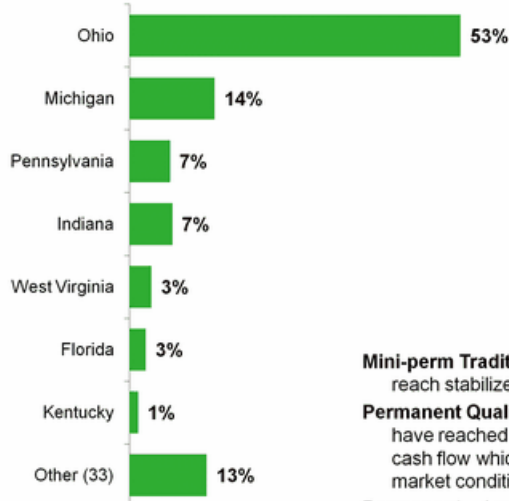
	2Q11	1Q11	4Q10	3Q10	2Q10
30+ days PD & accruing ⁽²⁾	0.45%	1.49	1.45%	1.26%	1.30%
90+ days PD & accruing ⁽²⁾	--	--	--	--	--
NCOs – construction ⁽³⁾	2.99%	18.6%	6.19%	7.25%	14.25%
NCOs – nonconstruction ⁽³⁾	1.65%	2.66%	2.22%	3.01%	2.38%
NALs ⁽²⁾	4.73%	4.86%	5.47%	6.93%	9.23%
ACL ⁽²⁾	7.63%	8.25%	8.94%	9.58%	9.81%

(1) 6/30/11 (2) End of Period (3) Annualized

CRE – Portfolio Composition

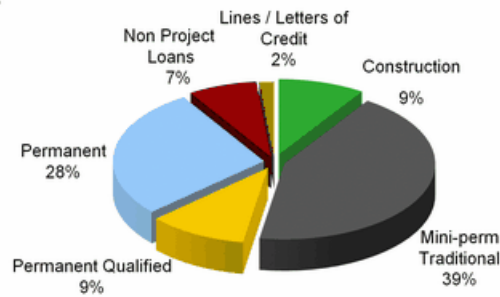
EOP Outstandings – \$6.2 Billion ⁽¹⁾

By Property Locations



(1) 6/30/11

By Loan Type



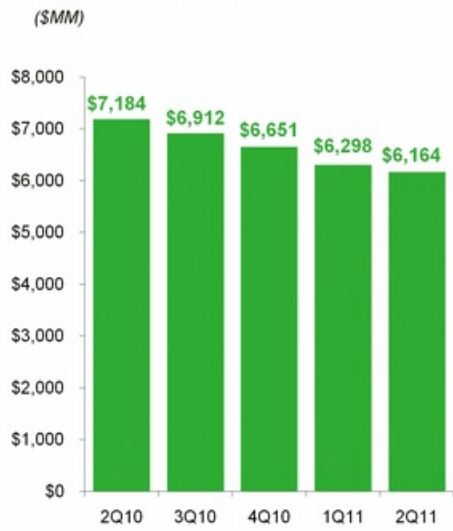
Mini-perm Traditional – Typically 2- to 5-year term loans to allow properties to reach stabilized operating levels after construction, rehab, or repositioning.

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.

CRE – Trends

Period-End Balance



Change Analysis

(\$MM)

	2Q11 vs. 1Q11	2Q11 vs. 2Q10
Originations	\$ 87	\$ 342
Takedowns	180	617
Net payments / payoffs / other	(365)	(1,736)
Charge-offs	(37)	(243)
Net change	\$(134)	\$(1,020)
	(2.1)%	(14.2)%

CRE – Change Analysis

1Q11

	Construction	Commercial	Total CRE
December 31, 2010	\$650	\$6,001	\$6,651
New originations	0	93	93
Net pay-offs / takedowns / other	(33)	(337)	(370)
Charge-offs	(30)	(46)	(76)
March 31, 2011	\$587	\$5,711	\$6,298
Net change	\$(63)	\$(290)	\$(353)

2Q11

	Construction	Commercial	Total CRE
March 31, 2011	\$587	\$5,711	\$6,298
New originations	0	87	87
Net pay-offs / takedowns / other	8	(192)	(184)
Charge-offs	(4)	(33)	(37)
June 30, 2011	\$591	\$5,573	\$6,164
Net change	\$4	\$(138)	\$(134)

CRE – Core Characteristics

EOP Outstandings – \$4.0 Billion ⁽¹⁾

- Long-term meaningful relationships... many have been customers for 20+ years with opportunities for additional cross-sell
- Well-seasoned regional or institutional owners, developers, and organizations
- Primarily Midwest footprint projects generating adequate return on capital
- Proven CRE participants... 28+ years average CRE experience
- 95+% of the loans have personal guarantees
- The portfolio continues to perform well with <0.65% nonaccrual loans

(1) 6/30/11

CRE – Noncore Characteristics

EOP Outstandings – \$2.2 Billion ⁽¹⁾

- Limited opportunity to gain overall banking relationship
- Includes numerous performing, pass-rated loans not meeting desired return on capital
- Includes 66% “criticized” loans from the overall CRE portfolio
- 26% aggressive credit mark
 - Updated values to incorporate current market conditions
- Limited future funding requirements... ~\$44 MM
- 95+% have guarantors
- 100% is secured debt
- 95% is within our geographic footprint
- 62% are “pass” grade or better

(1) 6/30/11

CRE – Noncore Characteristics

Special Assets Department (SAD) (\$1.0 Billion)

- 43% aggressive credit mark
 - Actively working to exit... more aggressive terms – e.g., higher pricing, shorter amortization, sale, etc.
 - 73% of “criticized” loans are managed within SAD

Other (\$1.2 Billion)

- 9% credit mark represents... 3.6x coverage of NALs
- 30+ days past due of only \$10 MM (0.81%)
- Includes \$488 MM of small dollar Investment Real Estate loans
 - Not a strategic focus going forward
 - Very granular risk assessment
 - Actively managing within the context of an exit orientation... though may have opportunities to develop some into fuller, more profitable relationships

CRE – Core vs. Noncore

(\$MM)	O/S	ACL	Criticized	NALs	Prior Charge-offs ⁽¹⁾	ACL	Credit Mark ⁽²⁾
3/31/11							
Core Total	\$3,912	\$140	\$354	\$31	\$ 12	3.58%	3.88%
Noncore SAD	1,249	285	819	239	353	22.78	39.79
Noncore Other	1,138	95	305	36	14	8.35	9.50
Noncore Total	2,387	380	1,124	275	367	15.90	27.12
CRE Total	\$6,298	\$520	\$1,478	\$306	\$379	8.25%	13.46%

6/30/11							
Core Total	\$3,985	\$140	\$424	\$26	\$ 11	3.51%	3.78%
Noncore SAD	988	236	616	239	322	23.89	42.60
Noncore Other	1,191	95	224	26	13	7.98	8.97
Noncore Total	2,179	331	840	266	335	15.19	26.49
CRE Total	\$6,164	\$471	\$1,263	\$292	\$346	7.64%	12.55%

(1) Prior charge-offs represent activity on existing accounts as of date shown, not cumulative for the portfolio

(2) Credit mark = (ACL + prior charge-offs) / (outstandings + prior charge-offs)

CRE – Core vs. Noncore Change Analysis

1Q11	Core	Noncore	Total CRE
December 31, 2010	\$4,042	\$2,609	\$6,651
Originations	92	1	93
Net payments / takedowns / other	(213)	(157)	(370)
Charge-offs	(9)	(67)	(76)
March 31, 2011	\$3,912	\$2,387	\$6,298
Net change	\$(130)	\$(222)	\$(353)

2Q11	Core	Noncore	Total CRE
March 31, 2010	\$3,912	\$2,387	\$6,298
Originations	87	0	87
Net payments / takedowns / other	(45)	(140)	(185)
Charge-offs	(3)	(34)	(37)
Classification changes	35	(34)	1
June 30, 2011	\$3,985	\$ 2,179	\$6,164
Net change	\$ 73	\$ (208)	\$ (134)

CRE – Maturity Schedule

By Loan Type – 6/30/11

(\$MM)	Within 12 Mos.	1 – 2 Years	2 – 5 Years	5+ Years	Total
Construction	\$ 318	\$ 160	\$ 86	\$ 9	\$ 572
Lines / letters of credit	53	20	13	11	96
Non project loans	215	90	103	46	454
Mini-perm traditional	1,419	700	550	4	2,672
Permanent qualified	188	119	254	95	656
Permanent	391	307	557	459	1,714
Total CRE	\$2,584	\$1,396	\$1,562	\$ 623	\$6,164
Core	\$1,575	\$960	\$1,109	\$341	\$3,985
Noncore SAD	603	185	139	61	988
Noncore Other	405	251	313	221	1,191

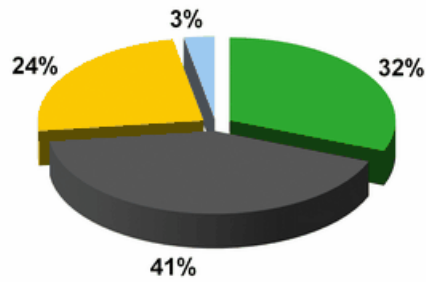


**Total Consumer Loans
and Leases**

Consumer Loans and Leases – 6/30/11

By Loan Type

(\$B)	Amt.	Pct.
Automobile	\$ 6.2	32%
Home equity	8.0	41
Residential RE	4.8	24
Other consumer	0.5	3
Total consumer	\$19.4	100%



■ Automobile ■ Home equity
■ Residential mortgage ■ Other consumer

Consumer Loan Credit Risk Management Objective

Manage the Probability of Default

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

Automobile – Overview

EOP Outstandings – \$6.2 Billion ⁽¹⁾

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

Credit Quality Trends

	2Q11	1Q11	4Q10	3Q10	2Q10
30+ days PD & accruing ⁽²⁾	0.83%	0.89%	1.21%	1.17%	1.25%
90+ days PD & accruing ⁽²⁾	0.07%	0.09%	0.14%	0.17%	0.15%
NCOs ⁽³⁾	0.15%	0.33%	0.51%	0.43%	0.47%
NALs ⁽²⁾	--	--	--	--	--

- 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) 6/30/11 (2) End of Period (3) Annualized

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
- **Decision type** – Significantly reduced the level of underwriter overrule decisions
- **Used car values** – Stabilization in the Manheim Market Index

Risk Recognition

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

Outlook

- Active portfolio management and policy development over the past 5 years
- Origination quality has moderated losses even in the face of more difficult economic conditions
- Expect to see continued decline in losses

Auto Loans – Production and Credit Quality Overview

	2Q11	1Q11	4Q10	3Q10	2Q10	1Q10	4Q09	3Q09	2Q09
Originations									
Amount (\$MM)	\$1,018	\$ 795	\$ 796	\$ 1,010	\$ 944	\$ 678	\$ 516	\$ 394	\$ 277
% new vehicles	52%	44%	48%	50%	49%	42%	41%	44%	30%
Avg. LTV ⁽¹⁾	89%	88%	88%	89%	88%	87%	89%	91%	95%
Avg. FICO ⁽¹⁾	760	758	764	767	770	769	771	763	759
Expected cumulative loss	0.88%	0.88%	0.78%	0.77%	0.72%	0.70%	0.65%	0.74%	0.92%
Portfolio Performance									
30+ days PD & accruing %	0.83%	0.87%	1.18%	1.12%	1.20%	1.30%	1.98%	2.02%	2.06%
Year-to-Date NCO %	0.24%	0.33%	0.53%	0.53%	0.61%	0.76%	1.51%	1.52%	1.63%
Vintage Performance									
6-month losses ⁽¹⁾				0.03%	0.04%	0.03%	0.03%	0.04%	0.03%
9-month losses ⁽¹⁾					0.09%	0.07%	0.08%	0.08%	0.10%
12-month losses ⁽¹⁾						0.11%	0.12%	0.15%	0.18%

(1) Annualized

Home Equity – Overview

EOP Outstandings – \$8.0 Billion ⁽¹⁾

- Focused on geographies within our Midwest footprint
- Focused on high quality borrowers... >730 FICOs
- Began exit of broker channel in 2005... <7% of outstandings today
- Conservative underwriting – manage the probability of default
- High risk borrower actions
 - Updated collateral values
 - Proactive contact via servicing group
 - Capped lines

Credit Quality Trends

	2Q11	1Q11	4Q10	3Q10	2Q10
30+ days PD & accruing ⁽²⁾	1.09%	1.21%	1.29%	1.39%	1.28%
90+ days PD & accruing ⁽²⁾	0.22%	0.31%	0.30%	0.35%	0.36%
NCOs ⁽³⁾	1.29%	1.38%	1.51%	1.47%	2.36%
NALs ⁽²⁾	0.42%	0.32%	0.29%	0.28%	0.30%

- Credit quality continues to perform within expectations

(1) 6/30/11 (2) End of Period (3) Annualized; 2Q10 including \$15.9 MM Franklin-related

Home Equity – Credit Risk Management Strategies

Performance Drivers

- **Borrower quality** – as measured at origination by
 - Custom Score – utilized to further segment FICO eligible applications – continues to enhance predictive modeling
 - FICO score – consistent increasing trend, with very limited under 670 production
 - Updated borrower quality based on quarterly re-score is consistent
- **Payments** – 70+% of borrowers consistently make more than required payment
- **Geography** – Footprint lender with limited investor property exposure
- **Broker Channel** – Eliminated in 2006 based on risk profile
- **Customer relationship orientation** – not one-off transactions

Risk Recognition

- Major focus on loss mitigation since 2008 – 70% of loan modifications continue to pay according to the modified terms
- Write-down to discounted current value less selling costs at 120 days past due
- Non-accrual balances represent the realizable value estimate in future periods

Originations

- Average FICO scores of 750+ with average LTVs of <85% for 2nd-liens and <75% for 1st-liens.

