
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 8, 2011

**HUNTINGTON BANCSHARES
INCORPORATED**

(Exact name of registrant as specified in its charter)

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

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

Not Applicable
(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01 Regulation FD Disclosure.

The attached Analyst Handout contains information that members of Huntington Bancshares Incorporated (“Huntington”) management will use from time to time through December 31, 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: November 8, 2011

By: /s/ Richard A. Cheap
Richard A. Cheap,
Executive Vice President and Secretary

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
Exhibit 99.1	Analyst Handout



2011 Fourth Quarter Investor Handout

November 7, 2011

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CRE core / noncore	64		
Total consumer loans and leases	70		

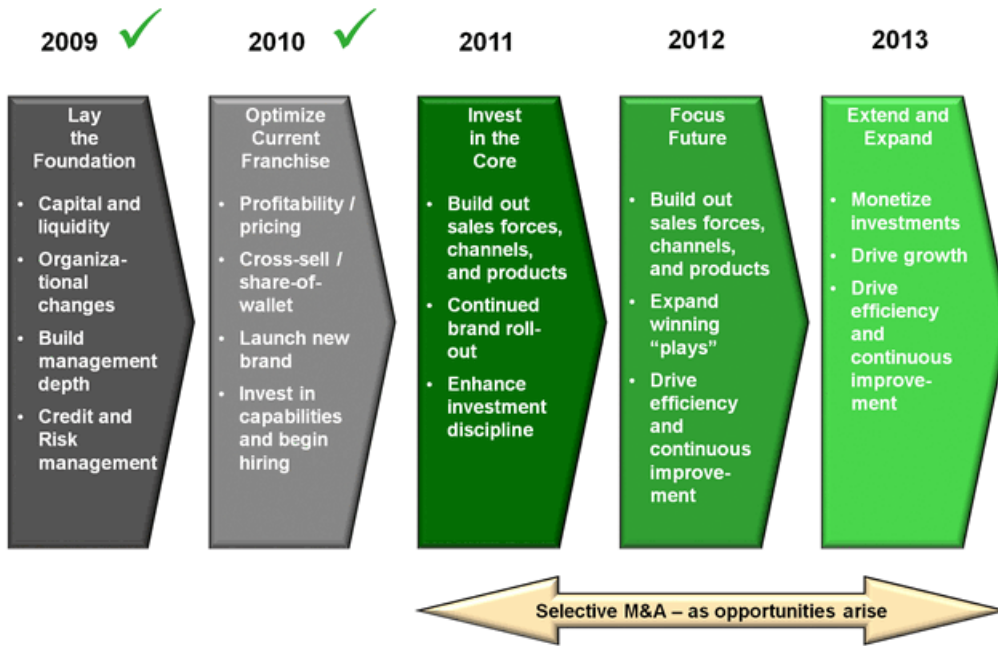


Current Topics

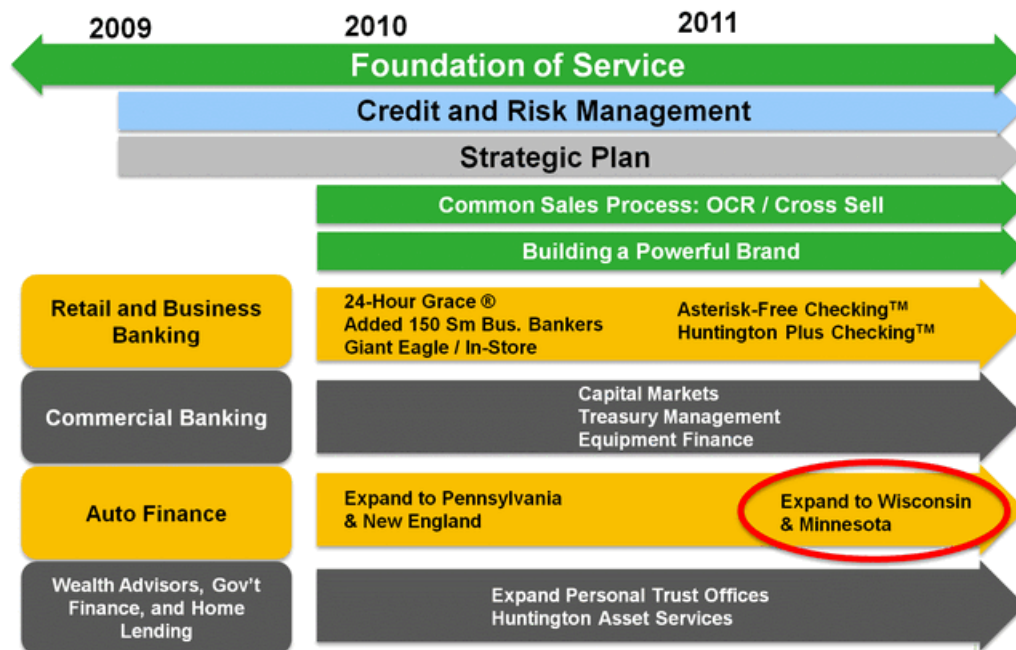
Current Topics

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

Our “Break Away” Strategic Plan



The Strategic Plan: Positioned for Profitability and Growth



Important Messages

- Executing our long-term strategic plan
- Strategic initiatives are increasingly adding to revenue
- OCR is working... accelerated growth in commercial relationships and revenue contribution
- “Fair Play” is working... accelerated growth in consumer checking households and revenue contribution
- Outlook for credit performance is for improvement - manageable should the economy weaken
- Relative earnings opportunities exist in a low rate environment given current funding / deposit costs
- Strong capital position and liquidity

Managing Our Break Away Strategy

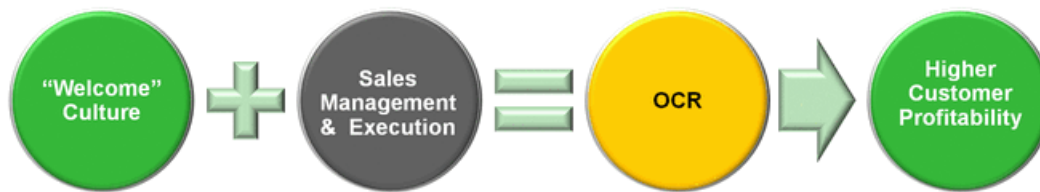




OCR Performance Review

OCR Drives Higher Customer Profitability

The Optimal Customer Relationship (OCR) Model

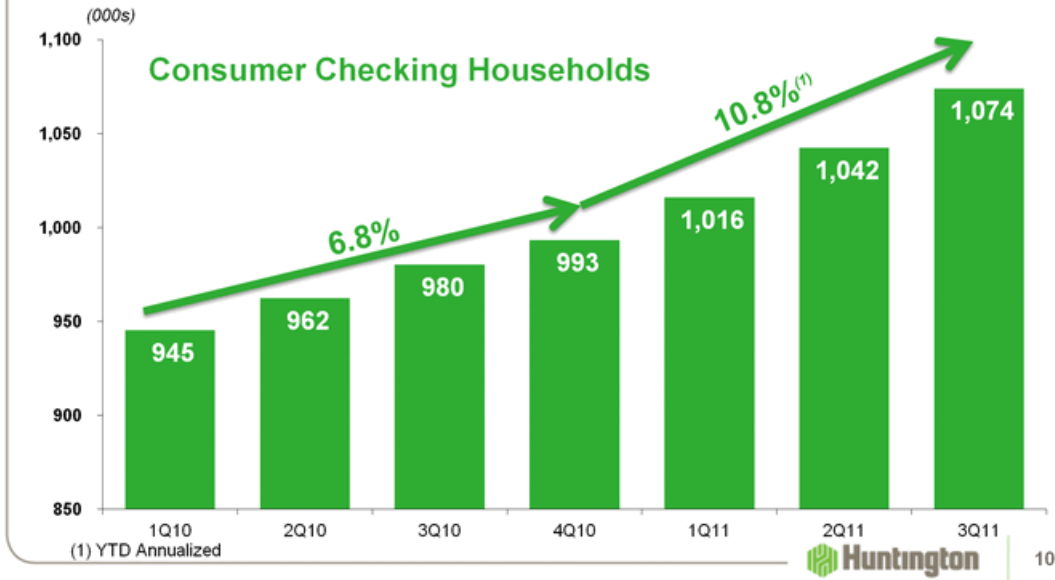


- Clearly outlined activities by segment
- Defined accountability for relationships, by segment
- Aligned goals and incentives at all levels and in all business segments
- One relationship management system – MAX
- Weekly executive results tracking, accountability, and action meetings

Competitive Advantage
One Bank / One Team for the Customer

Consumer Checking Account Household Growth

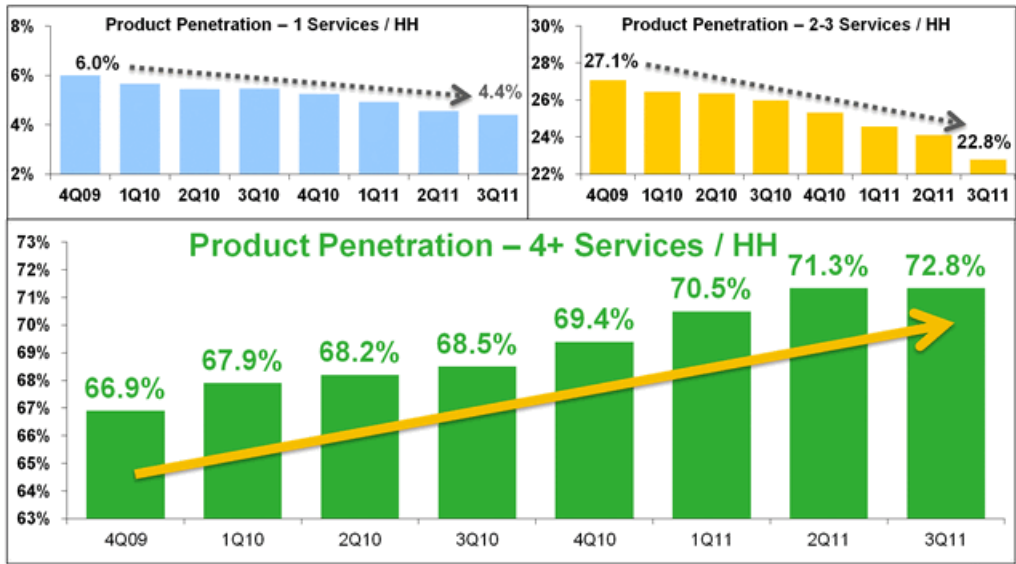
- 10.8% YTD growth annualized
- 72.8% with 4+ products or services penetration
- 3Q11 revenue of \$252 MM, up 5.0% YOY



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.



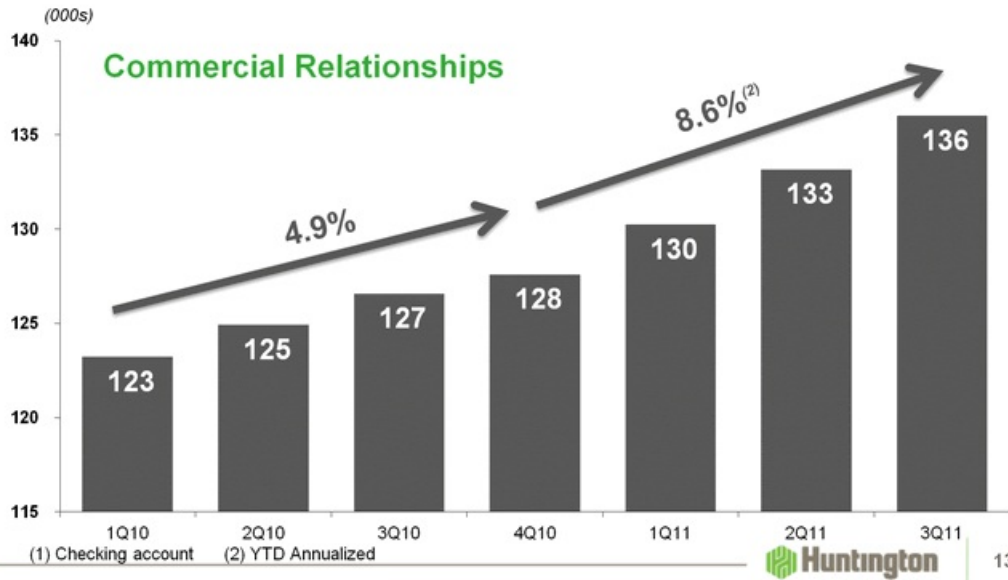
Consumer Checking Household Revenue

(SMM) • 3Q11 exceeds pre-“Fair Play” and Reg E level



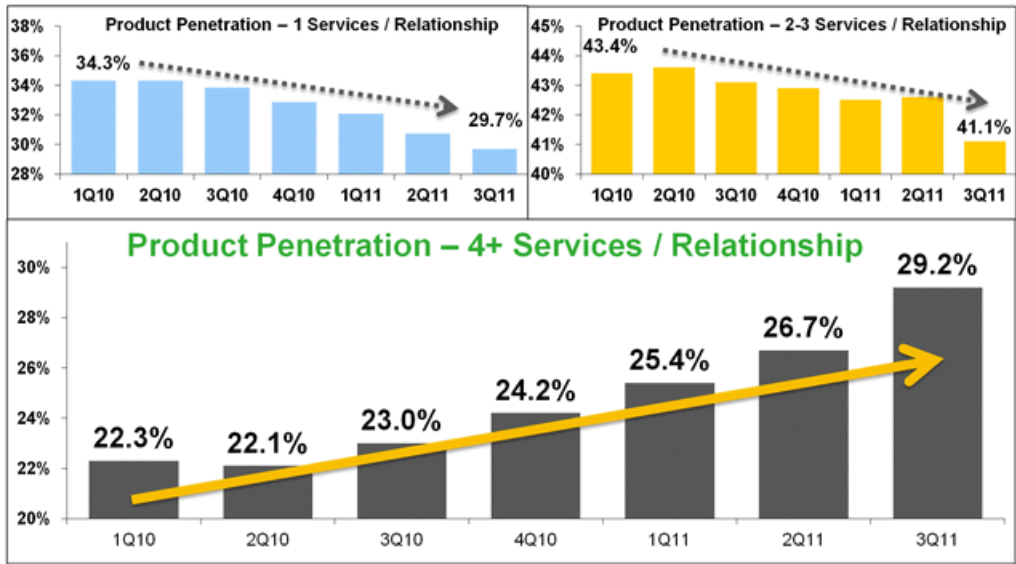
Commercial Relationship ⁽¹⁾ Growth

- 8.6% YTD growth annualized
- 29.2% with 4+ products or services penetration
- 3Q11 revenue of \$176 MM, up 15.5% YOY