Outlook

- Expect losses to be elevated compared to historical norms throughout 2011
 - Consistent to improved borrower quality based on updated FICO scores

Residential Mortgages – Overview

EOP Outstandings – \$4.8 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
- \$508 MM of Interest Only loans... targeted within executive relocation activities
- \$288 MM of Alt-A mortgages... exited in 2007

Credit Quality Trends ⁽²⁾	2Q11	1Q11	4Q10	3Q10	2Q10
30+ days PD & accruing ⁽³⁾	4.32%	4.1%	4.6%	5.24%	5.55%
90+ days PD & accruing ⁽³⁾	0.72%	0.93%	1.20%	1.26%	1.08%
NCOs ⁽⁴⁾	1.44%	1.70%	2.42%	1.73%	7.19%
NALs ⁽³⁾	1.26%	0.99%	1.00%	1.84%	1.99%

- Credit quality continues to perform within expectations

(1) 6/30/11 (2) Excludes GNMA loans – no additional risk as they are approved for repurchase (3) End of Period
 (4) Annualized; 4Q10 includes \$16.4 MM related to loans sold and \$4.6 MM Franklin-related recovery; 2Q10 including \$64.2 MM Franklin-related



Residential Mortgages – 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**
 - \$508 MM of Interest Only loans... targeted within executive relocation activities... continues to perform well
 - \$288 MM of Alt-A mortgages... exited in 2007... represents 6% 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

Residential Mortgages – Credit Risk Management Strategies

Risk Recognition

- Write down to discounted current value less selling costs at 150 days past due
- Nonaccrual balances represent the realizable value estimate in future periods

Continued Focus on Borrower's Ability to Pay for New Originations

- All loans are fully documented
- Underwritten to Secondary Market standards

Loss Mitigation

- **Home Savers program – 20% recidivism**
 - Early identification of Loss Mitigation candidates – i.e., pre-delinquency via predictive modeling
 - Decrease foreclosure activity in favor of Loan Modifications and short sales
 - Rewrite / modify customers with a focus on reducing principal quickly
 - Create saleable structures where possible
 - Income verification in all cases to maximize re-performance probability

Account Management

- Proactive contact six months prior to ARM resets

Residential Mortgages – LTV, FICO, Originations

	2Q11	1Q11	4Q10	3Q10	2Q10
Ending balance (\$B)	\$4.8	\$4.5	\$4.5	\$4.5	\$4.4
Average LTV	78%	78%	77%	77%	77%
Average FICO ⁽¹⁾	729	723	721	719	717
Originations ⁽²⁾ (\$MM)	\$447	\$304	\$427	\$485	\$452
Average LTV ⁽³⁾	86%	82%	81%	83%	83%
Average FICO ⁽³⁾	759	755	759	758	760

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

(2) Only owned-portfolio originations

(3) Weighted average at origination

Other Consumer loans

EOP Outstandings – \$0.5 Billion ⁽¹⁾

- Over 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) 6/30/11



Credit Quality Review

Credit Quality Trends Overview

	2Q11	1Q11	4Q10	3Q10	2Q10
Net charge-off ratio	1.01%	1.73%	1.82%	1.98%	3.01%
90+ days PD and accruing ⁽¹⁾	0.15	0.19	0.23	0.25	0.23
NAL ratio ⁽²⁾	1.57	1.66	2.04	2.62	3.25
NPA ratio ⁽³⁾	1.67	1.80	2.21	2.94	4.24
Criticized asset ratio ⁽⁴⁾	6.93	7.90	9.15	11.02	13.00
ALLL ratio	2.74	2.96	3.28	3.56	3.79
ALLL / NAL coverage	174	178	161	136	117
ALLL / NPA coverage	164	164	148	121	89
ACL ratio	2.84	3.07	3.39	3.67	3.90
ACL/ Criticized assets ⁽⁴⁾	41.00	38.85	36.98	33.20	29.70
ACL / NAL coverage	181	185	166	140	120
ACL / NPA coverage	170	170	153	125	91

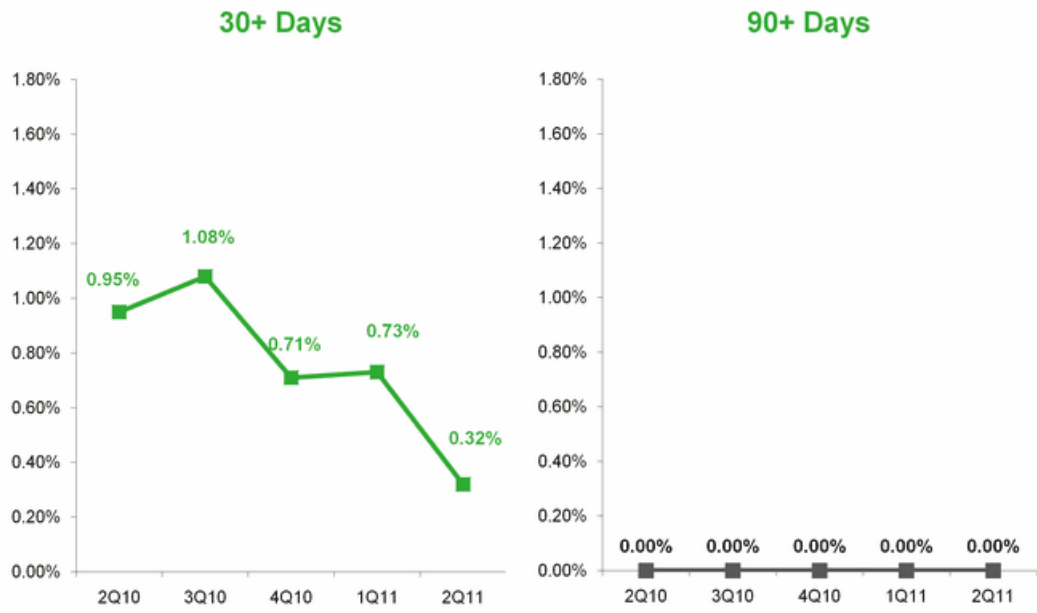
(1) Excludes loans guaranteed by the U.S. Government

(2) NALs divided by total loans and leases

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

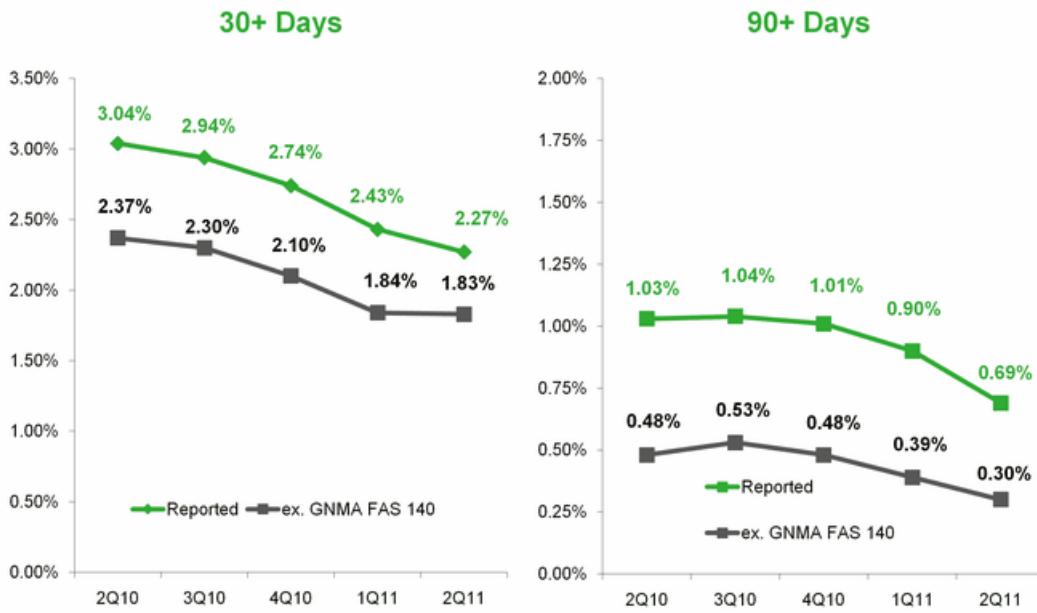
(4) Criticized assets = commercial criticized loans + consumer loans >60 DPD + OREO; Total criticized assets divided by the sum of loans and leases, impaired loans held for sale, net other real estate and other NPAs

Total Commercial Loan – Delinquencies ⁽¹⁾



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

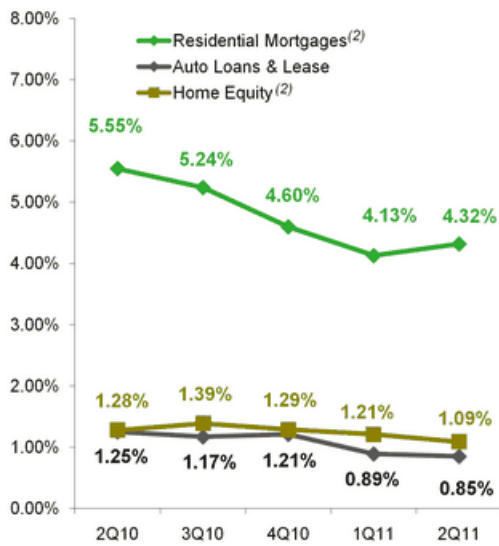
Total Consumer Loan Delinquencies ⁽¹⁾



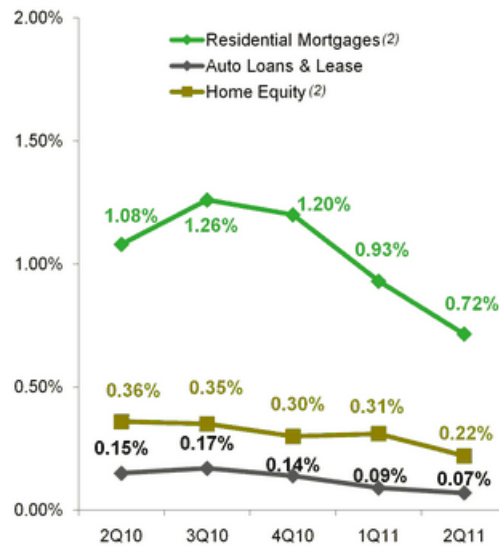
(1) Period end; delinquent but accruing as a % of related outstandings at EOP

Consumer Loan Delinquencies ⁽¹⁾

30+ Days



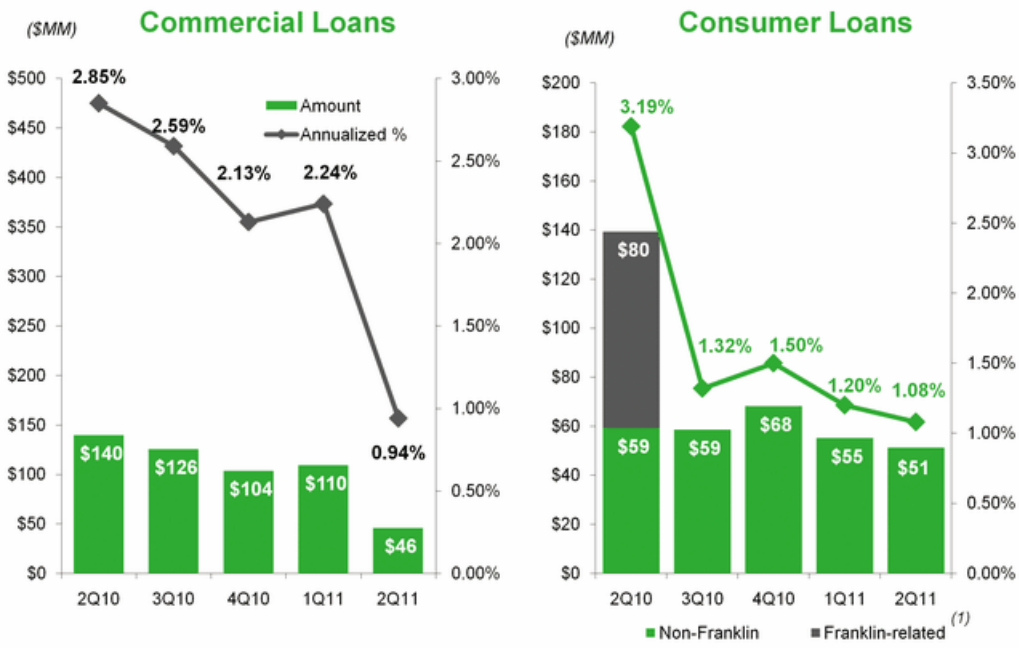
90+ Days



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

(2) Excludes GNMA FAS 140 government guaranteed and Franklin in periods prior to 2Q10

Net Charge-Offs



(1) Includes \$16.4 MM related to \$39.8 MM of residential mortgages sold and a \$4.4 MM Franklin-related recovery



Net Charge-Offs

(\$MM)	2Q11	1Q11	4Q10	3Q10	2Q10
Commercial and industrial	\$18.7	\$42.2	\$59.1	\$62.2	\$58.1
Commercial real estate	27.6	67.7	44.9	63.7	81.7
Total commercial	46.3	109.9	104.0	125.9	139.9
Automobile	2.3	4.7	7.0	5.6	5.4
Home equity	25.4	26.7	29.2	27.8	44.5
Residential mortgages ⁽¹⁾	16.5	18.9	26.8	19.0	82.8
Other	7.1	4.9	5.3	6.3	6.6
Total consumer	51.2	55.2	68.3	58.6	139.4
Total	\$97.5	\$165.1	\$172.3	\$184.5	\$279.2

Memo: Excluding Franklin-related NCOs ⁽²⁾

Commercial and industrial	\$18.7	\$42.2	\$59.2	\$66.8	\$58.3
Home equity	25.4	26.7	29.2	26.7	28.5
Residential mortgages ⁽¹⁾	15.9	22.0	31.2	15.6	18.6
Total	96.9	168.1	176.8	184.5	199.2

(1) 4Q10 Includes \$16.4 MM related to the sale of \$39.8 MM of residential mortgages

(2) See non-Franklin credit metrics reconciliation

Net Charge-Off Ratios ⁽¹⁾

	2Q11	1Q11	4Q10	3Q10	2Q10
Commercial and industrial	0.56%	1.29%	1.85%	2.01%	1.90%
Commercial real estate	1.77	4.15	2.64	3.60	4.44
Total commercial	0.94	2.24	2.13	2.59	2.85
Automobile	0.15	0.33	0.51	0.43	0.47
Home equity	1.29	1.38	1.51	1.47	2.36
Residential mortgages ⁽²⁾	1.44	1.70	2.42	1.73	7.19
Other	5.27	3.47	3.66	3.83	3.81
Total consumer	1.08	1.20	1.50	1.32	3.19
Total	1.01%	1.73%	1.82%	1.98%	3.01%

Memo: Excluding Franklin-related NCOs ⁽³⁾

Commercial and industrial	0.56%	1.29%	1.86%	2.15%	1.90%
Home equity	1.29	1.38	1.51	1.41	1.53
Residential mortgages ⁽²⁾	1.39	1.97	2.82	1.42	1.74
Total	1.01	1.77	1.87	1.98	2.17

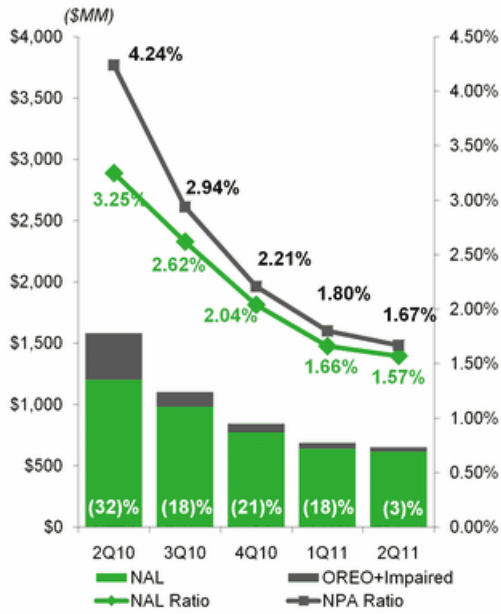
(1) Annualized

(2) 4Q10 Includes \$16.4 MM related to the sale of \$39.8 million of residential mortgages

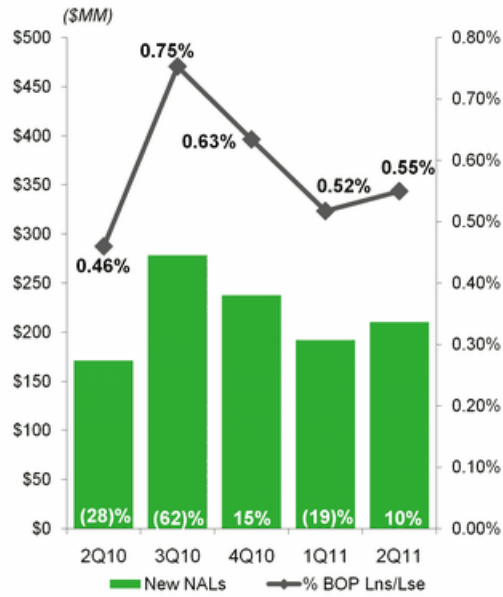
(3) See non-Franklin credit metrics reconciliation

Nonaccrual Loans and Nonperforming Assets

NALs & NPAs – EOP



NAL Inflows



Nonaccrual Loans (NALs) and Nonperforming Assets (NPAs)

(in millions)	2011		2010		
	Jun. 30	Mar. 31	Dec. 31	Sep. 30	Jun. 30
Nonaccrual loans and leases (NALs):					
Commercial and industrial	\$ 229.3	\$ 260.4	\$ 346.7	\$ 398.4	\$ 429.6
Commercial real estate	291.5	305.8	363.7	478.8	663.1
Residential mortgage	59.9	44.8	45.0	83.0	86.5
Home equity	33.5	25.3	22.5	21.7	22.2
Total nonaccrual loans and leases (NALs)	614.2	636.3	777.9	981.8	1,201.3
Other real estate, net:					
Residential	20.8	28.7	31.6	65.8	71.9
Commercial	17.9	26.0	35.2	57.3	67.2
Total other real estate, net	38.7	54.6	66.8	123.1	139.1
Impaired loans held for sale ⁽¹⁾	-	-	-	-	242.2
Total nonperforming assets (NPAs)	\$ 652.9	\$ 690.9	\$ 844.8	\$ 1,104.9	\$ 1,582.7
NAL ratio ⁽²⁾	1.57 %	1.66 %	2.04 %	2.62 %	3.25 %
NPA ratio ⁽³⁾	1.67	1.80	2.21	2.94	4.24
Nonperforming Franklin assets					
Residential mortgage	\$ -	\$ -	\$ -	\$ -	\$ -
Home equity	-	-	-	-	-
OREO	0.9	6.0	9.5	15.3	24.5
Impaired loans held for sale ⁽¹⁾	-	-	-	-	242.2
Total nonperforming Franklin assets	\$ 0.9	\$ 6.0	\$ 9.5	\$ 15.3	\$ 266.7

⁽¹⁾ June 30, 2010, figure represents NALs associated with the transfer of Franklin-related residential mortgage and home equity loans to loans held for sale. Held for sale loans are carried at the lower of cost or fair value less costs to sell.

⁽²⁾ Total NALs as a % of total loans and leases

⁽³⁾ Total NPAs as a % of sum of loans and leases, impaired loans held for sale, and net other real estate

Nonperforming Asset Flow Analysis

(\$MM)	2Q11	1Q11	4Q10	3Q10	2Q10
NPA beginning-of-period	\$690.9	\$844.8	\$1,104.9	\$1,582.7	\$1,918.4
Additions / increases	210.3	192.0	237.8	278.4	171.6
Franklin – net impact	(5.1)	(3.5)	(5.9)	(251.4)	(86.7)
Return to accruing status	(68.4)	(70.9)	(100.1)	(111.2)	(78.7)
Loan and lease losses	(74.9)	(128.7)	(126.1)	(151.0)	(173.2)
OREO gains (losses)	0.4	1.5	(5.1)	(5.3)	2.5
Payments	(73.0)	(87.0)	(191.3)	(210.6)	(140.9)
Sales	(27.1)	(57.2)	(69.6)	(26.7)	(30.2)
NPA end-of-period	\$652.9	\$690.9	\$844.8	\$1,104.9	\$1,582.7
Percent change	(5)%	(18)%	(24)%	(30)%	(17)%

Total Commercial Loans – Criticized Loan Flow Analysis

Period End

(\$MM)	2Q11	1Q11	4Q10	3Q10	2Q10
Criticized beginning-of-period	\$2,661	\$3,074	\$3,638	\$4,106	\$4,608
Additions / increases	250	170	290	408	280
Advances	44	62	52	75	79
Upgrades to "Pass"	(272)	(239)	(383)	(391)	(409)
Paydowns	(232)	(295)	(401)	(409)	(331)
Charge-offs	(73)	(112)	(121)	(152)	(121)
Criticized end-of-period	\$2,379	\$2,661	\$3,074	\$3,638	\$4,106
Percent change	(11)%	(13)%	(15)%	(11)%	(11)%

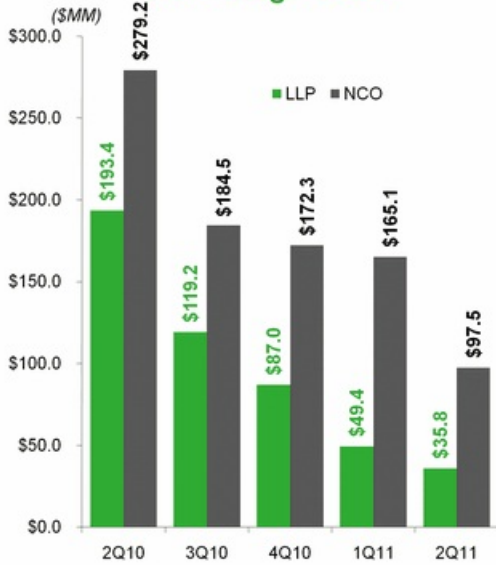
Accruing Trouble Debt Restructured Loans

<i>(in millions)</i>	2011		2010		
	Jun. 30	Mar. 31	Dec. 31	Sep. 30	Jun. 30
Accruing loans and leases past due 90 days or more:					
Total excluding loans guaranteed by the U.S. Government	\$ 57.7	\$ 73.6	\$ 87.7	\$ 95.4	\$ 83.4
Loans guaranteed by the U.S. Government	77.0	94.4	98.3	94.2	95.4
Total loans and leases	134.6	\$ 168.0	\$ 185.9	\$ 189.6	\$ 178.8
Ratios ⁽¹⁾					
Excluding loans guaranteed by the U.S. government	0.15 %	0.19 %	0.23 %	0.25 %	0.23 %
Guaranteed by U.S. government	0.19	0.25	0.26	0.26	0.26
Including loans guaranteed by the U.S. government	0.34	0.44	0.49	0.51	0.49
Accruing restructured loans (ARLs):					
Commercial	\$ 240.1	\$ 206.5	\$ 222.6	\$ 158.0	\$ 141.4
Residential mortgages	313.8	333.5	328.4	304.4	281.5
Other	75.0	78.5	76.6	73.2	65.1
Total accruing restructured loans	\$ 628.9	\$ 618.4	\$ 627.6	\$ 535.5	\$ 487.9