Commercial Relationship (1) Product Penetration

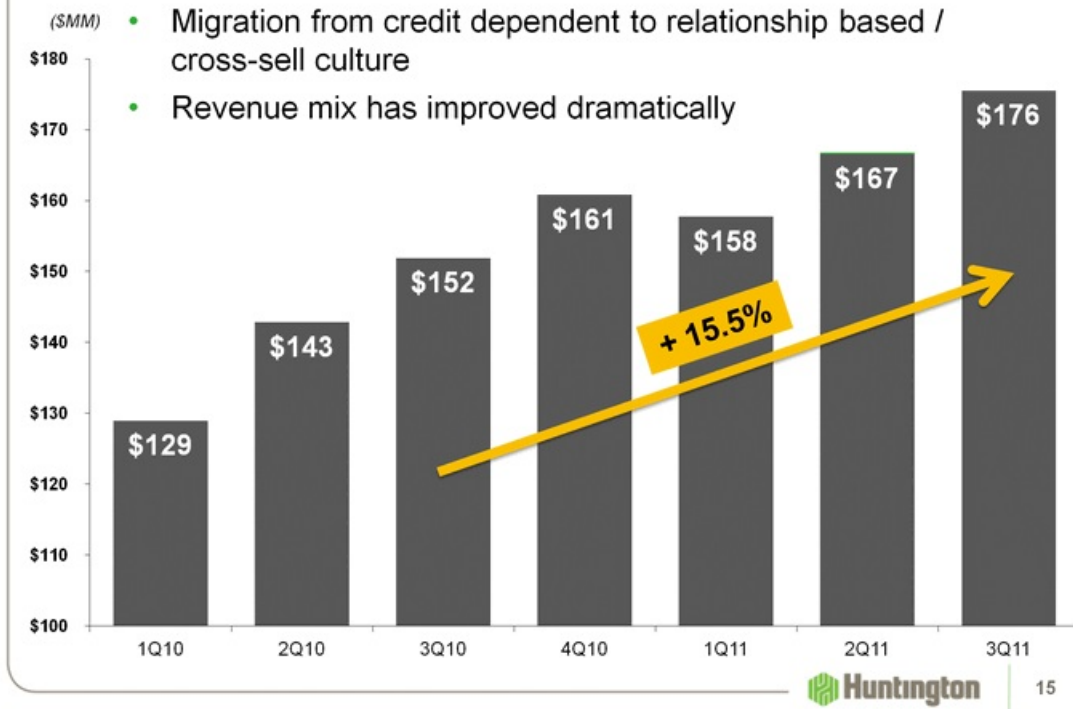
- Deepening relationships and accelerating product cross-sell



(1) Checking account



Commercial Relationship ⁽¹⁾ Revenue





Quarterly Financial Review

2011 Third Quarter Highlights

- **\$143.4 MM reported net income, or \$0.16 EPS**
- **1.05% return on average assets**
- **13.0% return on average tangible common equity**
- **\$240.7 MM pre-tax, pre-provision income ⁽¹⁾, down \$1.9 MM, or 1%**
- **\$5.8 MM, or 1%, increase in fully-taxable equivalent revenue**
 - \$3.0 MM, or 1%, increase in fully-taxable equivalent net interest income
 - 8% annualized growth in average total loans... 9% C&I and 17% auto
 - 28% annualized growth in average total demand deposits
 - 3.34% net interest margin, down 6 bps
 - \$2.8 MM, or 1%, increase in noninterest income
 - \$15.5 MM gain on automobile loan securitization
 - \$4.5 MM increase in service charges on deposit accounts
 - \$11.0 MM decline in mortgage banking income
- **\$10.7 MM, or 2%, increase in noninterest expense**
 - \$8.3 MM increase in personnel costs
 - \$5.7 MM increase in outside data processing and other services.

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

2011 Third Quarter Highlights (continued)

- **Continued OCR ⁽¹⁾ customer success**
 - Consumer checking account households
 - 10.8% YTD growth annualized
 - 72.8% with 4+ products or services penetration, up from 68.5% in 2Q10
 - Commercial relationships
 - 8.6% YTD growth annualized
 - 29.2% with 4+ products or services penetration, up from 23.0% in 2Q10
- **Continued improvement in credit quality trends and strong reserves**
 - 7% decrease in NCOs to an annualized rate of 0.92%
 - 8% decline in total NALs
 - 187% ACL coverage of NALs, up from 181%
- **Solid capital**
 - 8.22% tangible common equity ratio, unchanged
 - 10.17% Tier 1 common risk-based capital ratio, up 25 bps
 - 12.37% and 15.11% Tier 1 and Total risk-based capital ratios, respectively

(1) Optimal Customer Relationship

Other Highlights

- **\$1.0 B auto loan securitization**
- **Expansion of Auto Finance into Minnesota and Wisconsin**
- **Branch Expansion**
 - 19 new Giant Eagle in-store branches... 23 opened with 28 targeted by year end
 - 3 new branches in the Detroit area
- **Helga Houston to succeed Kevin Blakely as Chief Risk Officer**
- **Moody's Upgrade**

Quarterly Performance Highlights

	3Q11	2Q11	1Q11	4Q10	3Q10
EPS	\$0.16	\$0.16	\$0.14	\$0.05	\$0.10
Net interest margin	3.34%	3.40%	3.42%	3.37%	3.45%
Efficiency ratio ⁽¹⁾	63.5%	62.7%	64.7%	61.4%	60.6%
Return on average assets	1.05%	1.11%	0.96%	0.90%	0.76%
Return on average tangible equity	13.0%	13.3%	12.7%	5.6%	10.0%
Loan and lease growth ⁽²⁾	8%	5%	3%	6%	1%
Core deposit growth ⁽²⁾	9%	(2)%	3%	10%	2%
Net charge-off ratio ⁽³⁾	0.92%	1.01%	1.73%	1.82%	1.98%
90-day delinquency ratio xld. US govt. guaranteed loans ⁽⁴⁾	0.16%	0.15%	0.19%	0.23%	0.25%
Nonaccrual loans ratio ^(4,5)	1.45%	1.57%	1.66%	2.04%	2.62%
Nonperforming assets ratio ^(4,6)	1.57%	1.67%	1.80%	2.21%	2.94%
Nonaccrual loans coverage ratio ^(4,7)	180%	174%	178%	161%	136%
Tangible common equity ratio ⁽⁴⁾	8.22%	8.22%	7.81%	7.56%	6.20%
Tier 1 common risk-based capital ratio ⁽⁴⁾	10.17%	9.92%	9.75%	9.29%	7.39%
Tier 1 risk-based capital ratio ⁽⁴⁾	12.37%	12.14%	12.04%	11.55%	12.82%
Total risk-based capital ratio ⁽⁴⁾	15.11%	14.89%	14.85%	14.46%	15.08%

(1) Noninterest expense less amortization of intangibles / FTE net interest income + noninterest income excluding securities (losses) gains

(2) Linked-quarter annualized average balance growth rate

(3) Annualized

(4) Period end

(5) Nonaccrual loans / total loans and leases

(6) Nonperforming assets / (total loans and leases + impaired loans held for sale + net other real estate owned)

(7) Allowance for loan and lease losses / nonaccrual loans



Quarterly Earnings

(SMM)	Change vs.						
	3Q11	2Q11	3Q10	2Q11		3Q10	
				Amt.	Pct.	Amt.	Pct.
Net interest income	\$ 406.5	\$ 403.3	\$ 410.0	\$ 3.1	1 %	\$ (3.5)	(1) %
Provision	43.6	35.8	119.2	7.8	22	(75.6)	(63)
Noninterest income	258.6	255.8	267.1	2.8	1	(8.6)	(3)
Noninterest expense	439.1	428.4	427.3	10.7	2	11.8	3 %
Pre-tax income	182.3	194.9	130.6	(12.6)	(6)	51.7	40
Net Income	\$ 143.4	\$ 145.9	\$ 100.9	\$ (2.5)	(2)	\$ 42.4	42
EPS	\$ 0.16	\$ 0.16	\$ 0.10	\$ -	0 %	\$ 0.06	60 %

Significant Items Impacting Financial Performance Comparisons – Reconciliation

2011 – 2010 Quarterly

(in millions, except per share amounts)

	3Q11		2Q11		1Q11	
	After-tax	EPS	After-tax	EPS	After-tax	EPS
Net income - reported earnings	\$ 143.4		\$ 145.9		\$ 126.4	
Net income applicable to common shares	\$ 135.7	\$ 0.16	\$ 138.2	\$ 0.16	\$ 118.7	\$ 0.14
Significant items - favorable (unfavorable) impact:						
Litigation reserves additions	\$ -	\$ -	\$ -	\$ -	\$ (17.0)	\$ (0.01)

(in millions, except per share amounts)

	4Q10		3Q10		2Q10		1Q10	
	After-tax	EPS	After-tax	EPS	After-tax	EPS	After-tax	EPS
Net income - reported earnings	\$ 122.9		\$ 100.9		\$ 48.8		\$ 39.7	
Net income applicable to common shares	\$ 39.1	\$ 0.05	\$ 71.5	\$ 0.10	\$ 19.3	\$ 0.03	\$ 10.4	\$ 0.01
Significant items - favorable (unfavorable) impact:								
Deemed dividend (2)	\$ -	\$ (0.07)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Franklin-related	-	-	-	-	(75.5)	(0.07)	-	-
Net tax benefit recognized (2)	-	-	-	-	-	-	38.2	0.05

(1) Pre-tax unless otherwise noted

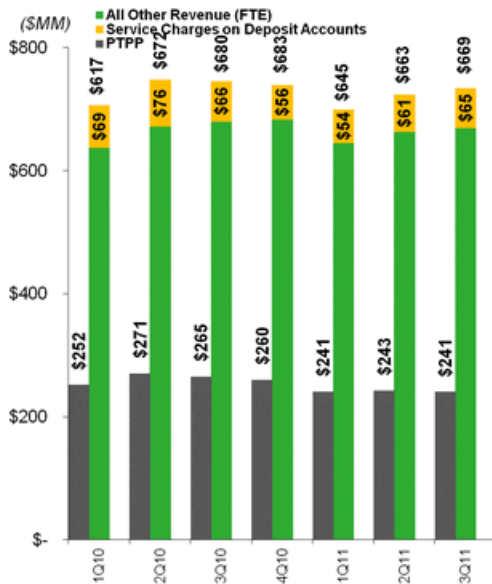
(2) After-tax



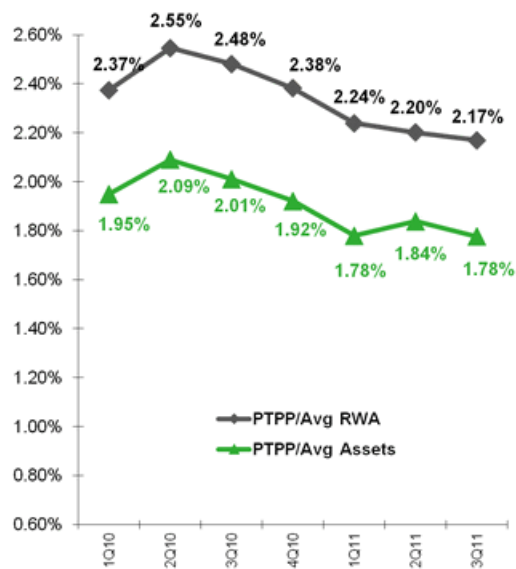
Income Statement

Revenue and PTPP Growth ⁽¹⁾

Revenue and PTPP Trends



PTPP Earnings Power ⁽²⁾



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

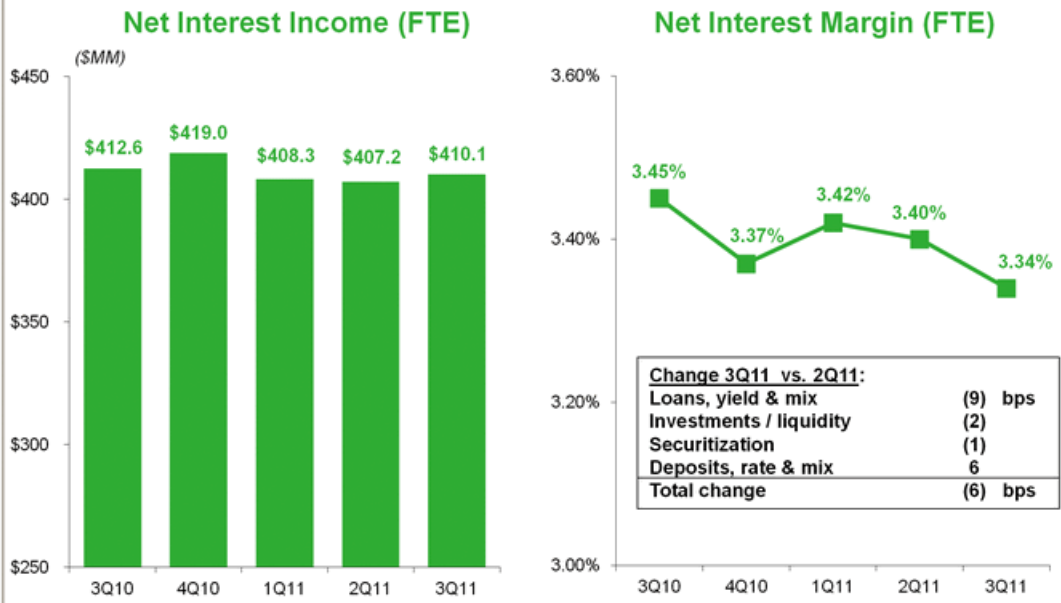
(2) Annualized

Pre-Tax, Pre-Provision Income ⁽¹⁾

(in millions)	2011				2010		
	Third Quarter	Second Quarter	First Quarter	Fourth Quarter	Third Quarter	Second Quarter	First Quarter
Income (Loss) Before Income Taxes	\$ 182.3	\$ 194.9	\$ 161.2	\$ 157.9	\$ 130.6	\$ 62.1	\$ 1.6
Add: Provision for credit losses	43.6	35.8	49.4	87.0	119.2	193.4	235.0
Less: Securities (losses) gains	(1.4)	1.5	0.0	(0.1)	(0.3)	0.2	(0.0)
Add: Amortization of intangibles	13.4	13.4	13.4	15.0	15.1	15.1	15.1
Less: Significant items ⁽¹⁾	-	-	(17.0)	-	-	-	-
Additions to litigation reserves	-	-	(17.0)	-	-	-	-
Pre-Tax, Pre-Provision Income ⁽¹⁾	\$ 240.7	\$ 242.6	\$ 240.9	\$ 260.1	\$ 265.2	\$ 270.5	\$ 251.8
Linked-quarter change - amount	\$ (1.9)	\$ 1.6	\$ (19.1)	\$ (5.2)	\$ (5.2)	\$ 18.6	\$ 9.8
Linked-quarter change - percent	-0.8%	0.7%	-7.4%	-1.9%	-1.9%	7.4%	4.0%