⁽¹⁾ Percent of related loans and leases

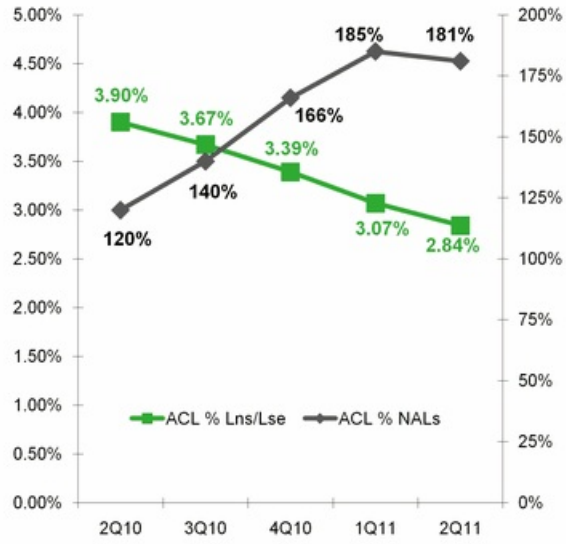
Provision, NCO, and ACL

Loan Loss Provision vs. Net Charge-offs ⁽¹⁾

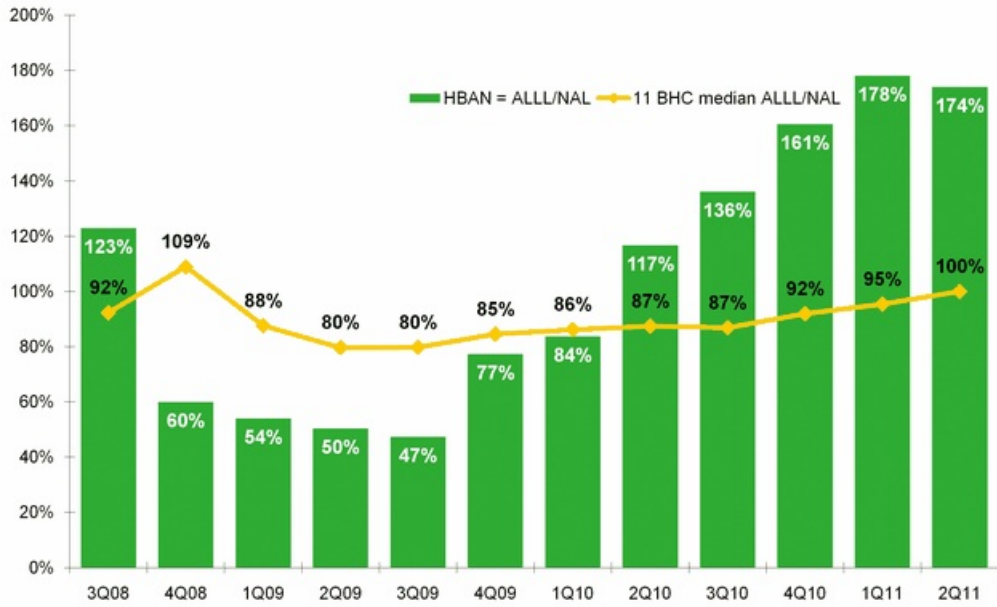


(1) NCO % annualized
(2) End of period

Allowance for Credit Losses vs. NALs ⁽²⁾

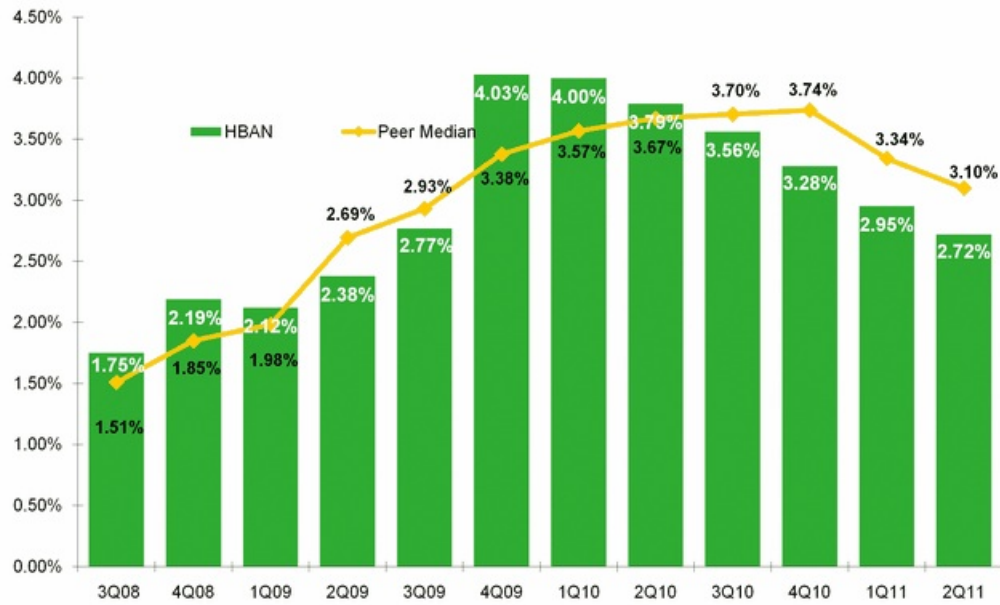


Relative Performance – ALLL / NAL Coverage



Source: SNL; company reports

Relative Performance – LLR/Loans Ratios

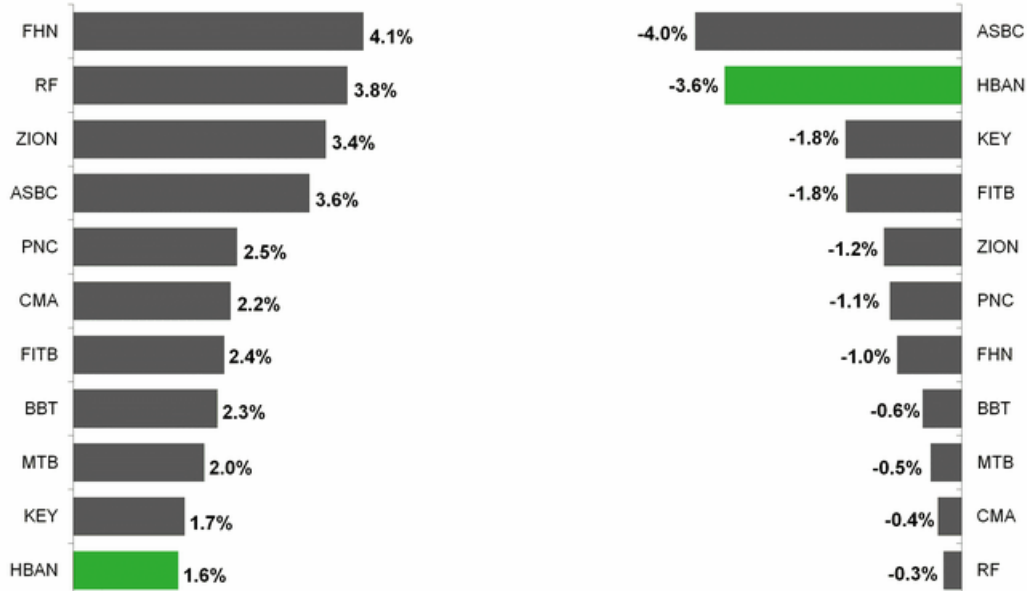


Source: SNL; company reports

Rapid Improvement in Credit Quality – Nonaccrual Loans Ratio

6/30/11

Change from 6/30/10

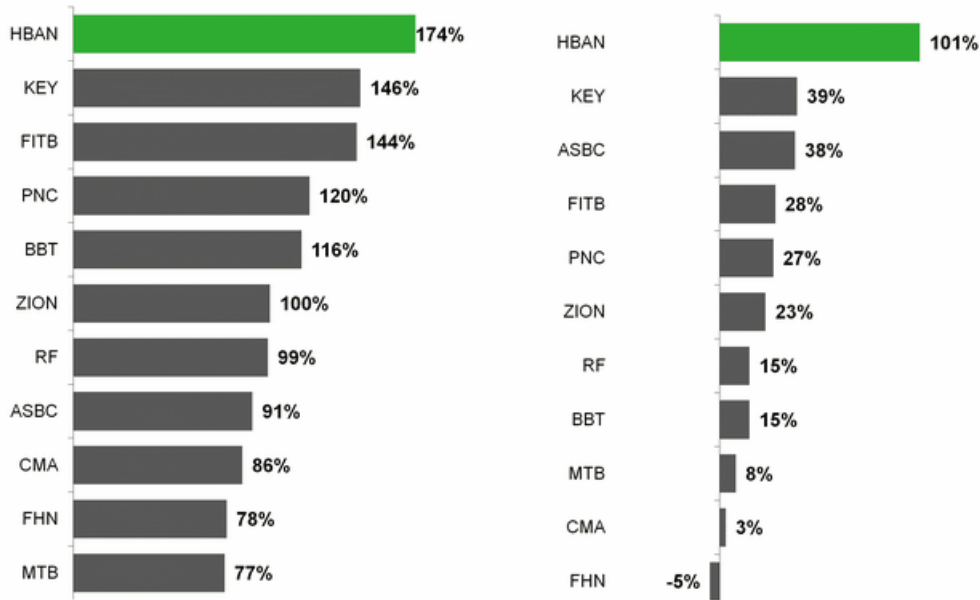


Source: SNL; company reports

Rapid Improvement in Credit Quality – Loan Loss Reserves / Nonaccrual Loans

6/30/11

Change from 6/30/10



Source: SNL; company reports



**Non-Franklin Credit
Metrics Reconciliations**

Non-Franklin Credit Metrics Reconciliation

(in millions)	Second Quarter 2011			First Quarter 2011		
	Reported	Franklin	Non-Franklin	Reported	Franklin	Non-Franklin
Loan loss provision	\$ 35.8	\$ 0.6	\$ 35.2	\$ 49.4	\$ (3.1)	\$ 52.4
Total net charge-offs - \$	\$ 97.5	\$ 0.6	\$ 96.9	\$ 165.1	\$ (3.1)	\$ 168.1
Total net charge-offs - %	1.01 %		1.01 %	1.73 %		1.77 %
Provision > net charge offs	\$ (61.7)	\$ -	\$ (61.7)	\$ (115.7)	\$ -	\$ (115.7)
ALLL - \$	\$ 1,071.0	\$ -	\$ 1,071.0	\$ 1,133.2	\$ -	\$ 1,133.2
ALLL - % loans/leases	2.74 %		2.74 %	2.96 %		2.96 %
NAL coverage ratio	174 %		174 %	178 %		178 %
NPA coverage ratio	164 %		164 %	164 %		165 %
ACL - \$	\$ 1,112.2	\$ -	\$ 1,112.2	\$ 1,175.4	\$ -	\$ 1,175.4
ACL - % loans/leases	2.84 %		2.84 %	3.07 %		3.07 %
NAL coverage ratio	181 %		181 %	185 %		185 %
NPA coverage ratio	170 %		171 %	170 %		172 %
Total loans and leases - EOP	\$ 39,126	\$ -	\$ 39,126	\$ 38,246	\$ -	\$ 38,246
Total loans and leases - Avg	\$ 38,535	\$ -	\$ 38,535	\$ 38,098	\$ -	\$ 38,098
Nonaccrual loans (NAL) - EOP	\$ 614.2	\$ -	\$ 614.2	\$ 636.3	\$ -	\$ 636.3
OREO	38.7	0.9	37.8	54.6	6.0	48.7
Impaired loans held for sale	-	-	-	-	-	-
Other NPAs	-	-	-	-	-	-
Nonperforming assets (NPA) - EOP	\$ 652.9	\$ 0.9	\$ 652.1	\$ 690.9	\$ 6.0	\$ 684.9
NAL ratio ⁽¹⁾	1.57 %		1.57 %	1.66 %		1.66 %
NPA ratio ⁽²⁾	1.67 %		1.66 %	1.80 %		1.79 %

(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)	Fourth Quarter 2010			Third Quarter 2010		
	Reported	Franklin	Non-Franklin	Reported	Franklin	Non-Franklin
Loan loss provision	\$ 87.0	\$ (4.6)	\$ 91.5	\$ 119.2	\$ 0.0	\$ 119.1
Total net charge-offs - \$	\$ 172.3	\$ (4.6)	\$ 176.8	\$ 184.5	\$ 0.0	\$ 184.5
Total net charge-offs - %	1.82 %		1.87 %	1.98 %		1.98 %
Provision > net charge offs	\$ (85.3)	\$ -	\$ (85.3)	\$ (65.4)	\$ 0.0	\$ (65.4)
ALLL - \$	\$ 1,249.0	\$ -	\$ 1,249.0	\$ 1,336.4	\$ -	\$ 1,336.4
ALLL - % loans/leases	3.28 %		3.28 %	3.56 %		3.56 %
NAL coverage ratio	161 %		161 %	136 %		136 %
NPA coverage ratio	148 %		150 %	121 %		123 %
ACL - \$	\$ 1,291.1	\$ -	\$ 1,291.1	\$ 1,376.4	\$ -	\$ 1,376.4
ACL - % loans/leases	3.39 %		3.39 %	3.67 %		3.67 %
NAL coverage ratio	166 %		166 %	140 %		140 %
NPA coverage ratio	153 %		155 %	125 %		126 %
Total loans and leases - EOP	\$ 38,107	\$ -	\$ 38,107	\$ 37,501	\$ -	\$ 37,501
Total loans and leases - Avg	\$ 37,800	\$ -	\$ 37,800	\$ 37,215	\$ -	\$ 37,215
Nonaccrual loans (NAL) - EOP	\$ 777.9	\$ -	\$ 777.9	\$ 981.8	\$ -	\$ 981.8
OREO	66.8	9.5	57.3	123.1	15.3	107.8
Impaired loans held for sale	-	-	-	-	-	-
Other NPAs	-	-	-	-	-	-
Nonperforming assets (NPA)	\$ 844.8	\$ 9.5	\$ 835.3	\$ 1,104.9	\$ 15.3	\$ 1,089.5
NAL ratio ⁽¹⁾	2.04 %		2.04 %	2.62 %		2.62 %
NPA ratio ⁽²⁾	2.21 %		2.19 %	2.94 %		2.90 %

(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)	Second Quarter 2010			First Quarter 2010		
	Reported	Franklin	Non-Franklin	Reported	Franklin	Non-Franklin
Loan loss provision	\$ 193.4	\$ 80.0	\$ 113.4	\$ 235.0	\$ 11.5	\$ 223.5
Total net charge-offs - \$	\$ 279.2	\$ 80.0	\$ 199.2	\$ 238.5	\$ 11.5	\$ 227.0
Total net charge-offs - %	3.01 %		2.17 %	2.58 %		2.48 %
Provision > net charge offs	\$ (85.8)	\$ -	\$ (85.8)	\$ (3.5)	\$ -	\$ (3.5)
ALLL - \$	\$ 1,402.2	\$ -	\$1,402.2	\$ 1,478.0	\$ -	\$1,478.0
ALLL - % loans/leases	3.79 %		3.79 %	4.00 %		4.05 %
NAL coverage ratio	117 %		117 %	84 %		103 %
NPA coverage ratio	89 %		107 %	77 %		94 %
ACL - \$	\$ 1,441.8	\$ -	\$1,441.8	\$ 1,527.9	\$ -	\$1,527.9
ACL - % loans/leases	3.90 %		3.90 %	4.14 %		4.18 %
NAL coverage ratio	120 %		120 %	87 %		106 %
NPA coverage ratio	91 %		110 %	80 %		98 %
Total loans and leases - EOP	\$ 36,970	\$ -	\$ 36,970	\$ 36,932	\$ 419	\$ 36,513
Total loans and leases - Avg	\$ 37,089	\$ 404	\$ 36,685	\$ 36,980	\$ 431	\$ 36,549
Nonaccrual loans (NAL) - EOP	\$ 1,201.3	\$ -	\$1,201.3	\$ 1,766.1	\$ 329.0	\$1,437.1
OREO	139.1	24.5	114.6	152.3	24.4	127.8
Impaired loans held for sale	242.2	242.2	-	-	-	-
Other NPAs	-	-	-	-	-	-
Nonperforming assets (NPA)	\$ 1,582.7	\$ 266.7	\$1,316.0	\$ 1,918.4	\$ 353.5	\$1,564.9
NAL ratio ⁽¹⁾	3.25 %		3.25 %	4.78 %		3.94 %
NPA ratio ⁽²⁾	4.24 %		3.55 %	5.17 %		4.27 %

(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)	Second Quarter 2011			First Quarter 2011		
	Reported	Franklin	Non-Franklin	Reported	Franklin	Non-Franklin
Net charge-offs (recoveries):						
Commercial and industrial	\$ 18.7	-	\$ 18.7	\$ 42.2	-	\$ 42.2
Commercial real estate	27.6	-	27.6	67.7	-	67.7
Total commercial	46.3	-	46.3	109.9	-	109.9
Automobile	2.3	-	2.3	4.7	-	4.7
Home equity	25.4	-	25.4	26.7	-	26.7
Residential mortgage	16.5	0.6	15.9	18.9	(3.1)	22.0
Other consumer	7.1	-	7.1	4.9	-	4.9
Total consumer	51.3	0.6	50.7	55.2	(3.1)	58.3
Total net charge-offs	\$ 97.5	\$ 0.6	\$ 96.9	\$ 165.1	\$ (3.1)	\$ 168.1
Net charge-offs (recoveries) - annualized percentages:						
Commercial & industrial	0.56 %	- %	0.56 %	1.29 %	- %	1.29 %
Commercial real estate	1.77	-	1.77	4.15	-	4.15
Total commercial	0.94	-	0.94	2.24	-	2.24
Automobile	0.15	-	0.15	0.33	-	0.33
Home equity	1.29	-	1.29	1.38	-	1.38
Residential mortgage	1.45	-	1.39	1.70	-	1.97
Other consumer	5.28	-	5.28	3.47	-	3.47
Total consumer	1.08	-	1.07	1.20	-	1.26
Total net charge-offs	1.01 %	- %	1.01 %	1.73 %	- %	1.77 %
Average Loans and Leases						
Commercial & industrial	\$ 13,370	\$ -	\$ 13,370	\$ 13,121	\$ -	\$ 13,121
Commercial real estate	6,233	-	6,233	6,524	-	6,524
Total commercial	19,603	-	19,603	19,645	-	19,645
Automobile	5,954	-	5,954	5,701	-	5,701
Home equity	7,874	-	7,874	7,728	-	7,728
Residential mortgage	4,566	-	4,566	4,465	-	4,465
Other consumer	538	-	538	559	-	559
Total consumer	18,932	-	18,932	18,453	-	18,453
Total loans and leases	\$ 38,535	\$ -	\$ 38,535	\$ 38,098	\$ -	\$ 38,098

(1) Annualized



Quarterly Net Charge-Off Reconciliation ⁽¹⁾

(in millions)	Fourth Quarter 2010			Third Quarter 2010		
	Reported	Franklin	Non-Franklin	Reported	Franklin	Non-Franklin
Net charge-offs (recoveries):						
Commercial and industrial	\$ 59.1	\$ (0.1)	\$ 59.3	\$ 62.2	\$ (4.5)	\$ 66.8
Commercial real estate	44.9	-	44.9	63.7	-	63.7
Total commercial	104.0	(0.1)	104.1	125.9	(4.5)	130.4
Automobile	7.0	-	7.0	5.6	-	5.6
Home equity	29.2	-	29.2	27.8	1.2	26.7
Residential mortgage	26.8	(4.4)	31.2	19.0	3.4	15.6
Other consumer	5.3	-	5.3	6.3	-	6.3
Total consumer	68.3	(4.4)	72.7	58.6	4.5	54.1
Total net charge-offs	\$ 172.3	\$ (4.6)	\$ 176.8	\$ 184.5	\$ 0.0	\$ 184.5
Net charge-offs (recoveries) - annualized percentages:						
Commercial & industrial	1.85 %	- %	1.86 %	2.01 %	- %	2.15 %
Commercial real estate	2.64	-	2.64	3.60	-	3.60
Total commercial	2.13	-	2.13	2.59	-	2.68
Automobile	0.51	-	0.51	0.43	-	0.43
Home equity	1.51	-	1.51	1.47	-	1.41
Residential mortgage	2.42	-	2.82	1.73	-	1.42
Other consumer	3.66	-	3.66	3.83	-	3.83
Total consumer	1.50	-	1.59	1.32	-	1.22
Total net charge-offs	1.82 %	- %	1.87 %	1.98 %	- %	1.98 %
Average Loans and Leases						
Commercial & industrial	\$ 12,767	\$ -	\$ 12,767	\$ 12,393	\$ -	\$ 12,393
Commercial real estate	6,798	-	6,798	7,073	-	7,073
Total commercial	19,565	-	19,565	19,466	-	19,466
Automobile	5,520	-	5,520	5,140	-	5,140
Home equity	7,709	-	7,709	7,567	-	7,567
Residential mortgage	4,430	-	4,430	4,389	-	4,389
Other consumer	576	-	576	653	-	653
Total consumer	18,235	-	18,235	17,749	-	17,749
Total loans and leases	\$ 37,800	\$ -	\$ 37,800	\$ 37,215	\$ -	\$ 37,215

(1) Annualized



Quarterly Net Charge-Off Reconciliation ⁽¹⁾

(in millions)	Second Quarter 2010			First Quarter 2010		
	Reported	Franklin	Non-Franklin	Reported	Franklin	Non-Franklin
Net charge-offs (recoveries):						
Commercial and industrial	\$ 58.1	\$ (0.2)	\$ 58.3	\$ 75.4	\$ (0.3)	\$ 75.8
Commercial real estate	81.7	-	81.7	85.3	-	85.3
Total commercial	139.9	(0.2)	140.0	160.7	(0.3)	161.1
Automobile	5.4	-	5.4	8.5	-	8.5
Home equity	44.5	15.9	28.5	37.9	3.7	34.2
Residential mortgage	82.8	64.2	18.6	24.3	8.1	16.2
Other consumer	6.6	-	6.6	7.0	-	7.0
Total consumer	139.4	80.2	59.2	77.7	11.9	65.9
Total net charge-offs	\$ 279.2	\$ 80.0	\$ 199.2	\$ 238.5	\$ 11.5	\$ 227.0
Net charge-offs (recoveries) - annualized percentages:						
Commercial & industrial	1.90 %	- %	1.90 %	2.45 %	- %	2.46 %
Commercial real estate	4.44	-	4.44	4.44	-	4.44
Total commercial	2.85	-	2.86	3.22	-	3.22
Automobile	0.47	-	0.47	0.80	-	0.80
Home equity	2.36	95.98	1.53	2.01	21.26	1.83
Residential mortgage	7.19	76.12	1.74	2.17	8.99	1.57
Other consumer	3.81	-	3.81	3.87	-	3.87
Total consumer	3.19	79.38	1.39	1.83	10.99	1.59
Total net charge-offs	3.01 %	79.22 %	2.17 %	2.58 %	10.68 %	2.48 %
Average Loans and Leases						
Commercial & industrial	\$ 12,244	\$ -	\$ 12,244	\$ 12,314	\$ -	\$ 12,314
Commercial real estate	7,364	-	7,364	7,677	-	7,677
Total commercial	19,608	-	19,608	19,991	-	19,991
Automobile	4,634	-	4,634	4,250	-	4,250
Home equity	7,544	66	7,478	7,539	70	7,469
Residential mortgage	4,608	338	4,270	4,477	361	4,116
Other consumer	695	-	695	723	-	723
Total consumer	17,481	404	17,077	16,989	431	16,558
Total loans and leases	\$ 37,089	\$ 404	\$ 36,685	\$ 36,980	\$ 431	\$ 36,549

(1) Annualized

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

(in thousands)

	June 30, 2011			March 31, 2011		
	Total	FCMC	Non-FCMC	Total	FCMC	Non-FCMC
Nonaccrual loans and leases (NALs)						
Commercial and industrial	\$ 229,327	\$ -	\$ 229,327	\$ 260,397	\$ -	\$ 260,397
Commercial real estate	291,500	-	291,500	305,793	-	305,793
Residential mortgage	59,853	-	59,853	44,812	-	44,812
Home equity	33,545	-	33,545	25,255	-	25,255
Total NALs	614,225	-	614,225	636,257	-	636,257
Other real estate, net						
Residential	20,803	883	19,920	28,668	5,971	22,697
Commercial	17,909	-	17,909	25,961	-	25,961
Total other real estate, net	38,712	883	37,829	54,629	5,971	48,658
Impaired loans held for sale	-	-	-	-	-	-
Other NPAs	-	-	-	-	-	-
Total nonperforming assets (NPAs)	\$ 652,937	\$ 883	\$ 652,054	\$ 690,886	\$ 5,971	\$ 684,915
Accruing restructured loans (ARLs)						
Commercial	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Residential mortgage	33,975	-	33,975	41,858	-	41,858
Other	100,657	-	100,657	126,148	-	126,148
Total ARLs	134,632	-	134,632	168,006	-	168,006
Total NPAs and ARLs	\$ 787,569	\$ 883	\$ 786,686	\$ 858,892	\$ 5,971	\$ 852,921
NAL ratio ⁽¹⁾	1.57%		1.57%	1.66%		1.66%
NPA ratio ⁽²⁾	1.67%		1.66%	1.80%		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)

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

(in thousands)

	December 31, 2010			September 30, 2010		
	Total	FCMC	Non-FCMC	Total	FCMC	Non-FCMC
Nonaccrual loans and leases (NALs)						
Commercial and industrial	\$ 346,720	\$ -	\$ 346,720	\$ 398,353	\$ -	\$ 398,353
Commercial real estate	363,692	-	363,692	478,754	-	478,754
Residential mortgage	45,010	-	45,010	82,984	-	82,984
Home equity	22,526	-	22,526	21,689	-	21,689
Total NALs	777,948	-	777,948	981,780	-	981,780
Other real estate, net						
Residential	31,649	9,477	22,172	65,775	15,330	50,445
Commercial	35,155	-	35,155	57,309	-	57,309
Total other real estate, net	66,804	9,477	57,327	123,084	15,330	107,754
Impaired loans held for sale	-	-	-	-	-	-
Other NPAs	-	-	-	-	-	-
Total nonperforming assets (NPAs)	\$ 844,752	\$ 9,477	\$ 835,275	\$ 1,104,864	\$ 15,330	\$ 1,089,534
NAL ratio ⁽¹⁾	2.04%		2.04%	2.62%		2.62%
NPA ratio ⁽²⁾	2.21%		2.19%	2.94%		2.90%