⁽¹⁾ See Basis of Presentation for definition

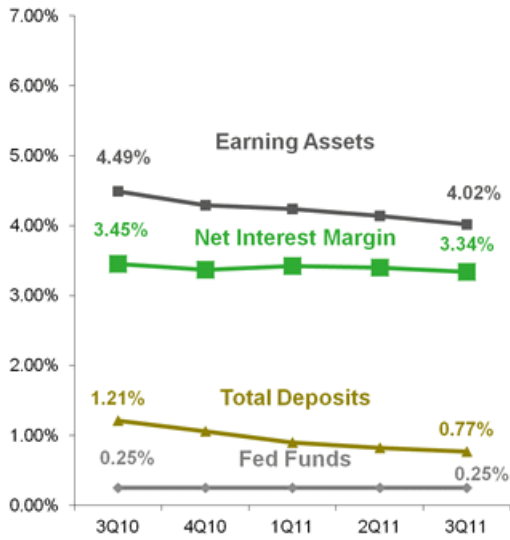
Net Interest Income and Margin ⁽¹⁾



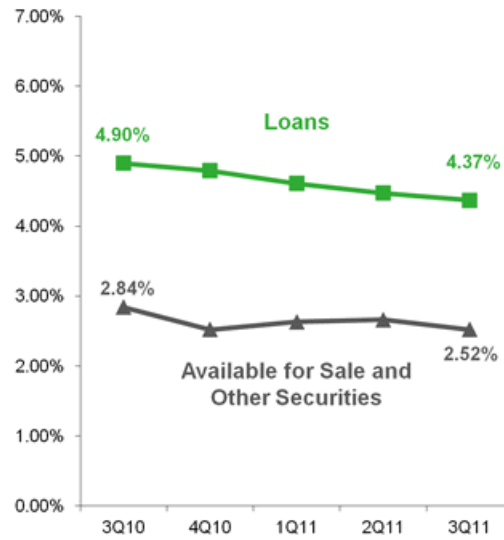
(1) Fully-taxable equivalent basis

Net Interest Margin – Yields and Rates

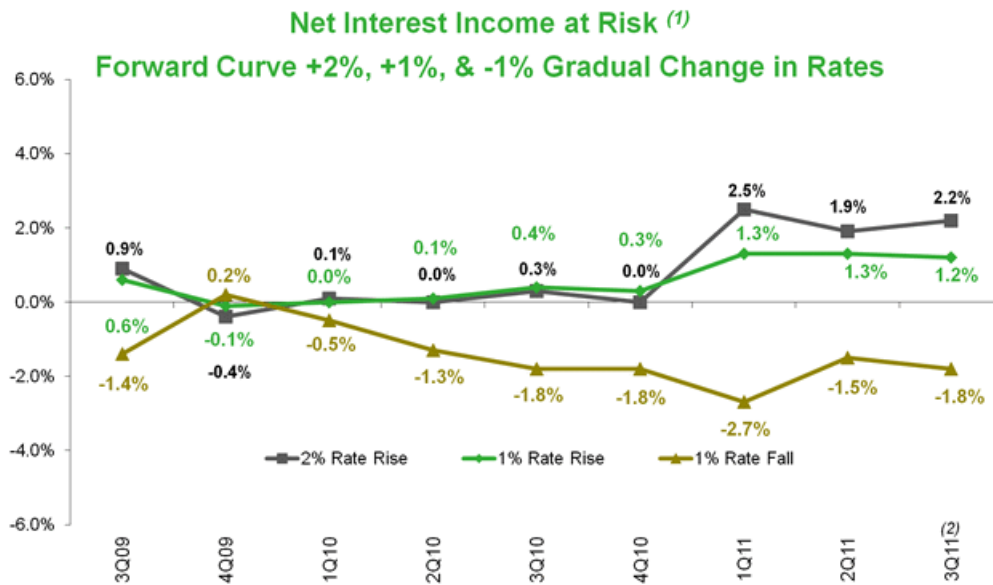
NIM – Yields & Rates



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 8/31/11

Noninterest Income Trends

Linked Quarter

<i>(in millions)</i>	2011		Change	
	Third Quarter	Second Quarter	Amount	%
Noninterest Income				
Service charges on deposit accounts	\$ 65.2	\$ 60.7	\$ 4.5	7 %
Mortgage banking income	12.8	23.8	(11.0)	(46)
Trust services	29.5	30.4	(0.9)	(3)
Electronic banking income	32.7	31.7	1.0	3
Insurance income	17.2	16.4	0.8	5
Brokerage income	20.3	20.8	(0.5)	(2)
Bank owned life insurance income	15.6	17.6	(2.0)	(11)
Automobile operating lease income	5.9	7.3	(1.4)	(19)
Securities (losses) gains	(1.4)	1.5	(2.9)	(190)
Other income	60.6	45.5	15.1	33
Total noninterest income	\$ 258.6	\$ 255.8	\$ 2.8	1 %

Noninterest Income Trends

Prior-Year Quarter

<i>(in millions)</i>	Third Quarter		Change	
	2011	2010	Amount	%
Noninterest Income				
Service charges on deposit accounts	\$ 65.2	\$ 65.9	\$ (0.7)	(1) %
Mortgage banking income	12.8	52.0	(39.3)	(75)
Trust services	29.5	27.0	2.5	9
Electronic banking income	32.7	28.1	4.6	16
Insurance Income	17.2	19.8	(2.6)	(13)
Brokerage Income	20.3	16.6	3.8	23
Bank owned life insurance income	15.6	14.1	1.6	11
Automobile operating lease income	5.9	11.4	(5.5)	(48)
Securities (losses) gains	(1.4)	(0.3)	(1.1)	(356)
Other income	60.6	32.6	28.1	86
Total noninterest income	\$ 258.6	\$267.1	\$ (8.6)	(3) %

Mortgage Banking Income

(\$MM)	3Q11	2Q11	1Q11	4Q10	3Q10
Origination and secondary marketing	\$15.6	\$11.5	\$19.8	\$48.2	\$35.8
Servicing fees	12.1	12.4	12.5	11.5	12.1
Amortization of capitalized servicing	(9.6)	(9.1)	(9.9)	(14.0)	(13.0)
Other mortgage banking income	3.8	4.3	3.8	4.8	5.0
Sub-total	22.0	19.1	26.2	50.5	39.9
MSR recovery (impairment)	(39.4)	(8.3)	0.8	31.3	(12.0)
Net trading gains (losses)	30.2	13.0	(4.3)	(28.7)	24.2
Total	\$12.8	\$23.8	\$22.7	\$53.2	\$52.0
Investor servicing portfolio ⁽¹⁾ (\$B)	\$16.1	\$16.3	\$16.5	\$15.9	\$15.7
Weighted average coupon	5.20%	5.23%	5.27%	5.35%	5.48%
Originations (\$B)	\$1.0	\$0.9	\$0.9	\$1.8	\$1.6
Mortgage servicing rights ⁽¹⁾	\$145.3	\$189.7	\$202.6	\$196.2	\$161.6
MSR % of investor servicing portfolio ⁽¹⁾	0.90%	1.16%	1.23%	1.23%	1.03%

(1) End-of-period

Noninterest Expense Trends

Linked Quarter

	2011		Change	
	Third Quarter	Second Quarter	Amount	%
<i>(in millions)</i>				
Noninterest Expense				
Personnel costs	\$ 226.8	\$ 218.6	\$ 8.3	4 %
Outside data processing and other services	49.6	43.9	5.7	13
Net occupancy	27.0	26.9	0.1	0
Deposit and other insurance expense	17.5	23.8	(6.3)	(27)
Professional services	20.3	20.1	0.2	1
Equipment	22.3	21.9	0.3	2
Marketing	22.3	20.1	2.1	11
Amortization of intangibles	13.4	13.4	0.0	0
OREO and foreclosure expense	4.7	4.4	0.3	6
Automobile operating lease expense	4.4	5.4	(1.0)	(19)
Other expense	31.0	29.9	1.1	4
Total noninterest expense	\$ 439.1	\$ 428.4	\$ 10.7	2 %
<i>(in thousands)</i>				
Number of employees (full-time equivalent)	11.5	11.5	-	0 %

Noninterest Expense Trends

Prior-Year Quarter

<i>(in millions)</i>	Third Quarter		Change	
	2011	2010	Amount	%
Noninterest Expense				
Personnel costs	\$ 226.8	\$ 208.3	\$ 18.6	9 %
Outside data processing and other services	49.6	38.6	11.0	29
Net occupancy	27.0	26.7	0.2	1
Deposit and other insurance expense	17.5	23.4	(5.9)	(25)
Professional services	20.3	20.7	(0.4)	(2)
Equipment	22.3	21.7	0.6	3
Marketing	22.3	20.9	1.3	6
Amortization of intangibles	13.4	15.1	(1.8)	(12)
OREO and foreclosure expense	4.7	12.0	(7.4)	(61)
Automobile operating lease expense	4.4	9.2	(4.8)	(52)
Other expense	31.0	30.8	0.2	1
Total noninterest expense	\$ 439.1	\$ 427.3	\$ 11.8	3 %
<i>(in thousands)</i>				
Number of employees (full-time equivalent)	11.5	11.3	0.2	2 %



Balance Sheet

Balance Sheet – Assets

(in millions)	2011		2010	Sep. '11 vs. '10	
	Sep. 30,	June 30,	Sep. 30,	Amount	Percent
Assets					
Cash and due from banks	\$ 2,190	\$ 984	\$ 1,139	\$ 1,051	92.3%
Interest bearing deposits in banks	105	117	274	(169)	-61.5%
Trading account securities	86	99	139	(53)	-38.2%
Loans held for sale	335	225	744	(410)	-55.1%
Available-for-sale securities	8,714	8,100	9,724	(1,010)	-10.4%
Held-to-maturity securities	658	670	---	658	NR
Loans and leases:					
Commercial and industrial loans and leases	13,939	13,544	12,425	1,514	12.2%
Commercial real estate loans	5,934	6,164	6,912	(978)	-14.1%
Total commercial	19,873	19,708	19,337	536	2.8%
Automobile	5,558	6,190	5,385	173	3.2%
Home equity loans	8,079	7,952	7,690	389	5.1%
Residential mortgage loans	4,986	4,751	4,511	475	10.5%
Other consumer loans	516	525	578	(62)	-10.7%
Total consumer	19,139	19,418	18,164	975	5.4%
Loans and leases	39,012	39,126	37,501	1,511	4.0%
Allowance for loan and lease losses	(1,020)	(1,071)	(1,336)	317	-23.7%
Net loans and leases	37,992	38,055	36,164	1,828	5.1%
Bank owned life insurance	1,494	1,480	1,450	44	3.0%
Premises and equipment	543	529	489	54	11.0%
Goodwill	444	444	444	---	0.0%
Other intangible assets	188	202	244	(55)	-22.6%
Accrued income and other assets	2,228	2,145	2,435	(206)	-8.5%
Total assets	\$ 54,979	\$ 53,050	\$ 53,247	\$ 1,732	3.3%

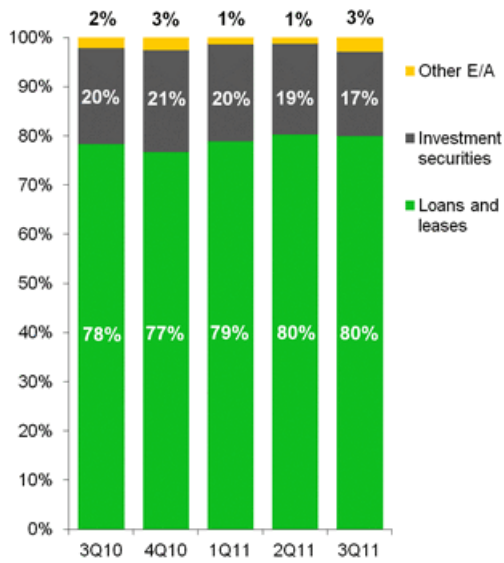
NR = Not relevant

Balance Sheet – Liabilities and Shareholders' Equity

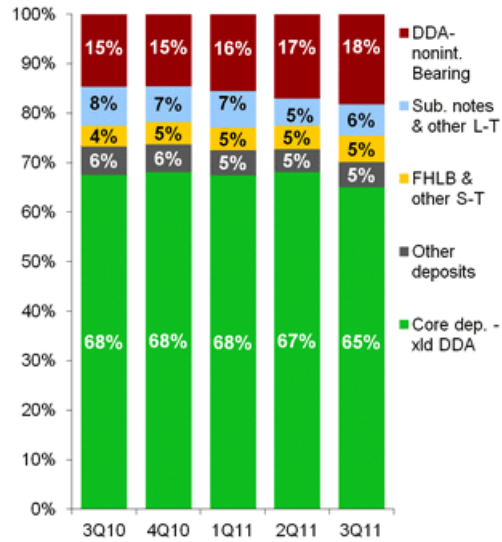
(in millions)	2011		2010	Sep '11 vs. '10	
	Sep. 30,	June 30,	Sep. 30,	Amount	Percent
Liabilities					
Demand deposits - non-interest bearing	\$ 9,502	\$ 8,210	\$ 6,926	\$ 2,576	37.2%
Demand deposits - interest bearing	5,763	5,642	5,347	416	7.8%
Money market deposits	13,759	12,643	12,679	1,080	8.5%
Savings and other domestic deposits	4,711	4,752	4,613	98	2.1%
Core certificates of deposit	7,084	7,936	8,765	(1,681)	-19.2%
Total core deposits	40,819	39,183	38,330	2,489	6.5%
Other domestic deposits of \$250,000 or more	421	436	730	(309)	-42.3%
Brokered deposits and negotiable CDs	1,535	1,486	1,576	(41)	-2.6%
Deposits in foreign offices	445	297	436	9	2.1%
Total deposits	43,220	41,402	41,072	2,147	5.2%
Short-term borrowings	2,225	2,023	1,859	366	19.7%
Federal Home Loan Bank advances	14	220	24	(9)	-40.1%
Other long-term debt	1,422	1,635	2,393	(972)	-40.6%
Subordinated notes	1,537	1,496	1,203	335	27.8%
Accrued expenses and other liabilities	1,161	1,020	1,129	32	2.8%
Total liabilities	49,578	47,797	47,679	1,899	4.0%
Shareholders' equity					
Preferred stock	363	363	1,700	(1,338)	-78.7%
Common stock	9	9	7	1	20.5%
Capital surplus	7,594	7,588	6,744	850	12.6%
Less treasury shares, at cost	(10)	(9)	(9)	(1)	13.3%
Accumulated other comprehensive loss	(80)	(123)	(28)	(52)	NM
Retained earnings	(2,474)	(2,575)	(2,846)	372	-13.1%
Total shareholders' equity	5,400	5,253	5,567	(167)	-3.0%
Total liabilities and shareholders' equity	\$ 54,979	\$ 53,050	\$ 53,247	\$ 1,732	3.3%

Earning Assets and Funding Composition ⁽¹⁾

Earning Asset Composition



Funding ⁽²⁾



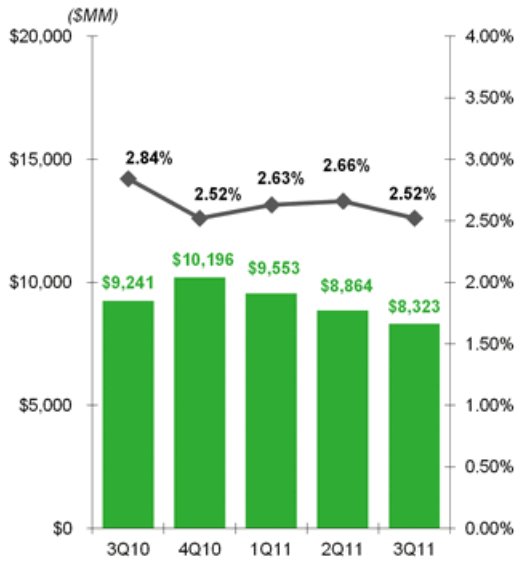
(1) Average balances (2) Interest bearing liabilities + DDA noninterest bearing