⁽¹⁾ NAL / total loans and leases

⁽²⁾ NPA / (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)

	June 30, 2010			March 31, 2010		
	Total	FCMC	Non-FCMC	Total	FCMC	Non-FCMC
Nonaccrual loans and leases (NALs)						
Commercial and industrial	\$ 429,561	\$ -	\$ 429,561	\$ 511,588	\$ -	\$ 511,588
Commercial real estate	663,103	-	663,103	826,781	-	826,781
Residential mortgage	86,486	-	86,486	372,950	297,967	74,983
Home equity	22,199	-	22,199	54,789	31,067	23,722
Total NALs	1,201,349	-	1,201,349	1,766,108	329,034	1,437,074
Other real estate, net						
Residential	71,937	24,515	47,422	68,289	24,423	43,866
Commercial	67,189	-	67,189	83,971	-	83,971
Total other real estate, net	139,126	24,515	114,611	152,260	24,423	127,837
Impaired loans held for sale	242,227	242,227	-	-	-	-
Other NPAs	-	-	-	-	-	-
Total nonperforming assets (NPAs)	\$ 1,582,702	\$ 266,742	\$ 1,315,960	\$ 1,918,368	\$ 353,457	\$ 1,564,911
NAL ratio ⁽¹⁾	3.25%		3.25%	4.78%		3.94%
NPA ratio ⁽²⁾	4.24%		3.55%	5.17%		4.27%

⁽¹⁾ NAL / total loans and leases

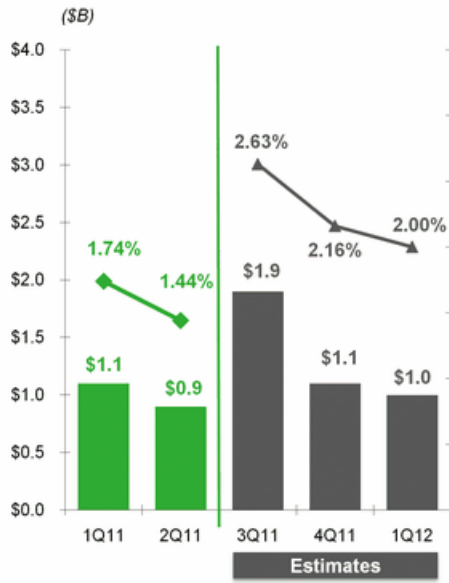
⁽²⁾ NPA / (total loans and leases + impaired loans held for sale + net other real estate + other NPAs)



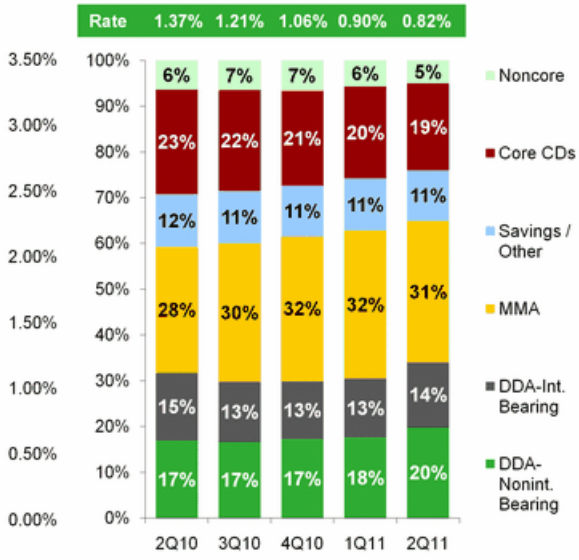
Deposits and Other Funding

Deposits

Core CD Maturities & Avg. Maturity Rate



Avg. Total Deposits – Rate / Mix



Deposit Trends

Linked Quarter

<i>(in billions)</i>	2011		Change	
	Second	First		
	Quarter	Quarter	Amount	%
Average Deposits				
Demand deposits - noninterest bearing	\$ 7.8	\$ 7.3	\$ 0.5	6 %
Demand deposits - interest bearing	5.6	5.4	0.2	4
Money market deposits	12.9	13.5	(0.6)	(5)
Savings and other domestic deposits	4.8	4.7	0.1	2
Core certificates of deposit	8.1	8.4	(0.3)	(4)
Total core deposits	39.1	39.3	(0.2)	(0)
Other domestic deposits of \$250,000 or more	0.5	0.6	(0.1)	(23)
Brokered deposits and negotiable CDs	1.3	1.4	(0.1)	(5)
Other deposits	0.3	0.4	(0.0)	(7)
Total deposits	\$ 41.3	\$ 41.7	\$ (0.4)	(1) %

Deposit Trends

Prior-Year Quarter

<i>(in billions)</i>	Second Quarter	First Quarter	Change	
			Amount	%
Average Deposits				
Demand deposits - noninterest bearing	\$ 7.8	\$ 7.3	\$ 0.5	6 %
Demand deposits - interest bearing	5.6	5.4	0.2	4
Money market deposits	12.9	13.5	(0.6)	(5)
Savings and other domestic deposits	4.8	4.7	0.1	2
Core certificates of deposit	8.1	8.4	(0.3)	(4)
Total core deposits	39.1	39.3	(0.2)	(0)
Other domestic deposits of \$250,000 or more	0.5	0.6	(0.1)	(23)
Brokered deposits and negotiable CDs	1.3	1.4	(0.1)	(5)
Other deposits	0.3	0.4	(0.0)	(7)
Total deposits	\$ 41.3	\$ 41.7	\$ (0.4)	(1) %

Total Core Deposit Trends

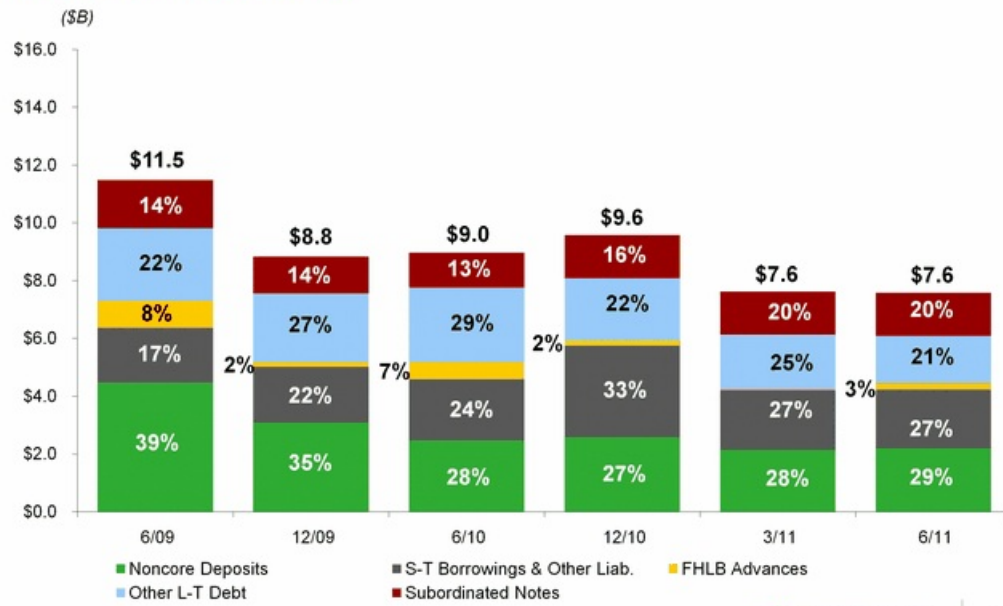
Average (\$B)	2Q11	Annualized Growth ⁽¹⁾		
		2Q11 v 1Q11	1Q11 v 4Q10	2Q11 v 2Q10
Commercial				
Demand deposits - non-interest bearing	\$ 6.6	23 %	4 %	14 %
Demand deposits - interest bearing	1.0	37	(47)	(43)
Other core deposits ⁽²⁾	5.5	(8)	11	24
Total	13.0	10	3	9
Consumer				
Demand deposits - non-interest bearing	1.3	40	33	16
Demand deposits - interest bearing	4.6	11	15	8
Other core deposits ⁽²⁾	20.3	(14)	-	(1)
Total	26.1	(7)	4	1
Total				
Demand deposits - non-interest bearing	7.8	26	8	14
Demand deposits - interest bearing	5.6	16	3	(7)
Other core deposits ⁽²⁾	25.7	(13)	2	3
Total	\$ 39.1	(2) %	3 %	3 %

(1) Linked-quarter percent change annualized

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

Other Funding

End of Period Balances





Capital

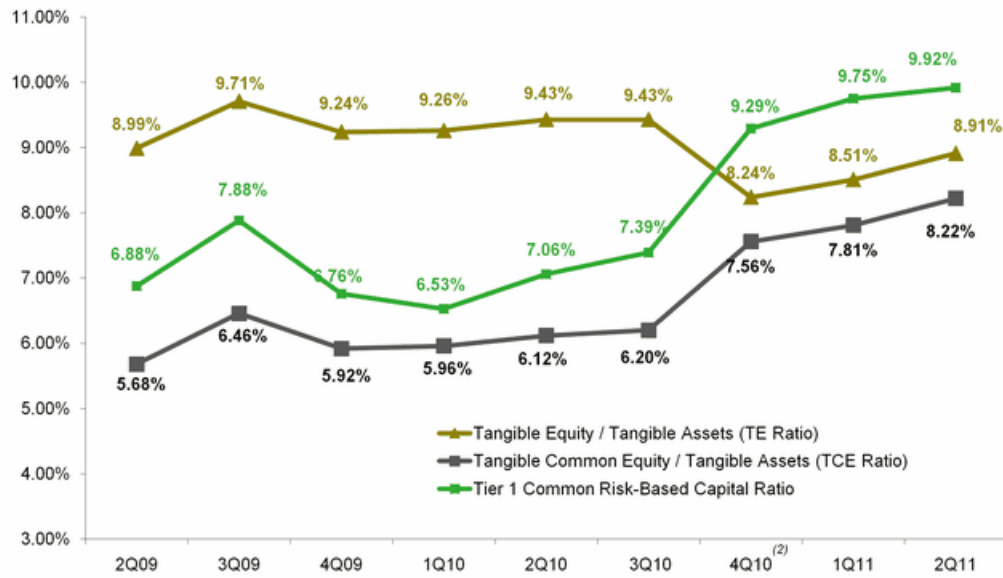
Capital ⁽¹⁾

	2Q11	1Q11	4Q10	3Q10	2Q10
Total risk-weighted assets (\$B)	\$44.1	\$43.0	\$43.5	\$42.7	\$42.5
Tier 1 leverage	10.25%	9.80%	9.41%	10.54%	10.45%
Tier 1 risk-based capital	12.14	12.04	11.55	12.82	12.51
Total risk-based capital	14.89	14.85	14.46	15.08	14.79
Tang. common equity/ tang. assets	8.22	7.81	7.56	6.20	6.12
Tang. equity/tang. assets	8.91	8.51	8.24	9.43	9.43
Tier 1 common risk-based capital	9.92	9.75	9.29	7.39	7.06
Double leverage ⁽²⁾	88	88	87	78	76

(1) Period end

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

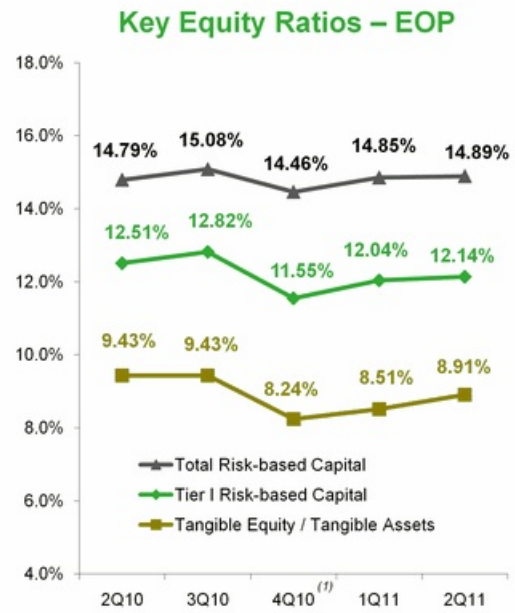
Capital Ratios ⁽¹⁾



(1) End-of-period

(2) 4Q10 - Raised \$920 MM of common equity and repurchased \$1.4 B of TARP related preferred shares

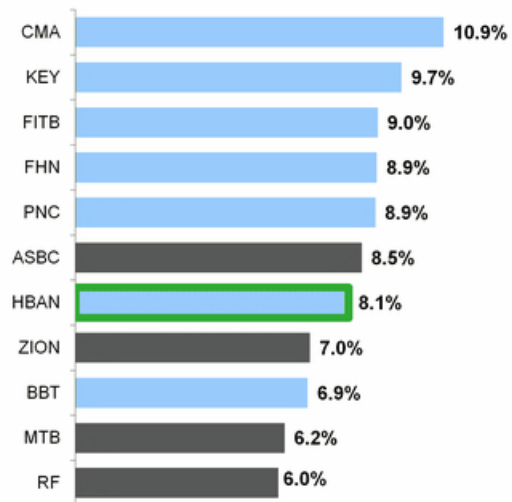
Capital



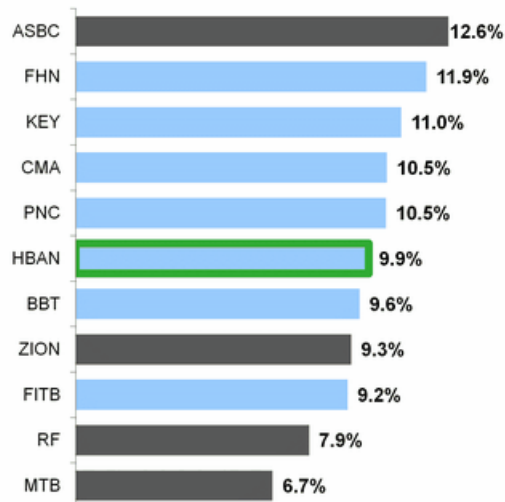
(1) 4Q10 - Raised \$920 MM of common equity and repurchased \$1.4 B of TARP related preferred shares

Capital Analysis – 6/30/11

Tangible Common Equity



Tier 1 Common Risk-Based



 TARP- fully repaid

Source: SNL, Company reports.