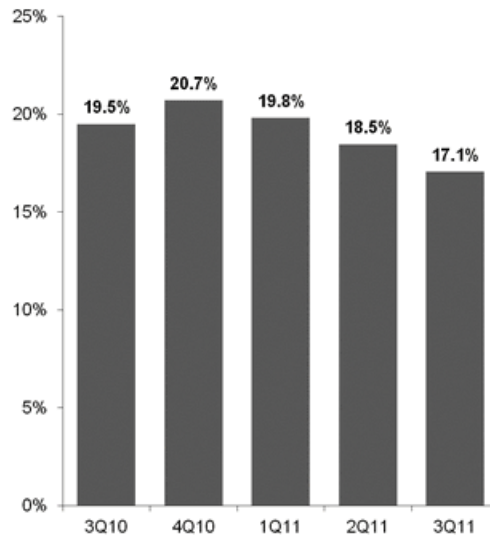
Investment Securities

Available For Sale and Other Securities

Average Balance & Yield



% of Average Earning Assets



Securities Trends ⁽¹⁾

Linked Quarter - Average

(in millions)	2011		Change	
	Third Quarter	Second Quarter	Amount	%
	Agency CMOs ⁽²⁾	\$ 2,971	\$ 3,257	\$ (286)
Agency MBS ⁽²⁾	1,851	1,538	314	20.4
U.S. Treasury & agency debt and TLGP	1,323	1,413	(90)	(6.4)
Auto loan ABS	749	744	5	0.7
Munis	322	319	3	0.9
Non agency MBS	138	160	(22)	(13.8)
Pooled trust preferred	110	108	2	1.9
Other	1,425	1,383	42	3.1
Sub-total	\$ 8,889	\$ 8,921	\$ (32)	(0.4) %
Variable rate demand notes ⁽³⁾	99	117	(18)	(15.4)
Total available-for-sale, held-to-maturity and other securities	\$ 8,988	\$ 9,038	\$ (50)	(0.6) %

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

⁽²⁾ \$665 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 2.9 years
- Agency mortgages with weighted average life of approximately 3.1 years

Securities Overview ⁽¹⁾ – 9/30/11

(SMM)	Fair Value	Average Credit Rating of Fair Value Amount ⁽²⁾					
		AAA	AA +/-	A +/-	BBB +/-	<BBB-	Not Rated
US Treasury	\$ 53	\$ ---	\$ 53	\$ ---	\$ ---	\$ ---	\$ ---
Agency (Debt, FRT, & CMO's) ⁽³⁾	6,321	---	6,231	---	---	---	---
TLGP Debt	106	---	106	---	---	---	---
Asset Backed							
Alt-A mortgage-backed securities	52	---	24	9	---	18	0
Auto loan backed securities	482	482	---	---	---	---	---
Pooled-trust-preferred securities ⁽⁴⁾	101	---	---	25	---	76	---
Floorplan backed securities	321	321	---	---	---	---	---
Private label CMO securities	79	2	---	24	8	45	---
Municipal securities ⁽⁵⁾	323	196	109	3	4	---	12
FHLB/FRB stock	310	---	---	---	---	---	310
Other	1,223	734	426	8	---	---	54
Subtotal	\$ 9,281	\$ 1,735	\$ 6,949	\$ 70	\$ 12	\$ 139	\$ 376
Variable rate demand notes ⁽⁵⁾	90						
Total available-for-sale, held-to-maturity and other securities	\$ 9,372						

⁽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⁾ \$658 MM of Agency CMO / MBS classified as HTM included at amortized cost

⁽⁴⁾ Primarily trust preferred for banks/insurance companies

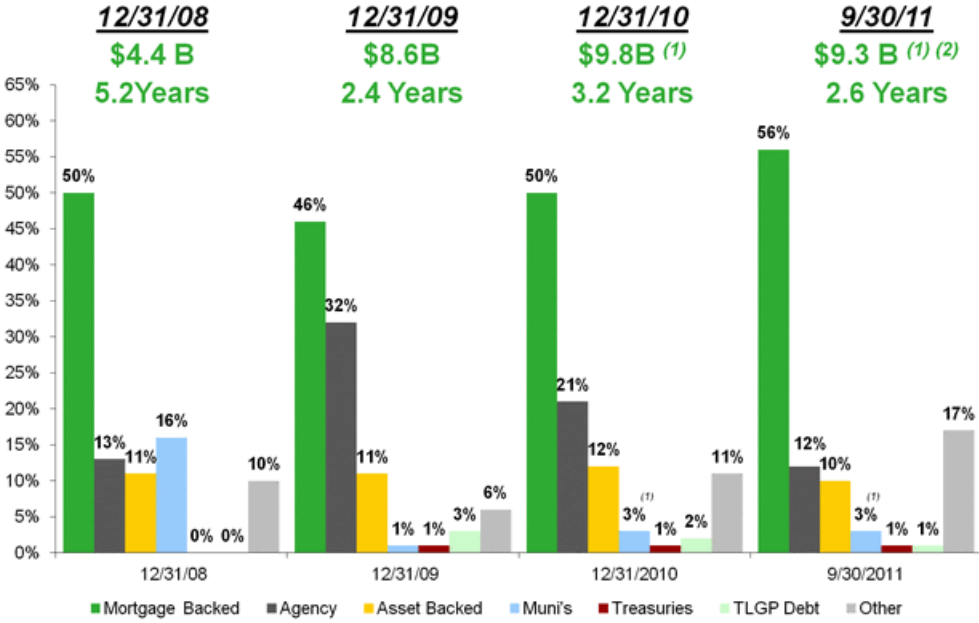
⁽⁵⁾ Variable rate demand notes included in municipal securities in external reporting

Selected Securities – Assessment ⁽¹⁾

	<u>Par Value</u>	<u>Book Value</u>	<u>Market Value</u>	<u>MTM</u>
Alt-A mortgage backed	\$63 MM	\$60 MM	\$52 MM	\$(8) MM
<ul style="list-style-type: none"> - Purchased 2006 - 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	297	228	101	(127)
<ul style="list-style-type: none"> - Purchased 2003-2005 - 13 pools with 437 separate issuers - Cash flow analysis performed quarterly to test for OTTI with third-party validation 				
Prime CMOs	97	90	79	(12)
<ul style="list-style-type: none"> - Purchased 4Q03-2Q07 - 14 securities - Cash flow analysis performed monthly to test for OTTI with third-party validation 				
Total	\$456 MM	\$378 MM	\$232 MM	\$(146) MM

(1) 9/30/11
 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 \$90 million at 9/30/11
 (2) \$658 MM of Agency CMO / MBS classified as HTM included at amortized cost





Loan Portfolio Overview

Credit Exposure Composition

(\$B)	9/30/11		12/31/10		12/31/09		12/31/08		12/31/07	
	Amt	Pct	Amt	Pct	Amt	Pct	Amt	Pct	Amt	Pct
Commercial & industrial	\$13.9	36 %	\$13.1	34 %	\$12.9	35 %	\$13.5	33 %	\$13.1	33 %
Commercial real estate	5.9	15	6.7	18	7.7	21	10.1	24	9.2	23
Total commercial	19.9	51	19.7	52	20.6	56	23.6	58	22.3	56
Automobile	5.6	14	5.6	15	3.4	11	4.7	12	4.4	11
Home equity	8.1	21	7.7	20	7.6	20	7.6	18	7.3	18
Residential real estate	5.0	13	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	19.1	49	18.4	48	16.2	44	17.5	42	17.7	44
Total loans & leases	\$39.0	100 %	\$38.1	100 %	\$36.8	100 %	\$41.3	100 %	\$40.1	100 %

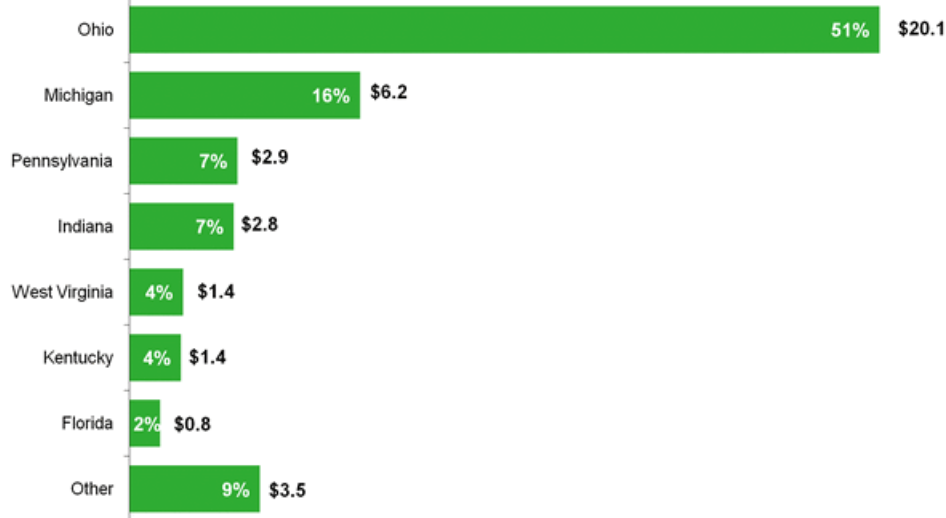
(1) Decline reflects a net reclass from CRE to C&I of \$1.5 B

Total Loans and Leases Portfolio Overview

EOP Outstandings – \$39.0 Billion ⁽¹⁾

By State

(\$B)



(1) 9/30/11

Loan and Lease Trends

Linked Quarter

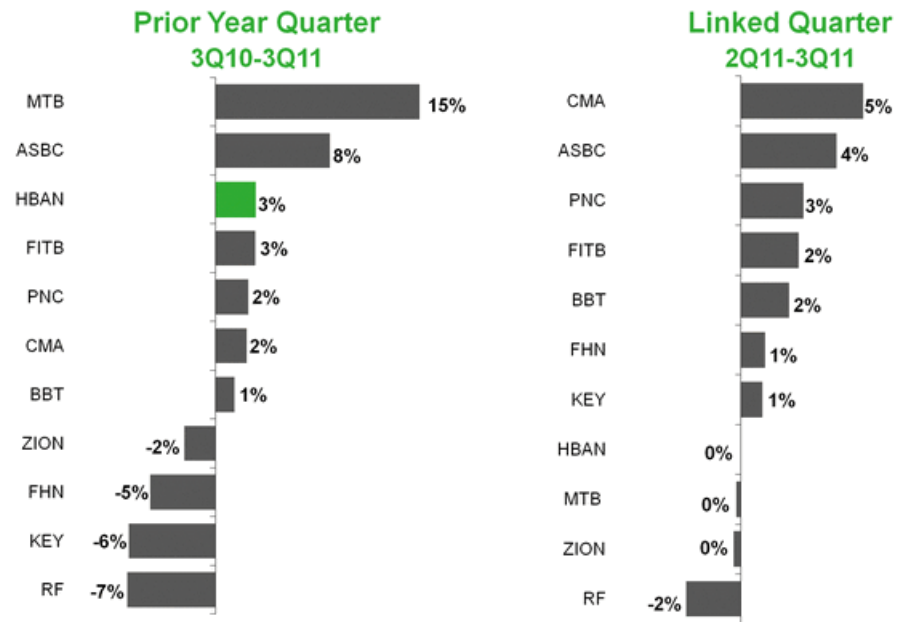
<i>(in billions)</i>	2011		Change	
	Third Quarter	Second Quarter	Amount	%
Average Loans and Leases				
Commercial and industrial	\$ 13.7	\$ 13.4	\$ 0.3	2 %
Commercial real estate	6.1	6.2	(0.1)	(2)
Total commercial	19.8	19.6	0.2	1
Automobile	6.2	6.0	0.3	4
Home equity	8.0	7.9	0.1	2
Residential mortgage	4.8	4.6	0.2	5
Other consumer	0.5	0.5	(0.0)	(3)
Total consumer	19.5	18.9	0.6	3
Total loans and leases	\$ 39.3	\$ 38.5	\$ 0.8	2 %

Loan and Lease Trends

Prior-Year Quarter

<i>(in billions)</i>	Third Quarter		Change	
	2011	2010	Amount	%
Average Loans and Leases				
Commercial and industrial	\$ 13.7	\$ 12.4	\$ 1.3	10 %
Commercial real estate	6.1	7.1	(1.0)	(14)
Total commercial	19.8	19.5	0.3	2
Automobile	6.2	5.1	1.1	21
Home equity	8.0	7.6	0.4	6
Residential mortgage	4.8	4.4	0.4	9
Other consumer	0.5	0.7	(0.1)	(20)
Total consumer	19.5	17.7	1.8	10
Total loans and leases	\$ 39.3	\$ 37.2	\$ 2.1	6 %

Gross Loan Growth



Source: SNL; company reports
 MTB & CMA's growth reflect acquisitions

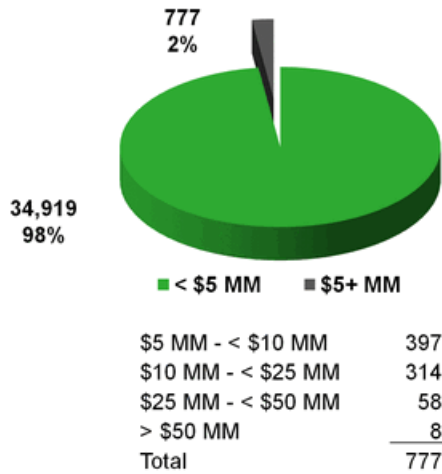


Total Commercial Loans

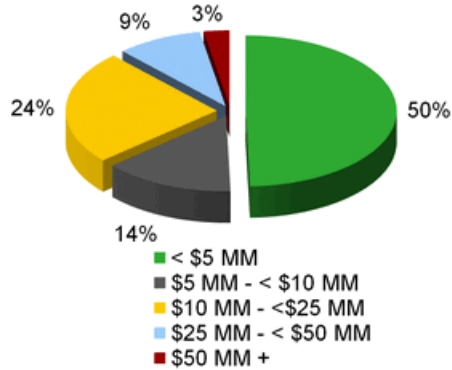
Total Commercial Loans – Granularity

EOP Outstandings – \$19.9 Billion ⁽¹⁾

of Loans by Size



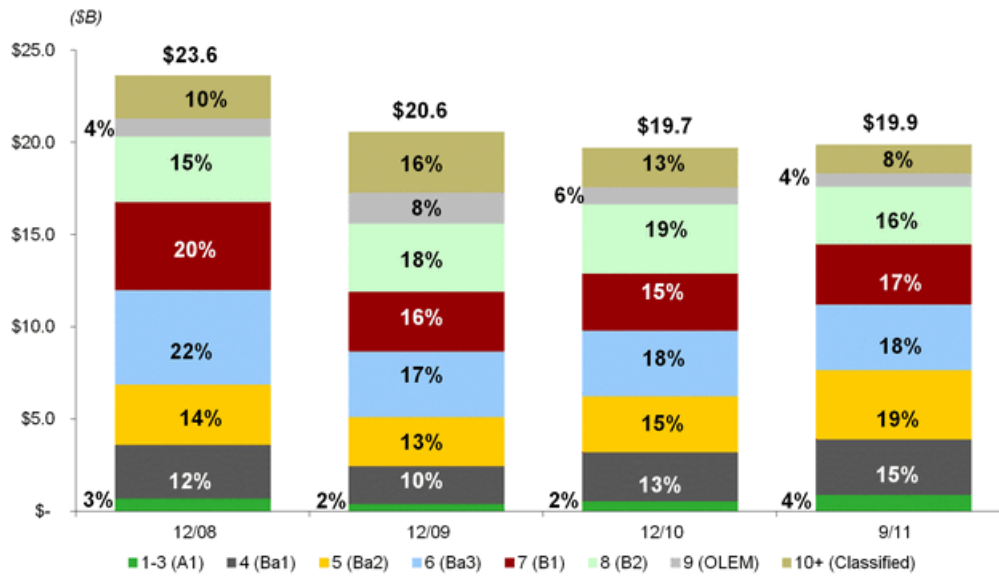
Loans by Dollar Size



(1) 9/30/11

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 – \$13.9 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	3Q11	2Q11	1Q11	4Q10	3Q10
30+ days PD & accruing ⁽²⁾	0.27%	0.27%	0.37%	0.33%	0.97%
90+ days PD & accruing ⁽²⁾	--	--	--	--	--
NCOs ⁽³⁾	0.52%	0.56%	1.29%	1.85%	2.01%
NALs ⁽²⁾	1.50%	1.69%	1.96%	2.65%	3.21%
ACL ⁽¹⁾	2.26%	2.31%	2.48%	2.86%	3.07%