Franchise and Leadership

Huntington Bancshares Overview

Midwest financial services holding company

Founded - 1866

Headquarters - Columbus, Ohio

Total assets - \$53 Billion

Employees ⁽¹⁾ - 11,457

Franchise:

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

643 branches / 1,347 ATMs

Retail and Business Banking 5 Areas

- Mortgage banking + MD, NJ

Commercial Banking 11 Regions

Commercial Real Estate

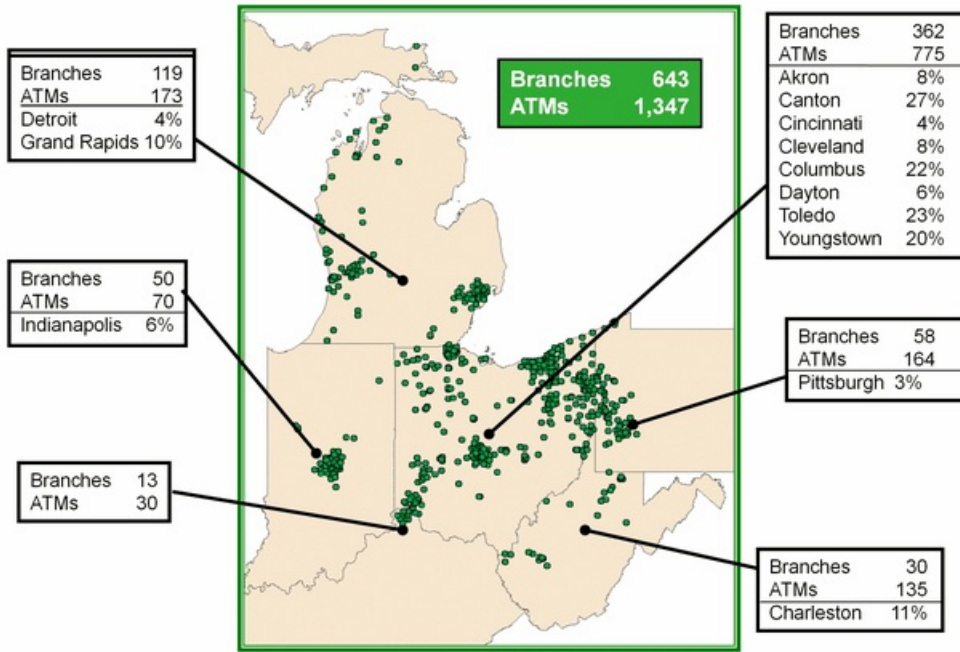
Auto Finance & Dealer Services + MA, RI, VT, NH, ME

Private Financial Group + FL

(1) Full-time equivalent (FTE)

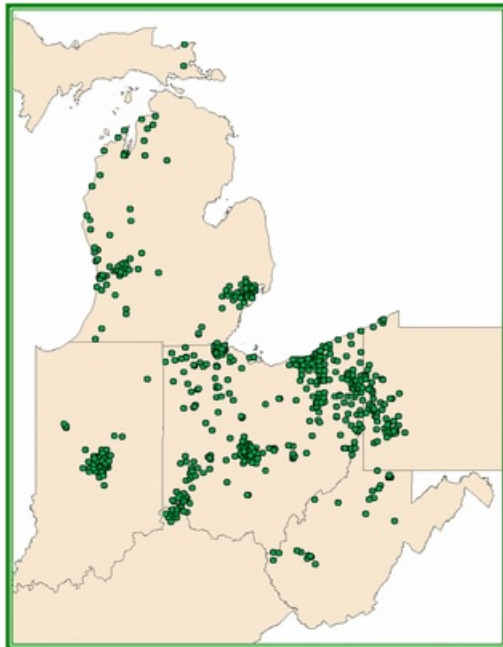


The Huntington Franchise



(1) Includes 11 PFG offices (2 in FL) and 2 ATMs in MD. Market share at 6/30/10

A Strong Regional Presence



Source: SNL Financial, company presentations and filings
FDIC deposit data as of June 30, 2010

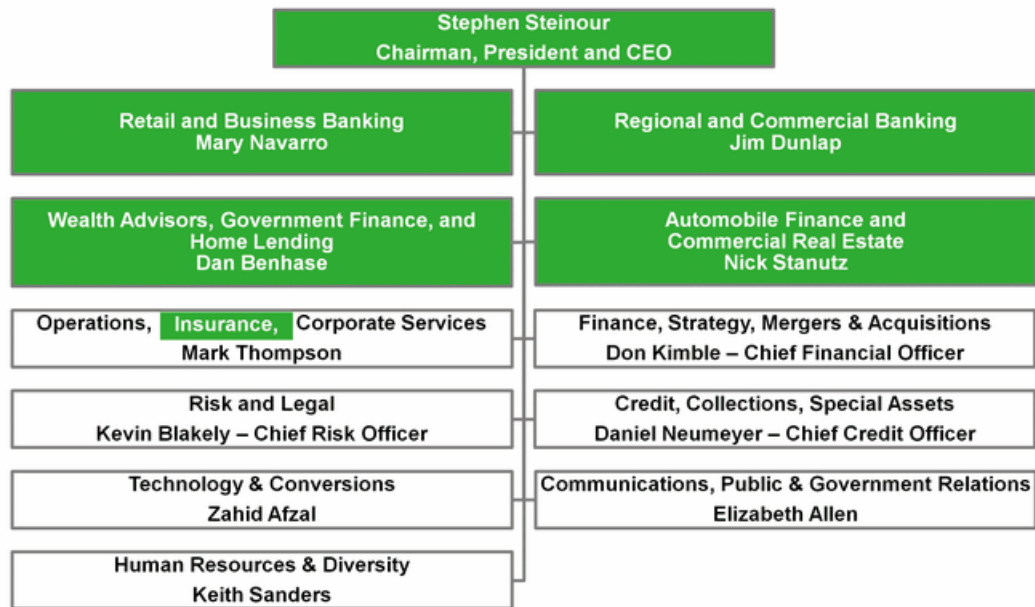
Deposits - Top 12 MSAs

MSA	Rank	BBs	Deposits	Share
Columbus, OH	1	69	\$9,124	22.2%
Cleveland, OH	5	62	3,941	7.8
Detroit, MI	8	50	3,607	4.2
Toledo, OH	1	42	2,306	22.9
Pittsburgh, PA	7	41	2,270	3.0
Cincinnati, OH	5	40	1,999	3.5
Youngstown, OH	1	36	1,877	20.4
Indianapolis, IN	4	45	1,902	6.2
Canton, OH	1	23	1,485	27.3
Grand Rapids, MI	3	21	1,280	9.5
Akron, OH	5	17	886	7.7
Charleston, WV	3	8	604	10.6

BBs = Banking Branches

	% Deposits
#1 Share markets	42%
#1- #3 Share markets	56%

Leadership Team



Business Segments



Senior Leadership Team

		<u>Appointed</u>	<u>Experience - Yrs</u>	
			<u>Banking</u>	<u>HBAN</u>
Stephen Steinour	Chairman, President and CEO	1Q09	30	2
Dan Benhase	SEVP – Wealth Advisors, Government Finance, and Home Lending	2Q06	29	11
Kevin Blakely	SEVP – Chief Risk Officer – Risk and Legal	3Q09	35	2
Jim Dunlap	SEVP – Commercial Banking	1Q06	32	32
Don Kimble	SEVP – Chief Financial Officer – Finance, Strategy, M & A	3Q04	28	7
Mary Navarro	SEVP – Retail and Business Banking	1Q06	34	9
Daniel Neumeyer	SEVP – Chief Credit Officer – Credit, Collections, Special Assets	3Q09	26	2
Nick Stanutz	SEVP – Automobile Finance and Commercial Real Estate	2Q06	32	25
Mark Thompson	SEVP – Operations, Insurance, Corporate Services	2Q09	27	2
Zahid Afzal	EVP – Technology & Conversions	1Q06	27 ⁽¹⁾	5
Elizabeth Allen	EVP – Communications, Public & Government Relations	3Q09	30 ⁽¹⁾	2
Dick Cheap	EVP – General Counsel & Secretary – Legal	2Q98	34 ⁽¹⁾	13
Keith Sanders	EVP – Human Resources & Diversity	1Q10	8 ⁽¹⁾	1

(1) Includes related experience outside of banking



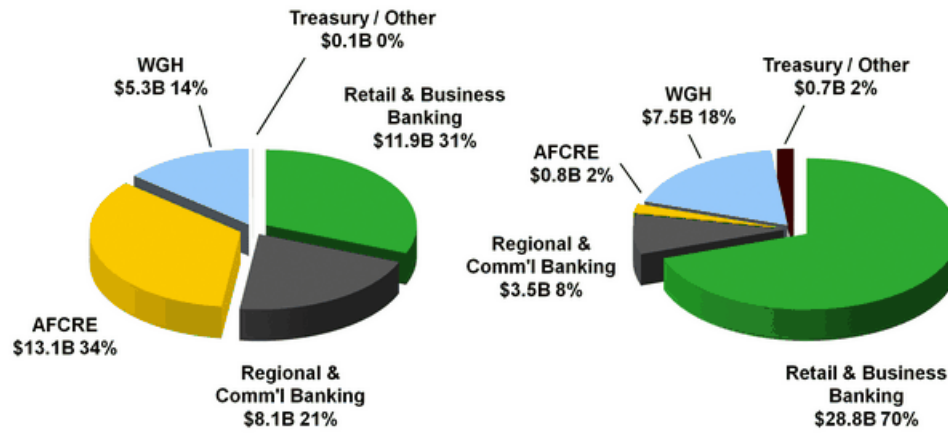


Business Segment Overview

Business Segment Loans & Deposits – 2Q11

Average Total Loans – \$38.5 B

Average Total Deposits – \$41.3 B



Total Loans and Leases – By Business Segment

2Q11

Avg. Outstandings – \$38.5 Billion

(\$B)	Retail & Business Banking	Regional & Comm'l Banking	AFCRE	WGH	Treas. / Other	Total
C&I	\$3.0	\$7.7	\$1.8	\$0.8	\$0.1	\$13.4
CRE	0.5	0.3	5.3	0.2	--	6.2
Total commercial	3.5	8.0	7.1	0.9	0.1	19.6
Automobile loans & leases	--	--	6.0	--	0.0	6.0
Home equity	7.0	0.0	0.0	0.8	0.0	7.9
Residential mortgage	1.0	0.0	--	3.5	0.0	4.6
Other consumer	0.4	0.0	0.1	0.0	0.0	0.5
Total consumer	8.5	0.0	6.1	4.4	0.0	18.5
Total loans	\$11.9	\$8.1	\$13.1	\$5.3	\$0.1	\$38.5

Total Deposits – By Business Segment

2Q11

Avg. Balances – \$41.3 Billion

(\$B)	Retail & Business Banking	Regional & Comm'l Banking	AFCRE	WGH	Treas. / Other	Total
DDA-noninterest bearing	\$3.7	\$2.0	\$0.4	\$ 1.5	\$0.2	\$7.8
DDA-interest bearing	4.5	0.1	0.0	0.9	0.0	5.6
Money market deposits	7.8	1.1	0.3	3.7	0.0	12.9
Savings and other domestic time deposit	4.6	0.0	0.0	0.1	0.0	4.8
Core certificates of deposit	7.9	0.0	0.0	0.1	0.0	8.1
Total core deposits	28.6	3.3	0.7	6.3	0.2	39.1
Other deposits	0.2	0.2	0.0	1.1	0.6	2.1
Total deposits	\$28.8	\$3.5	\$0.8	\$7.5	\$0.7	\$41.3



Business Segment Contribution

(\$MM)	2Q11	2010	2009	2008
Retail & Business Banking	\$47.0	\$131.0	\$(26.5)	\$257.8
Regional & Comm'l Banking	27.1	38.5	(158.7)	80.3
AFCRE	50.8	46.5	(588.2)	(14.2)
WGH	8.1	34.8	1.8	43.0
Treas. / Other	12.9	61.6	(251.3)	(480.8)
Unallocated goodwill impairment ⁽¹⁾		--	(2,573.8)	--
Total Net Income	\$145.9	\$312.3	\$3,094.2	\$(113.8)

(1) Represents the 2009 first quarter impairment charge, net of tax, associated with the former Regional Banking business segment.