(1) 9/30/11 (2) End of Period (3) Annualized



C&I – Credit Risk Management Strategies

What We Do

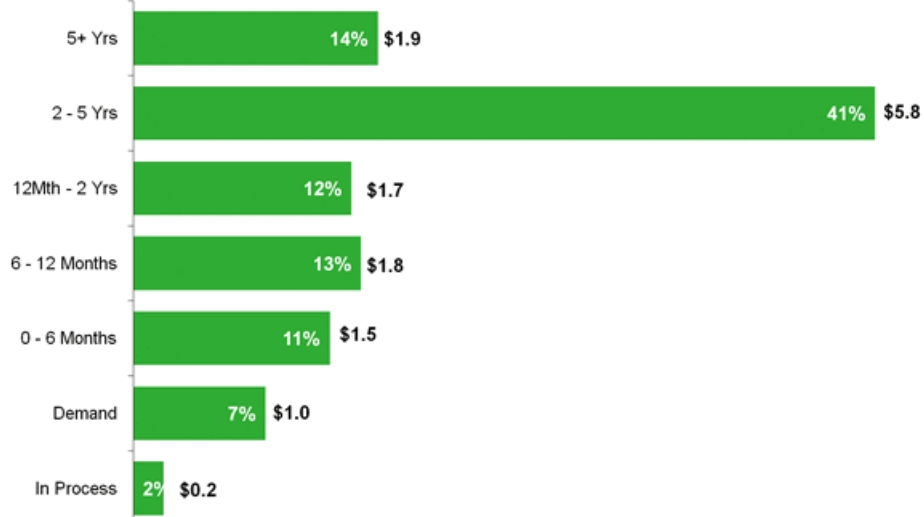
- Lend to defined relationship oriented clients
- Follow disciplined credit policies and processes
- Understand our client's market / industry and their durable competitive advantage
- Underwrite to historical cash flows with collateral as a secondary repayment source
- Emphasize risk / return structure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

C&I Loan Portfolio Composition

EOP Outstandings – \$13.9 Billion ⁽¹⁾

By Maturity

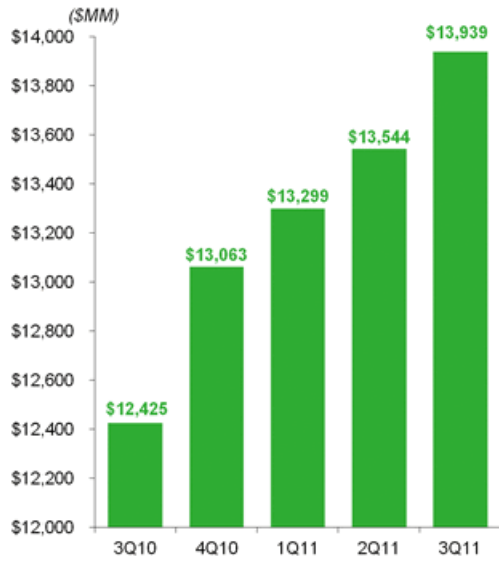
(\$B)



(1) 9/30/11

C&I – Trends

Period-End Balance



Change Analysis

(\$MM)	3Q11 vs. 2Q11	3Q11 vs. 3Q10
Originations	\$961	\$3,587
Net payments / payoffs / takedowns	(545)	(1,824)
Net reclassifications	7	(83)
Charge-offs	(29)	(166)
Net change	\$395	\$1,514
	2.9%	12.2%

C&I – Auto Industry ⁽¹⁾

Outstandings ⁽²⁾

	3Q11	2Q11	1Q11	4Q10	3Q10
<i>(\$MM)</i>					
Suppliers					
Domestic	\$ 126	\$ 127	\$ 135	\$ 127	\$ 135
Foreign	20	20	23	22	22
Total suppliers	146	146	157	149	157
Dealers					
Floorplan-domestic	625	651	620	599	470
Floorplan-foreign	289	329	463	457	302
Total floorplan	913	980	1083	1056	772
Other	389	395	391	373	363
Total dealers	1,302	1,375	1,474	1,429	1,135
Total auto industry	\$1,448	\$1,521	\$1,631	\$1,578	\$1,292
NALs					
Suppliers	1.98%	2.16	3.90%	5.31%	5.82%
Dealers	0.06	0.07	0.06	0.07	0.09
Net charge-offs ⁽³⁾					
Suppliers	0.20%	0.63	0.25%	2.54%	1.19%
Dealers	0.0	0.0	0.0	0.0	0.0

(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 – \$5.9 Billion ⁽¹⁾

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

CRE – Construction (\$0.5 Billion)

- 53% reduction in balances since 6/30/10
- 65% of current balances to "Core" CRE relationships
- Centralized construction portfolio management within CRE segment

Credit Quality Trends

	3Q11	2Q11	1Q11	4Q10	3Q10
30+ days PD & accruing ⁽²⁾	0.83%	0.45%	1.49	1.45%	1.26%
90+ days PD & accruing ⁽²⁾	--	--	--	--	--
NCOs – construction ⁽³⁾	0.87%	2.99%	18.6%	6.19%	7.25%
NCOs – nonconstruction ⁽³⁾	1.69%	1.65%	2.66%	2.22%	3.01%
NALs ⁽²⁾	4.33%	4.73%	4.86%	5.47%	6.93%
ACL ⁽²⁾	7.15%	7.63%	8.25%	8.94%	9.58%

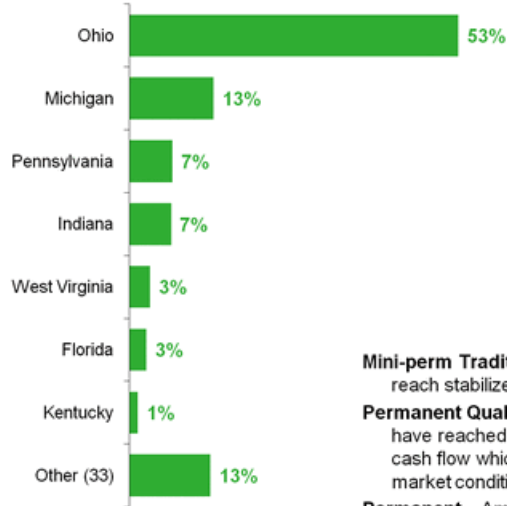
(1) 9/30/11 (2) End of Period (3) Annualized



CRE – Portfolio Composition

EOP Outstandings – \$5.9 Billion ⁽¹⁾

By Property Locations



By Loan Type



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

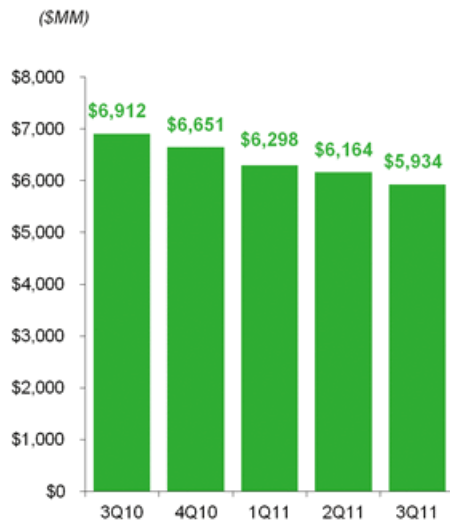
Permanent Qualified – Loans with 5 years or less term with properties that have reached a stabilized physical occupancy and exhibit an operational cash flow which would qualify for permanent financing during normalized market conditions.

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

(1) 9/30/11

CRE – Trends

Period-End Balance



Change Analysis

(SMM)	3Q11 vs. 2Q11	3Q11 vs. 3Q10
Originations	\$ 140	\$ 375
Takedowns	244	717
Net payments / payoffs / other	(585)	(1,875)
Charge-offs	(30)	(195)
Net change	\$(230)	\$(978)
	(3.7)%	(14.2)%

CRE – Change Analysis

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)

3Q11

	Construction	Commercial	Total CRE
June 30, 2011	\$591	\$5,573	\$6,164
New originations	0	140	140
Net pay-offs / takedowns / other	(67)	(273)	(340)
Charge-offs	(4)	(25)	(30)
September 30, 2011	\$520	\$5,414	\$5,934
Net change	\$(71)	\$(159)	\$(230)

CRE – Core Characteristics

EOP Outstandings – \$3.9 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 0.66% nonaccrual loans

(1) 9/30/11

CRE – Noncore Characteristics

EOP Outstandings – \$2.1 Billion ⁽¹⁾

- Limited opportunity to gain overall banking relationship
- Includes numerous performing, pass-rated loans not meeting desired return on capital
- Includes 58% “criticized” loans from the overall CRE portfolio
- 25% aggressive credit mark
 - Updated values to incorporate current market conditions
- Limited future funding requirements... ~\$44 MM
- 95+% have guarantors
- 99% is secured debt
- 95% is within our geographic footprint
- 66% are “pass” grade or better

(1) 9/30/11

CRE – Noncore Characteristics

Special Assets Department (SAD) (\$0.9 Billion)

- 42% aggressive credit mark
 - Actively working to exit... more aggressive terms – e.g., higher pricing, shorter amortization, sale, etc.
 - 72% of “criticized” loans are managed within SAD

Other (\$1.2 Billion)

- 9% credit mark represents... 3.4x coverage of NALs
- 30+ days past due of only \$22 MM (1.94%)
- Includes \$458 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

(SMM)	O/S	ACL	Criticized	NALs	Prior Charge-offs ⁽¹⁾	ACL	Credit Mark ⁽²⁾
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%

9/30/11							
Core Total	\$3,871	\$122	\$504	\$25	\$ 16	3.15%	3.55%
Noncore SAD	910	213	502	202	286	23.41	41.72
Noncore Other	1,153	89	196	30	14	7.72	8.83
Noncore Total	2,063	302	698	232	300	14.64	25.48
CRE Total	\$5,934	\$424	\$1,202	\$257	\$316	7.15%	11.84%

(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

2Q11	Core	Noncore	Total CRE
March 31, 2011	\$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

3Q11	Core	Noncore	Total CRE
June 30, 2011	\$3,985	\$2,179	\$6,164
Originations	140	0	140
Net payments / takedowns / other	(211)	(112)	(322)
Charge-offs	(5)	(24)	(30)
Classification changes	(37)	20	(18)
September 30, 2011	\$3,872	\$2,063	\$5,934
Net change	\$ (113)	\$ (116)	\$ (230)

CRE – Maturity Schedule

By Loan Type – 9/30/11

(\$MM)	Within 12 Mos.	1 – 2 Years	2 – 5 Years	5+ Years	Total
Construction	\$ 334	\$ 128	\$ 51	\$ 6	\$ 520
Lines / letters of credit	71	2	11	10	94
Non project loans	209	58	102	72	441
Mini-perm traditional	1,271	768	592	5	2,635
Permanent qualified	188	111	202	90	592
Permanent	377	332	488	456	1,653
Total CRE	\$2,450	\$1,399	\$1,446	\$ 640	\$5,934
Core	\$1,468	\$957	\$1,073	\$373	\$3,871
Noncore SAD	568	149	136	61	910
Noncore Other	413	294	237	210	1,153

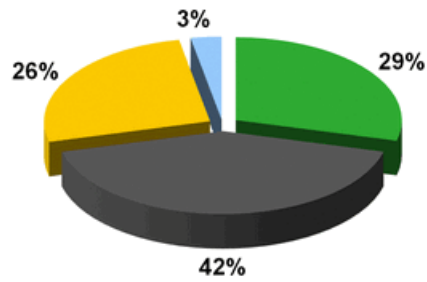


**Total Consumer Loans
and Leases**

Consumer Loans and Leases – 9/30/11

By Loan Type

(\$B)	Amt.	Pct.
Automobile	\$ 5.5	29%
Home equity	8.1	42
Residential RE	5.0	26
Other consumer	0.5	3
Total consumer	\$19.1	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 – \$5.6 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

	3Q11	2Q11	1Q11	4Q10	3Q10
30+ days PD & accruing ⁽²⁾	0.98%	0.85%	0.89%	1.21%	1.17%
90+ days PD & accruing ⁽²⁾	0.10%	0.07%	0.09%	0.14%	0.17%
NCOs ⁽³⁾	0.25%	0.15%	0.33%	0.51%	0.43%
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) 9/30/11 (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

	3Q11	2Q11	1Q11	4Q10	3Q10	2Q10	1Q10	4Q09	3Q09
Originations									
Amount (\$MM)	\$980	\$1,018	\$ 795	\$ 796	\$ 1,010	\$ 944	\$ 678	\$ 516	\$ 394
% new vehicles	56%	52%	44%	48%	50%	49%	42%	41%	44%
Avg. LTV ⁽¹⁾	88%	89%	88%	88%	89%	88%	87%	89%	91%
Avg. FICO ⁽¹⁾	762	760	758	764	767	770	769	771	763
Expected cumulative loss	0.83%	0.88%	0.88%	0.78%	0.77%	0.72%	0.70%	0.65%	0.74%
Portfolio Performance									
30+ days PD & accruing %	0.96%	0.85%	0.87%	1.18%	1.12%	1.20%	1.30%	1.98%	2.02%
Year-to-Date NCO %	0.24%	0.24%	0.33%	0.53%	0.53%	0.61%	0.76%	1.51%	1.52%
Vintage Performance									
6-month losses ⁽¹⁾				0.03%	0.03%	0.04%	0.03%	0.03%	0.04%
9-month losses ⁽¹⁾					0.07%	0.09%	0.07%	0.08%	0.08%
12-month losses ⁽¹⁾						0.14%	0.11%	0.12%	0.15%

(1) Annualized

Home Equity – Overview

EOP Outstandings – \$8.1 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

	3Q11	2Q11	1Q11	4Q10	3Q10
30+ days PD & accruing ⁽²⁾	1.17%	1.09%	1.21%	1.29%	1.39%
90+ days PD & accruing ⁽²⁾	0.25%	0.22%	0.31%	0.30%	0.35%
NCOs ⁽³⁾	1.31%	1.29%	1.38%	1.51%	1.47%
NALs ⁽²⁾	0.46%	0.42%	0.32%	0.29%	0.28%

- Credit quality continues to perform within expectations

(1) 9/30/11 (2) End of Period (3) Annualized

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
- Nonaccrual 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 – \$5.0 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
- \$497 MM of Interest Only loans... targeted within executive relocation activities
- \$281 MM of Alt-A mortgages... exited in 2007

Credit Quality Trends ⁽²⁾	3Q11	2Q11	1Q11	4Q10	3Q10
30+ days PD & accruing ⁽³⁾	4.30%	4.32%	4.1%	4.6%	5.24%
90+ days PD & accruing ⁽³⁾	0.66%	0.72%	0.93%	1.20%	1.26%
NCOs ⁽⁴⁾	0.97%	1.44%	1.70%	2.42%	1.73%
NALs ⁽³⁾	1.23%	1.26%	0.99%	1.00%	1.84%

- Credit quality continues to perform within expectations

(1) 9/30/11 (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



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**
 - \$497 MM of Interest Only loans... targeted within executive relocation activities... continues to perform well
 - \$281 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

	3Q11	2Q11	1Q11	4Q10	3Q10
Ending balance (\$B)	\$5.0	\$4.8	\$4.5	\$4.5	\$4.5
Average LTV	78%	78%	78%	77%	77%
Average FICO ⁽¹⁾	731	729	723	721	719
Originations ⁽²⁾ (\$MM)	\$351	\$447	\$304	\$427	\$485
Average LTV ⁽³⁾	83%	86%	82%	81%	83%
Average FICO ⁽³⁾	760	759	755	759	758

(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) 9/30/11



Credit Quality Review

Credit Quality Trends Overview

	3Q11	2Q11	1Q11	4Q10	3Q10
Net charge-off ratio	0.92%	1.01%	1.73%	1.82%	1.98%
90+ days PD and accruing ⁽¹⁾	0.16	0.15	0.19	0.23	0.25
NAL ratio ⁽²⁾	1.45	1.57	1.66	2.04	2.62
NPA ratio ⁽³⁾	1.57	1.67	1.80	2.21	2.94
Criticized asset ratio ⁽⁴⁾	6.78	6.93	7.90	9.15	11.02
ALLL ratio	2.61	2.74	2.96	3.28	3.56
ALLL / NAL coverage	180	174	178	161	136
ALLL / NPA coverage	166	164	164	148	121
ACL ratio	2.71	2.84	3.07	3.39	3.67
ACL/ Criticized assets ⁽⁴⁾	39.95	41.00	38.85	36.98	33.20
ACL / NAL coverage	187	181	185	166	140
ACL / NPA coverage	172	170	170	153	125

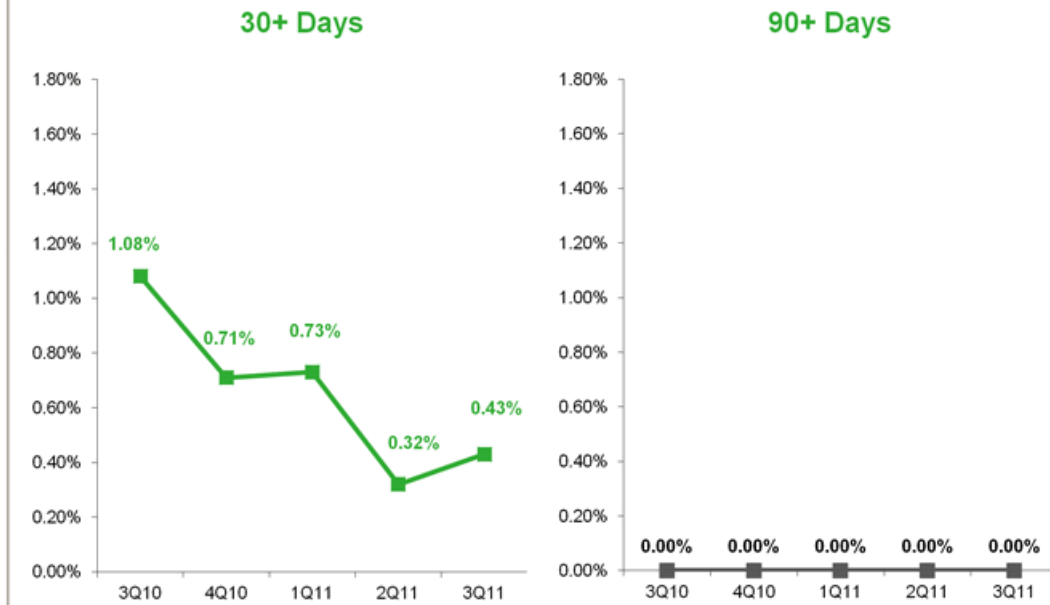
(1) Excludes loans guaranteed by the U.S. Government

(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

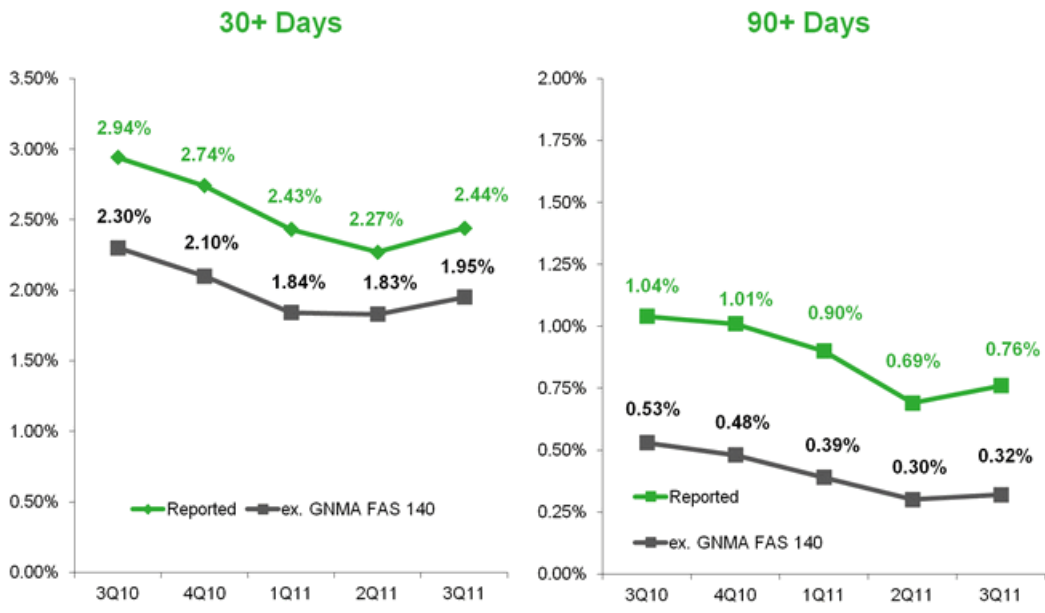
(4) Criticized assets = commercial criticized loans + consumer loans >60 DPD + OREO; Total criticized assets divided by the sum of loans and leases, impaired loans held for sale, net other real estate and other NPAs

Total Commercial Loan – Delinquencies ⁽¹⁾



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

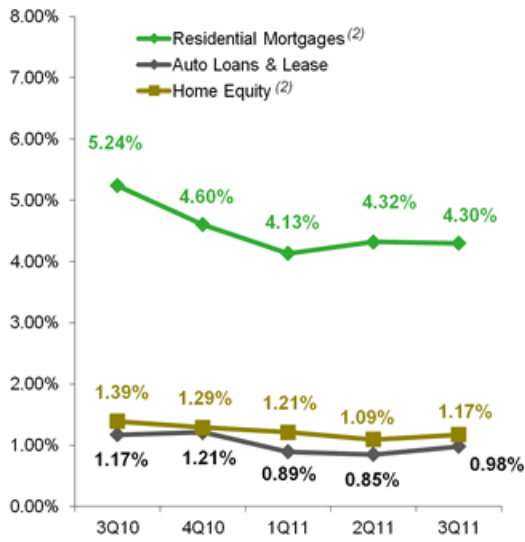
Total Consumer Loan Delinquencies ⁽¹⁾



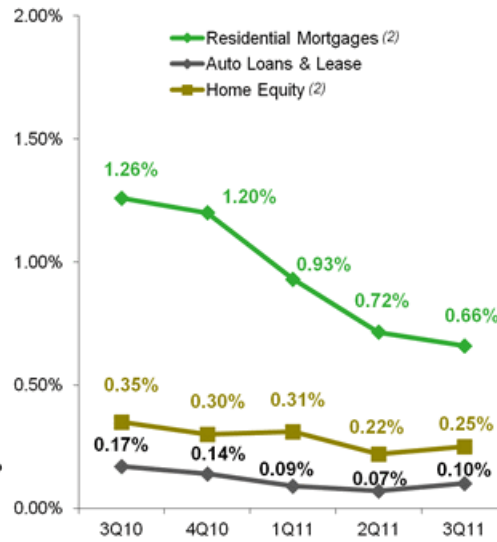
(1) Period end: delinquent but accruing as a % of related outstandings at EOP

Consumer Loan Delinquencies (1)

30+ Days

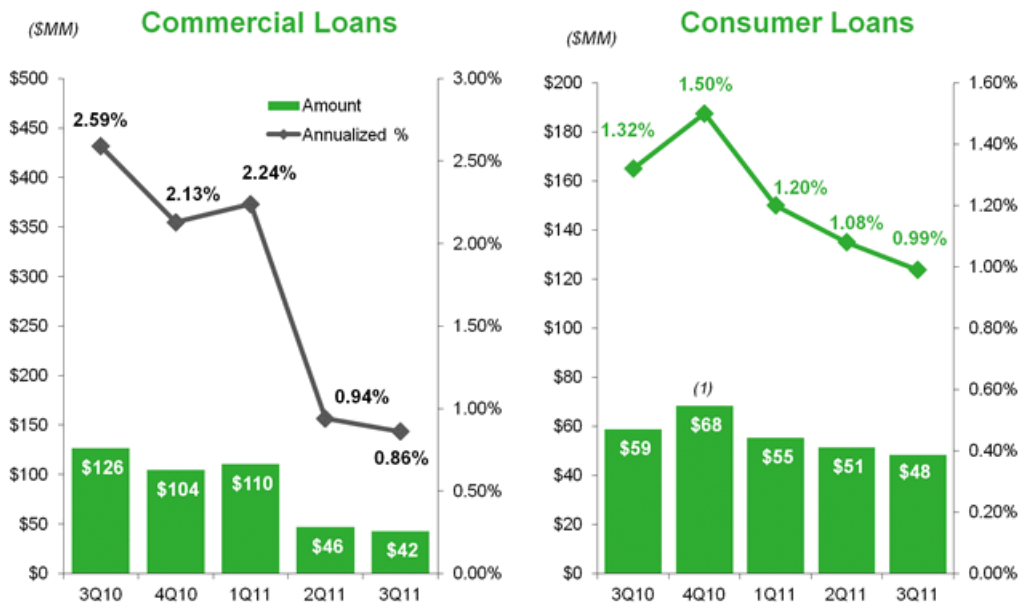


90+ Days



(1) Period end: delinquent but accruing as a % of related outstandings at EOP
 (2) Excludes GNMA FAS 140 government guaranteed

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

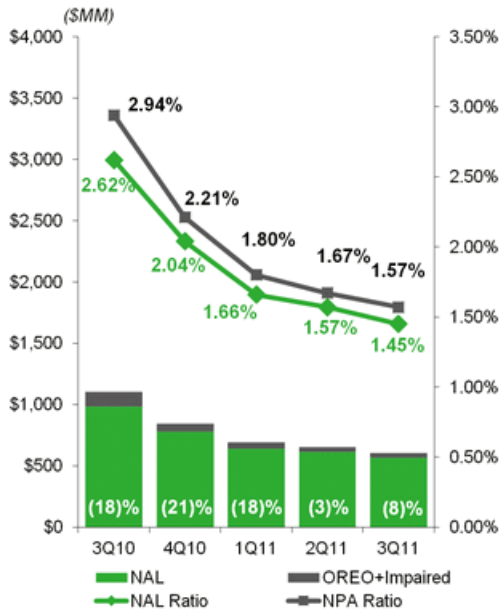
Net Charge-Offs

(\$MM)	3Q11	2Q11	1Q11	4Q10	3Q10
Commercial and industrial	\$17.9	\$18.7	\$42.2	\$59.1	\$62.2
Commercial real estate	24.4	27.6	67.7	44.9	63.7
Total commercial	42.3	46.3	109.9	104.0	125.9
Automobile	3.9	2.3	4.7	7.0	5.6
Home equity	26.2	25.4	26.7	29.2	27.8
Residential mortgages ⁽¹⁾	11.6	16.5	18.9	26.8	19.0
Other	6.6	7.1	4.9	5.3	6.3
Total consumer	48.2	51.2	55.2	68.3	58.6
Total	\$90.6	\$97.5	\$165.1	\$172.3	\$184.5
Commercial and industrial	0.52%	0.56%	1.29%	1.85%	2.01%
Commercial real estate	1.60	1.77	4.15	2.64	3.60
Total commercial	0.86	0.94	2.24	2.13	2.59
Automobile	0.25	0.15	0.33	0.51	0.43
Home equity	1.31	1.29	1.38	1.51	1.47
Residential mortgages ⁽²⁾	0.97	1.44	1.70	2.42	1.73
Other	5.05	5.27	3.47	3.66	3.83
Total consumer	0.99	1.08	1.20	1.50	1.32
Total	0.92%	1.01%	1.73%	1.82%	1.98%

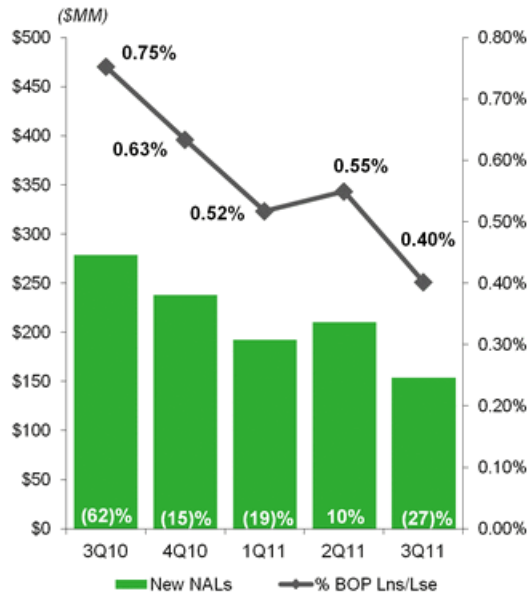
(1) 4Q10 Includes \$16.4 MM related to the sale of \$39.8 MM of residential mortgages

Nonaccrual Loans and Nonperforming Assets

NALs & NPAs – EOP



NAL Inflows



Nonaccrual Loans (NALs) and Nonperforming Assets (NPAs)

(in millions)	2011			2010	
	Sep. 30	Jun. 30	Mar. 31	Dec. 31	Sep. 30
Nonaccrual loans and leases (NALs):					
Commercial and industrial	\$ 209.6	\$ 229.3	\$ 260.4	\$ 346.7	\$ 398.4
Commercial real estate	257.1	291.5	305.8	363.7	478.8
Residential mortgage	61.1	59.9	44.8	45.0	83.0
Home equity	37.2	33.5	25.3	22.5	21.7
Total nonaccrual loans and leases (NALs)	565.0	614.2	636.3	777.9	981.8
Other real estate, net:					
Residential	18.6	20.8	28.7	31.6	65.8
Commercial	19.4	17.9	26.0	35.2	57.3
Total other real estate, net	38.0	38.7	54.6	66.8	123.1
Other NPAs ⁽¹⁾	11.0	-	-	-	-
Total nonperforming assets (NPAs)	614.0	\$ 652.9	\$ 690.9	\$ 844.8	\$ 1,104.9
NAL ratio ⁽²⁾	1.45 %	1.57 %	1.66 %	2.04 %	2.62 %
NPA ratio ⁽³⁾	1.57	1.67	1.80	2.21	2.94
Nonperforming Franklin assets					
Residential mortgage	\$ -	\$ -	\$ -	\$ -	\$ -
Home equity	-	-	-	-	-
OREO	0.5	0.9	6.0	9.5	15.3
Impaired loans held for sale	-	-	-	-	-
Total nonperforming Franklin assets	\$ 0.5	\$ 0.9	\$ 6.0	\$ 9.5	\$ 15.3

⁽¹⁾ Other nonperforming assets represent an investment security backed by a municipal bond