Business Segment Overview

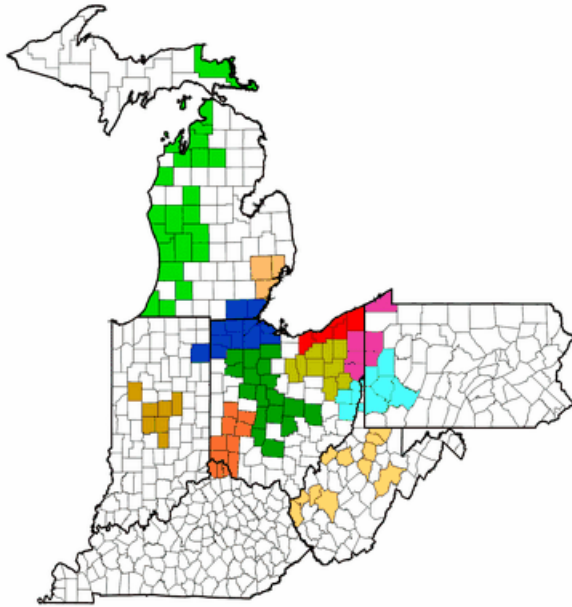
Commercial Banking Executive – Jim Dunlap

- 11 Region Presidents
- Middle Market Commercial Banking
- Specialty Banking
 - Large Corporate
 - Health-care
 - Not-for-Profit
- Equipment Finance
- International Services
- Treasury Management
- Capital Markets
 - Derivatives
 - Foreign Exchange
 - Securities Trading

Retail & Business Banking Executive – Mary Navarro

- Branch Sales and Service
 - 5 Retail Banking Areas
 - Consumer Banking
 - Business Banking
- In-Store Branches
- Deposit Product Pricing and Fees
- Marketing and Customer Experience
- Payments and Channels

11 Commercial Banking Regions

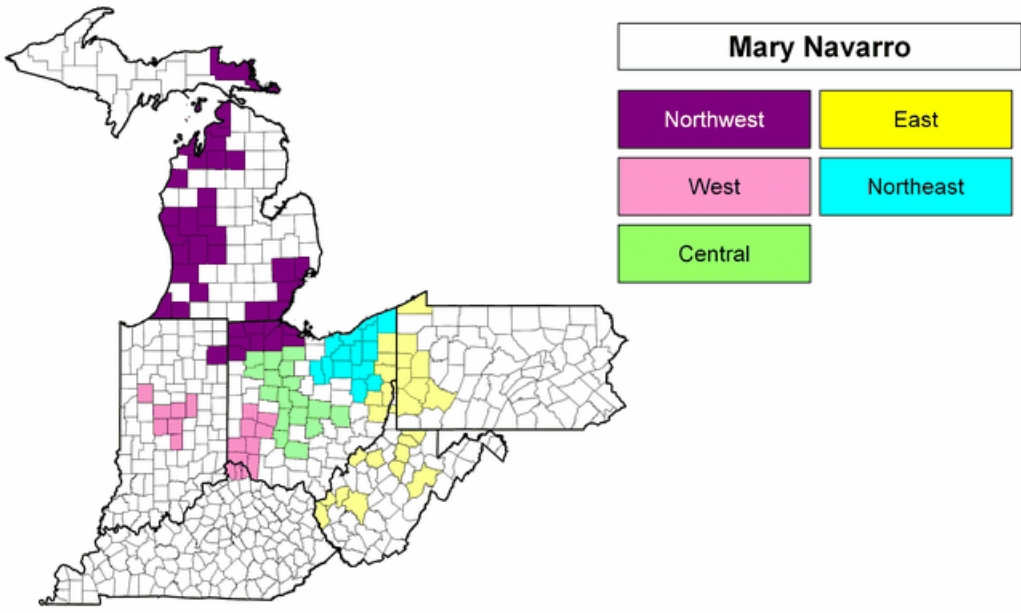


Jim Dunlap	
West Michigan	Greater Akron/Canton
East Michigan	Central Ohio
Central Indiana	S. Ohio/KY
NW Ohio	Pittsburgh
Greater Cleveland	West Virginia
Mahoning Valley	

Regional Banking Presidents

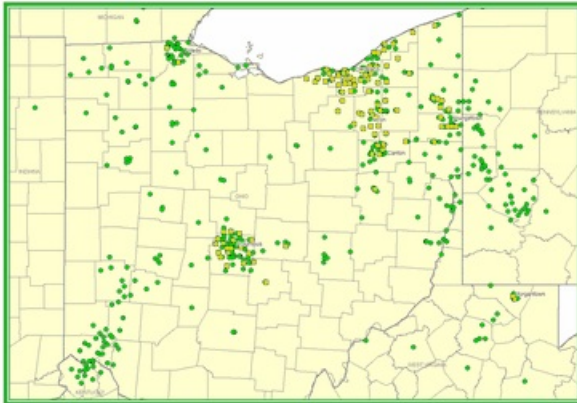
	<u>Region</u>	<u>Appointed</u>	<u>Experience - Yrs</u>	
			<u>Banking</u>	<u>HBAN</u>
Jim Dunlap	West Michigan	1Q06	32	32
Mike Fezzey	East Michigan	4Q10	<1	<1
Mike Newbold	Central Indiana	4Q06	34	7
Sharon Speyer	Northwest Ohio	1Q01	23	19
Daniel Walsh, Jr.	Greater Cleveland	2Q10	15	1
Frank Hierro	Mahoning Valley	1Q00	33	28
William Shivers	Greater Akron / Canton	3Q09	20	4
Jim Kunk	Central Ohio	1Q94	30	30
Mark Reitzes	Southern Ohio / Kentucky	1Q08	25	19
David Hammer	Pittsburgh	3Q09	24	2
Clayton Rice	West Virginia	3Q07	24	7

5 Retail and Business Banking Areas



Increase Convenience – Ohio

Giant Eagle / Huntington Partnership



#1 in Ohio Branches

MSA	% of Branches		
	6/10	Pro Forma ⁽¹⁾	
Akron	8.2%	14%	#2
Canton	18.0%	23%	#1
Cleveland	10.2%	15%	#1
Columbus	13.9%	16%	#1
Youngstown	19.0%	23%	#1



362 Branches
+ 103 In-Store = 465 Branches Over Time

Planned Rollout

- 12% the cost of a traditional branch
- 27 opened
- 28 by end of 2011
- 103 by end of 2015
- Cash flow breakeven in < 2 years

Branch share source, SNL Financial, 6/30/2010

Retail & Business Banking Executives

	<u>Area</u>	<u>Appointed</u>	<u>Experience - Yrs</u>	
			<u>Banking</u>	<u>HBAN</u>
Jim Baron	Branch Sales & Service	4Q10	32	7
Loretta Stanton	Northeast Retail Area	2Q10	21	21
Deborah Stein	Central Retail Area	2Q09	26	6
Robert Soroka	East Retail Area	2Q09	26	8
Brian Bromley	Northwest Retail Area	2Q09	27	25
Jonathan Greenwood	West Retail Area	2Q09	25	17
Steve Rhodes	Business Banking Director	4Q10	23	<1
Cindy Keitch	In-Store Channel Director	2Q10	36	16
David Schamer	Deposit Products Pricing & Fees Director	2Q09	17	2
David Clifton	Chief Customer & Marketing Officer	4Q09	26	1
Mark Sheehan	Payments & Channel Director	4Q09	23	1

Business Segment Overview

Wealth Advisors, Government Finance, and Home Lending

Executive – Dan Benhase

- Wealth Advisors
 - Trust / Portfolio Management
 - Private Banking
 - Retail Brokerage
- Government Finance
 - Public Funds – Treasury Services and Lending
 - Corporate Trust
 - National Settlement
- Home Lending
 - Mortgage Banking
 - Consumer Lending
- Other
 - Retirement Plan Services
 - Huntington Asset Services
 - Huntington Asset Advisors – Huntington Funds

Automobile Finance and Commercial Real Estate

Executive – Nick Stanutz

- Auto Dealer Finance
 - 8 Region Managers
 - Consumer Indirect Auto Loans
 - Dealer Commercial Loans
- Commercial Real Estate
- Asset Based Lending
- Mezzanine Lending



Safe Harbor Disclosures

Basis of Presentation

Use of non-GAAP financial measures

This document may contain GAAP financial measures and non-GAAP financial measures where management believes it to be helpful in understanding Huntington's results of operations or financial position. Where non-GAAP financial measures are used, the comparable GAAP financial measure, as well as the reconciliation to the comparable GAAP financial measure, can be found in this document, the 2011 second quarter Quarterly Performance Discussion and Quarterly Financial Review supplements, the 2011 second quarter earnings press release, or the Form 8 K related to this document, all of which can be found on Huntington's website at www.huntington-ir.com.

Pre-Tax, Pre-Provision Income

One non-GAAP performance metric that Management believes is useful in analyzing underlying performance trends 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;*
- available-for-sale and other 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 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 the time to be infrequent or short-term in nature, which Management believes may distort the company's underlying performance trends.*

Annualized data

Certain returns, yields, performance ratios, or quarterly growth rates are presented on an "annualized" basis. This is done for analytical and decision-making purposes to better discern underlying performance trends when compared to full year or year-over-year amounts. For example, loan and deposit growth rates, as well as net charge-off percentages, are most often expressed in terms of an annual rate like 8%. As such, a 2% growth rate for a quarter would represent an annualized 8% growth rate.

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 infrequent or short-term in nature. We refer to such items as "Significant Items". Most often, these Significant Items result from factors originating outside the company – e.g., regulatory actions/assessments, windfall gains, changes in accounting principles, one-time tax assessments/refunds, litigation actions, etc. In other cases they may result from Management decisions associated with significant corporate actions out of the ordinary course of business – e.g., merger/restructuring charges, recapitalization actions, 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, quarterly performance discussions, investor presentations, Forms 10-Q and 10 K).

"Significant Items" for any particular period are not intended to be a complete list of items that may materially impact current or future period performance. A number of items could materially impact these periods, including those described in Huntington's 2010 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 presentation 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 mean estimate 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 disclosed separately, with this then being the amount used to calculate the earnings per share equivalent.

Forward Looking Statements

This document contains certain forward-looking statements, including certain plans, expectations, goals, projections, and statements, which are subject to numerous assumptions, risks, and uncertainties. Forward-looking statements may be identified by words such as expect, anticipate, believe, intend, estimate, plan, target, goal, or similar expressions, or future or conditional verbs such as will, may, might, should, would, could, or similar variations.

While there is no assurance that any list of risks and uncertainties or risk factors is complete, below are certain factors which could cause actual results to differ materially from those contained or implied in the forward-looking statements: (1) worsening of credit quality performance 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, impact, and timing of our business strategies, including market acceptance of any new products or services introduced to implement our "Fair Play" banking philosophy; (6) changes in accounting policies and principles and the accuracy of our assumptions and estimates used to prepare our financial statements; (7) extended disruption of vital infrastructure; (8) the final outcome of significant litigation; (9) the nature, extent, and timing of governmental actions and reforms, including the Dodd-Frank Wall Street Reform and Consumer Protection Act, as well as future regulations which will be adopted by the relevant regulatory agencies, including the Consumer Financial Protection Bureau (CFPB), to implement the Act's provisions; and (10) the outcome of judicial and regulatory decisions regarding practices in the residential mortgage industry, including among other things the processes followed for foreclosing residential mortgages. Additional factors that could cause results to differ materially from those described above can be found in Huntington's 2010 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 document are based on information available at the time of the release. Huntington assumes no obligation to update any forward-looking statement.