⁽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

<i>(\$MM)</i>	3Q11	2Q11	1Q11	4Q10	3Q10
NPA beginning-of-period	\$652.9	\$690.9	\$844.8	\$1,104.9	\$1,582.7
Additions / increases	153.6	210.3	192.0	237.8	278.4
Franklin – net impact	(0.3)	(5.1)	(3.5)	(5.9)	(251.4)
Return to accruing status	(25.8)	(68.4)	(70.9)	(100.1)	(111.2)
Loan and lease losses	(80.0)	(74.9)	(128.7)	(126.1)	(151.0)
OREO gains (losses)	(0.2)	0.4	1.5	(5.1)	(5.3)
Payments	(76.5)	(73.0)	(87.0)	(191.3)	(210.6)
Sales	(9.7)	(27.1)	(57.2)	(69.6)	(26.7)
NPA end-of-period	\$614.0	\$652.9	\$690.9	\$844.8	\$1,104.9
Percent change	(6)%	(5)%	(18)%	(24)%	(30)%

Total Commercial Loans – Criticized Loan Flow Analysis

Period End

<i>(\$MM)</i>	3Q11	2Q11	1Q11	4Q10	3Q10
Criticized beginning-of-period	\$2,379	\$2,661	\$3,074	\$3,638	\$4,106
Additions / increases	357	250	170	290	408
Advances	46	44	62	52	75
Upgrades to "Pass"	(252)	(272)	(239)	(383)	(391)
Paydowns	(181)	(232)	(295)	(401)	(409)
Charge-offs	(58)	(73)	(112)	(121)	(152)
Criticized end-of-period	\$2,291	\$2,379	\$2,661	\$3,074	\$3,638
Percent change	(4)%	(11)%	(13)%	(15)%	(11)%

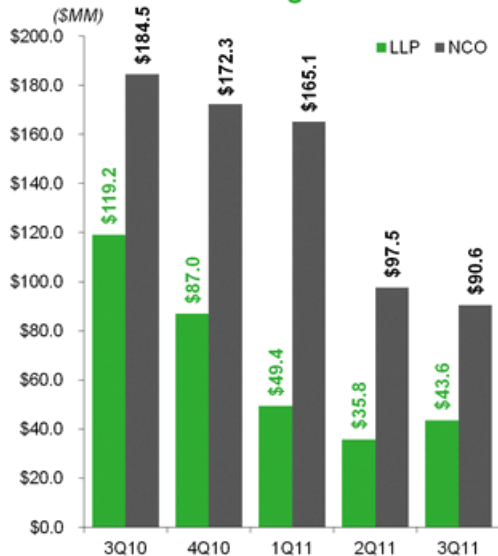
Accruing Loans 90 Days Past Due and Troubled Debt Restructured Loans

(in millions)	2011			2010	
	Sep. 30	Jun. 30	Mar. 31	Dec. 31	Sep. 30
Accruing loans and leases past due 90 days or more:					
Total excluding loans guaranteed by the U.S. Government	\$ 61.0	\$ 57.7	\$ 73.6	\$ 87.7	\$ 95.4
Loans guaranteed by the U.S. Government	84.4	77.0	94.4	98.3	94.2
Total loans and leases	145.4	134.6	\$ 168.0	\$ 185.9	\$ 189.6
Ratios ⁽¹⁾					
Excluding loans guaranteed by the U.S. government	0.16 %	0.15 %	0.19 %	0.23 %	0.25 %
Guaranteed by U.S. government	0.21	0.19	0.25	0.26	0.26
Including loans guaranteed by the U.S. government	0.37	0.34	0.44	0.49	0.51
Accruing troubled debt restructured loans:					
Residential mortgages	\$ 304.4	\$ 313.8	\$ 333.5	\$ 328.4	\$ 304.4
Other consumer	89.6	75.0	78.5	76.6	73.2
Commercial	321.6	240.1	206.5	222.6	158.0
Total accruing troubled debt restructured loans	715.6	628.9	618.4	627.6	535.5
Nonaccruing troubled debt restructured loans:					
Residential mortgages	20.9	14.4	8.5	5.8	10.6
Other consumer	0.3	0.1	0.0	-	-
Commercial	74.3	77.7	37.9	33.5	33.2
Total nonaccruing troubled debt restructured loans	95.4	92.3	46.4	39.3	43.8
Total troubled debt restructured loans	\$ 811.0	\$ 721.2	\$ 664.8	\$ 666.9	\$ 579.4

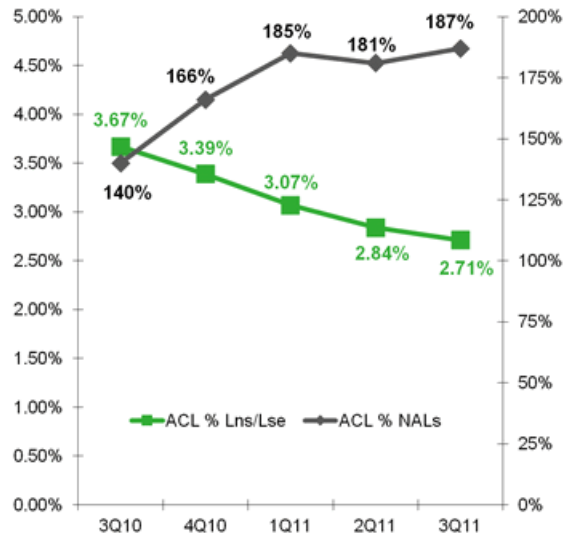
⁽¹⁾ Percent of related loans and leases

Provision, NCO, and ACL

Loan Loss Provision vs. Net Charge-offs

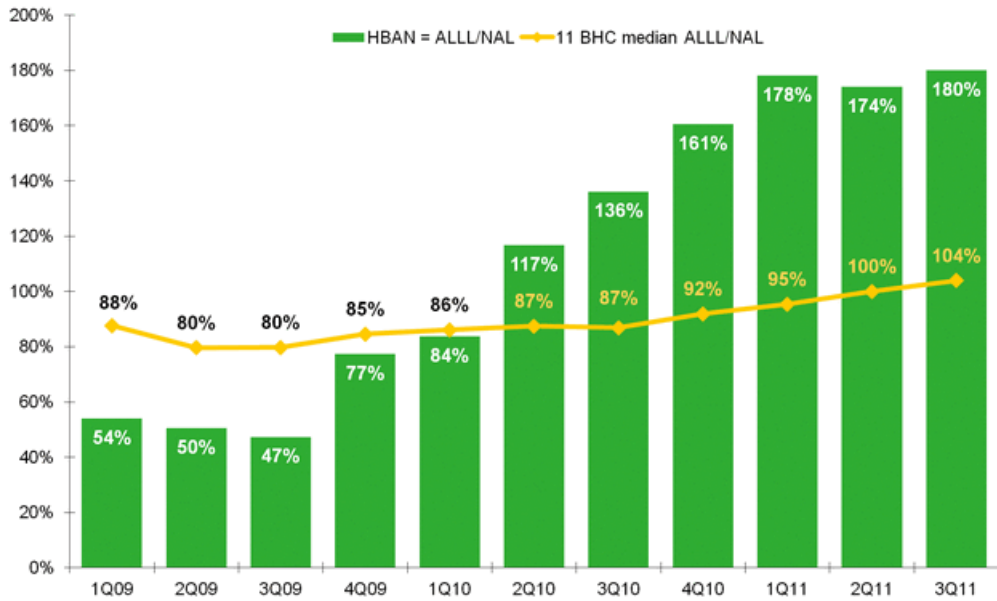


Allowance for Credit Losses vs. NALs ⁽¹⁾



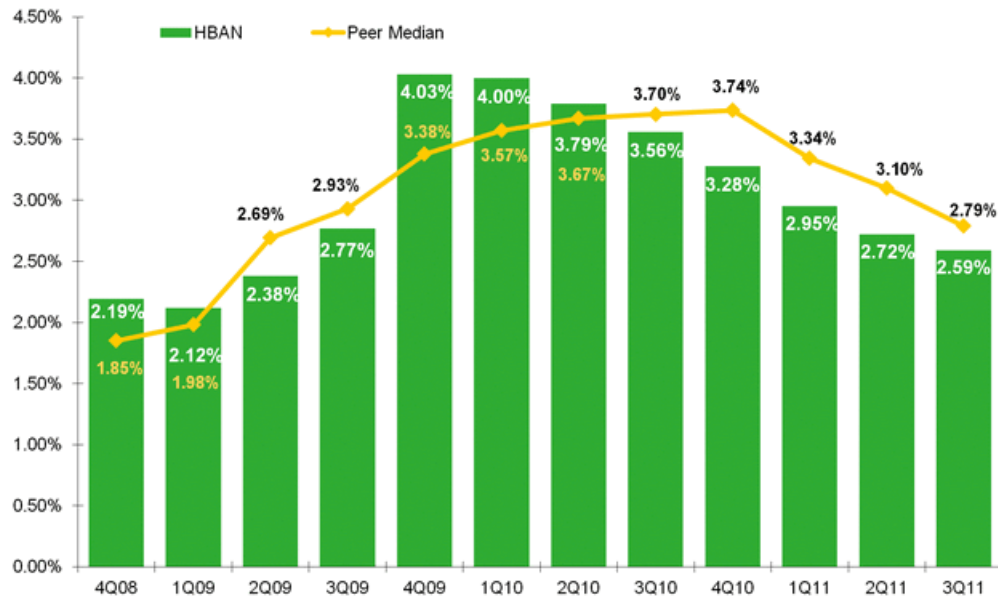
(1) End of period

Relative Performance – ALLL / NAL Coverage



Source: SNL; company reports

Relative Performance – LLR/Loans Ratios

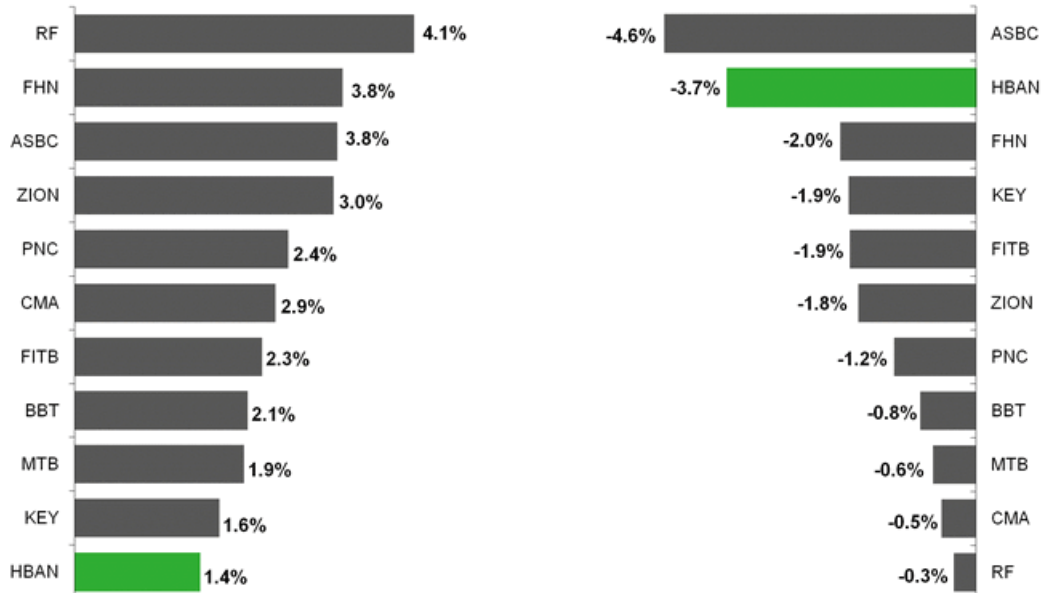


Source: SNL; company reports

Rapid Improvement in Credit Quality – Nonaccrual Loans Ratio

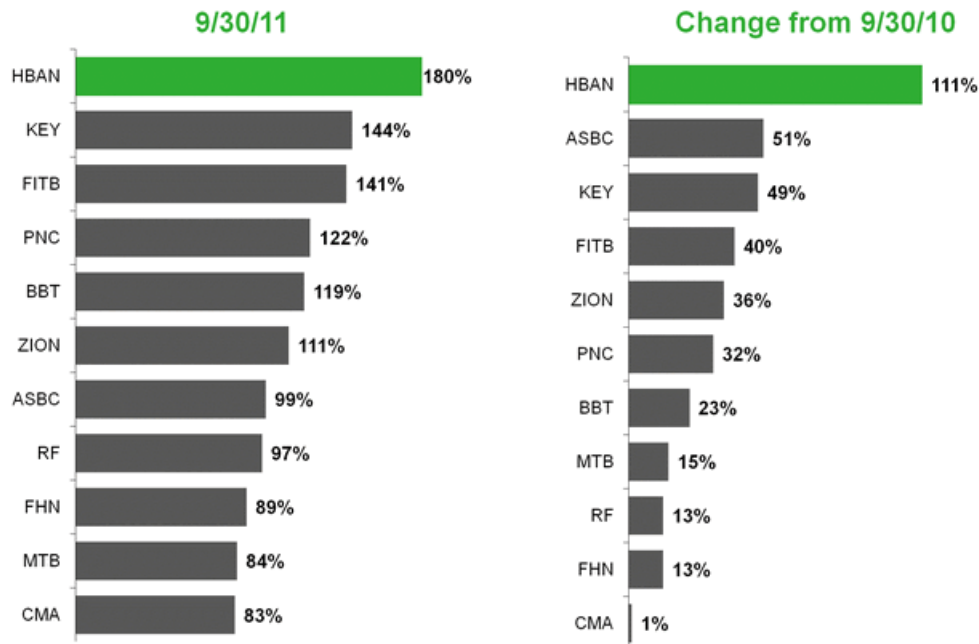
9/30/11

Change from 9/30/10



Source: SNL; company reports

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



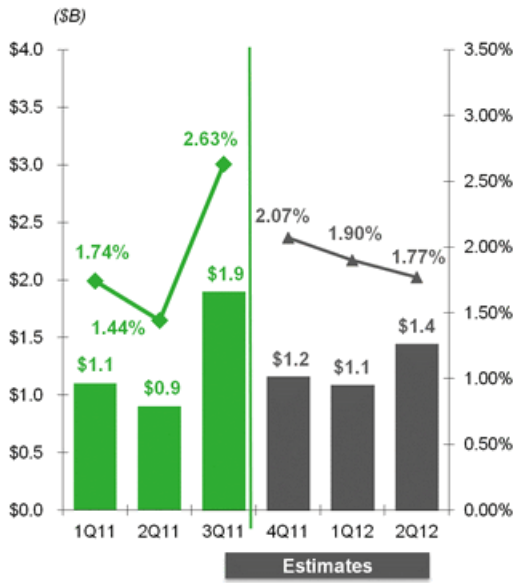
Source: SNL; company reports



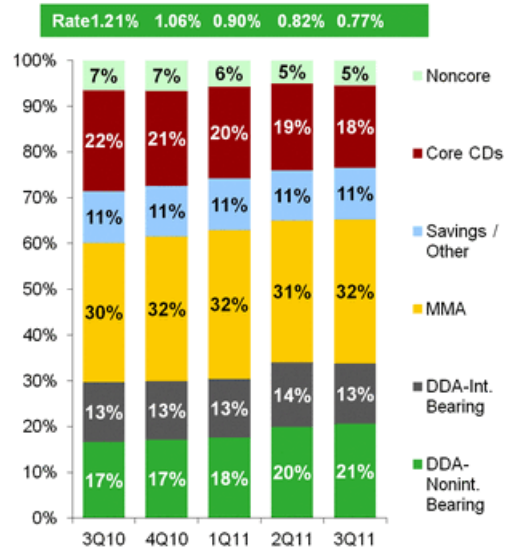
Deposits and Other Funding

Deposits

Core CD Maturities & Avg. Maturity Rate



Avg. Total Deposits – Rate / Mix



Deposit Trends

Linked Quarter

<i>(in billions)</i>	2011		Change	
	Third Quarter	Second Quarter	Amount	%
Average Deposits				
Demand deposits - noninterest bearing	\$ 8.7	\$ 7.8	\$ 0.9	12 %
Demand deposits - interest bearing	5.6	5.6	0.0	0
Money market deposits	13.3	12.9	0.4	3
Savings and other domestic deposits	4.8	4.8	(0.0)	(1)
Core certificates of deposit	7.6	8.1	(0.5)	(6)
Total core deposits	40.0	39.1	0.9	2
Other domestic deposits of \$250,000 or more	0.4	0.5	(0.1)	(17)
Brokered deposits and negotiable CDs	1.5	1.3	0.2	15
Other deposits	0.4	0.3	0.1	16
Total deposits	\$ 42.3	\$ 41.3	\$ 1.0	2 %

Deposit Trends

Prior-Year Quarter

<i>(in billions)</i>	Third Quarter		Change	
	2011	2010	Amount	%
Average Deposits				
Demand deposits - noninterest bearing	\$ 8.7	\$ 6.8	\$ 2.0	29 %
Demand deposits - interest bearing	5.6	5.3	0.3	5
Money market deposits	13.3	12.3	1.0	8
Savings and other domestic deposits	4.8	4.6	0.1	2
Core certificates of deposit	7.6	8.9	(1.4)	(15)
Total core deposits	40.0	38.0	1.9	5
Other domestic deposits of \$250,000 or more	0.4	0.7	(0.3)	(44)
Brokered deposits and negotiable CDs	1.5	1.5	0.0	3
Other deposits	0.4	0.5	(0.1)	(11)
Total deposits	\$ 42.3	\$ 40.6	\$ 1.6	4 %

Total Core Deposit Trends

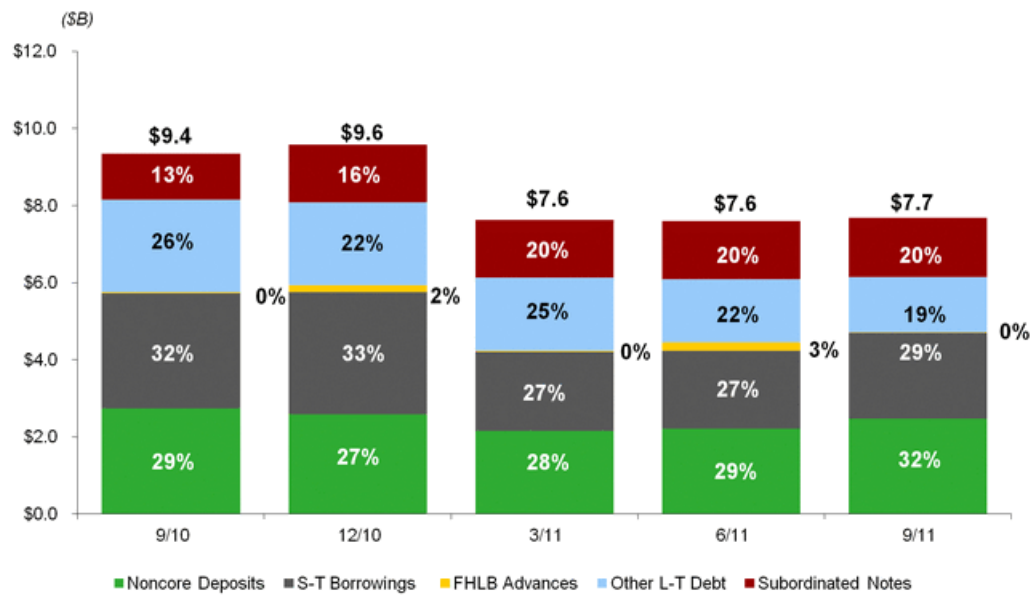
Average (\$B)	3Q11	Annualized Growth ⁽¹⁾		
		3Q11 v 2Q11	2Q11 v 1Q11	3Q11 v 3Q10
Commercial				
Demand deposits - non-interest bearing	\$ 7.4	52 %	23 %	29 %
Demand deposits - interest bearing	1.1	54	37	(1)
Other core deposits ⁽²⁾	6.0	38	(8)	18
Total	14.5	46	10	22
Consumer				
Demand deposits - non-interest bearing	1.3	20	40	25
Demand deposits - interest bearing	4.5	(10)	11	6
Other core deposits ⁽²⁾	19.7	(12)	(14)	(6)
Total	25.4	(11)	(7)	(3)
Total				
Demand deposits - non-interest bearing	8.7	47	26	29
Demand deposits - interest bearing	5.6	1	16	5
Other core deposits ⁽²⁾	25.6	(3)	(13)	(1)
Total	\$ 39.9	8 %	(2) %	5 %

(1) Linked-quarter percent change annualized

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

Other Funding

End of Period Balances





Capital

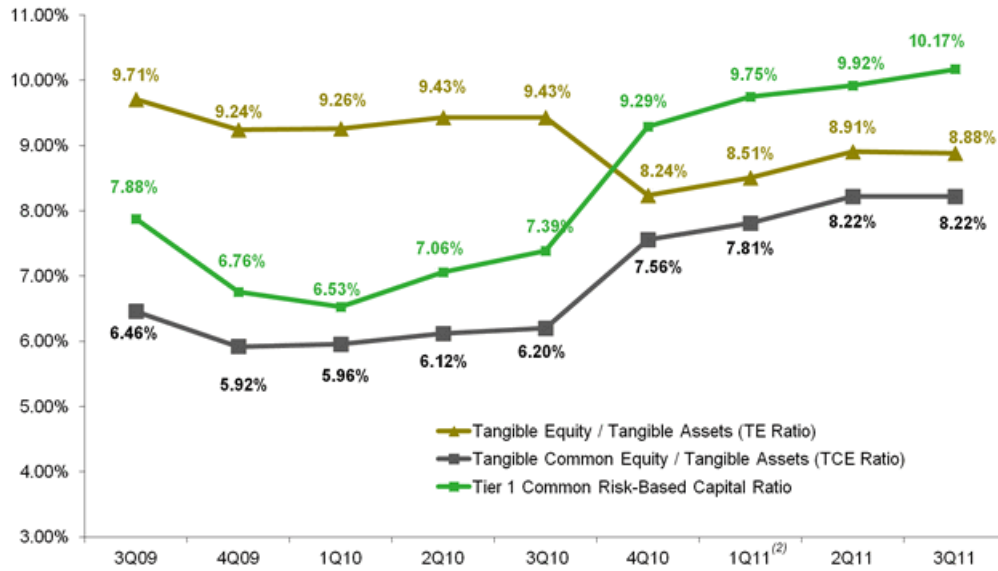
Capital ⁽¹⁾

	3Q11	2Q11	1Q11	4Q10	3Q10
Tang. common equity/ tang. assets	8.22%	8.22%	7.81%	7.56%	6.20%
Tang. equity/tang. assets	8.88	8.91	8.51	8.24	9.43
Tier 1 common risk-based capital	10.17	9.92	9.75	9.29	7.39
Tier 1 leverage	10.24	10.25	9.80	9.41	10.54
Tier 1 risk-based capital	12.37	12.14	12.04	11.55	12.82
Total risk-based capital	15.11	14.89	14.85	14.46	15.08
Total risk-weighted assets (\$B)	\$44.4	\$44.1	\$43.0	\$43.5	\$42.7
Double leverage ⁽²⁾	90	88	88	87	78

(1) Period end

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

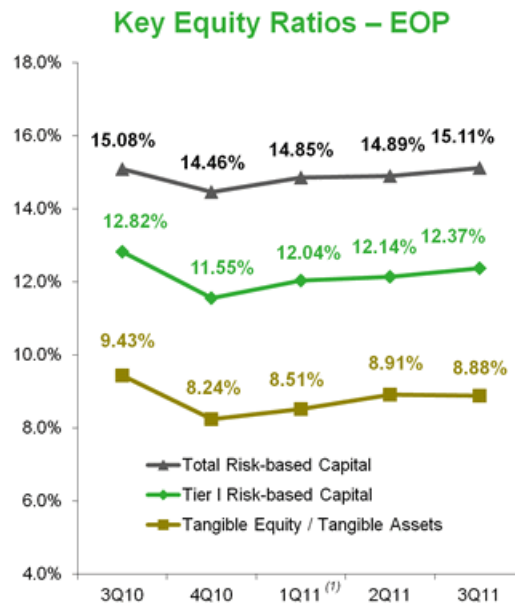
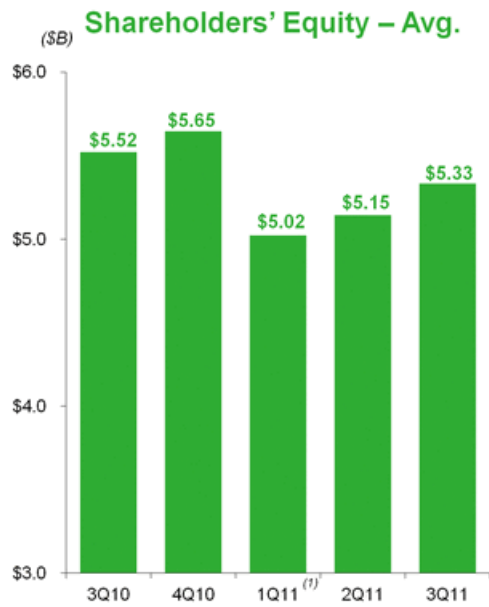
Capital Ratios ⁽¹⁾



(1) End-of-period

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

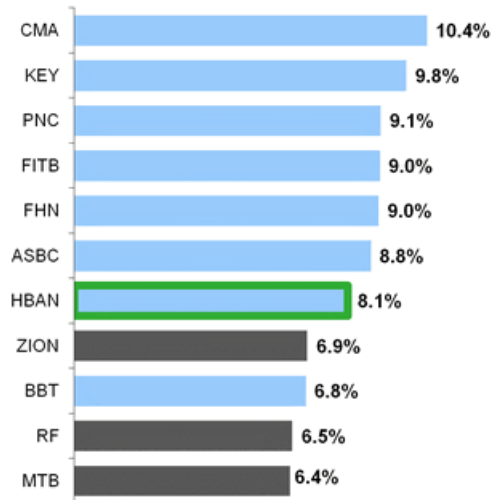
Capital



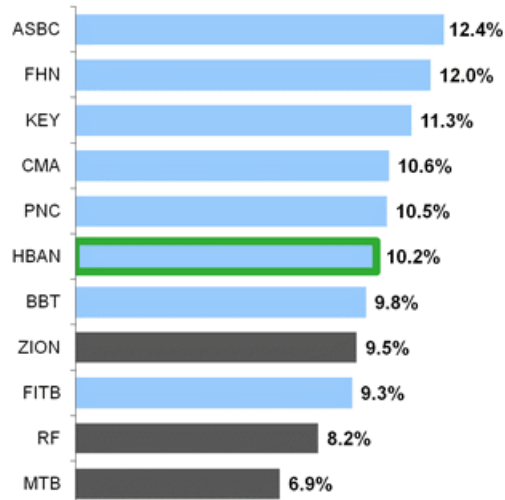
(1) 4Q10 - Raised \$920 MM of common equity and repurchased \$1.4 B of TARP related preferred shares

Capital Analysis – 9/30/11

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 - \$55 Billion

Employees ⁽¹⁾ - 11,473

Franchise:

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

650 branches / 1,348 ATMs

Retail and Business Banking 5 Areas

- Mortgage banking + MD, NJ

Commercial Banking 11 Regions

Commercial Real Estate

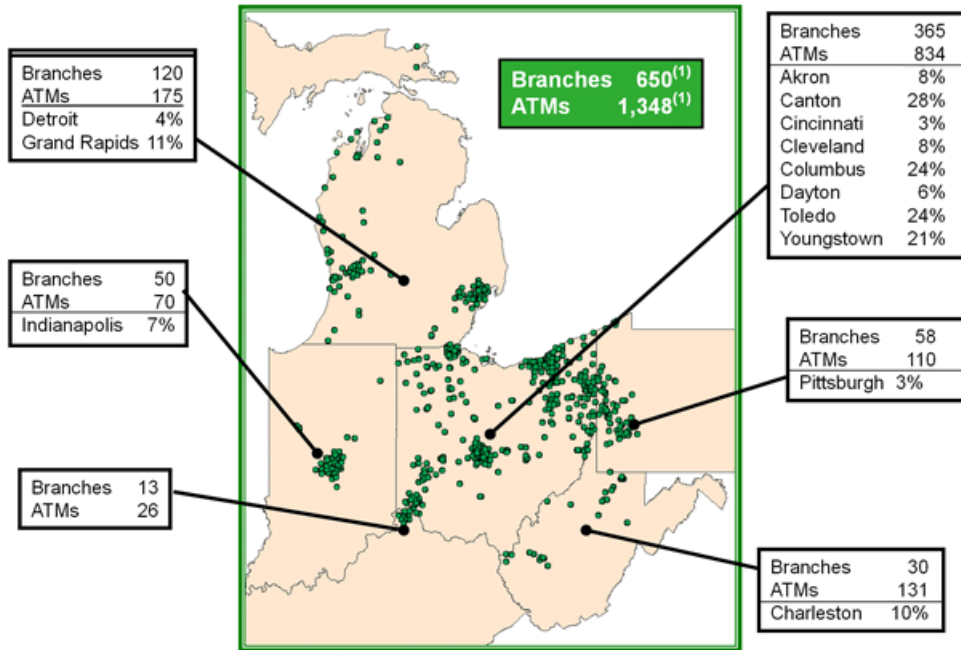
Auto Finance & Dealer Services + MA, RI, VT, NH, ME, TN, NJ, WI,
MN

Private Financial Group + FL

(1) Full-time equivalent (FTE)

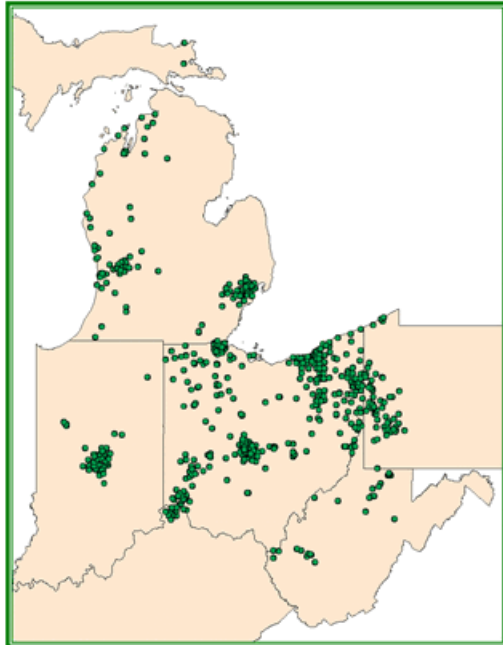


The Huntington Franchise



(1) Includes 14 PFG offices (2 in FL) and 2 ATMs in MD. Market share at 6/30/11

A Strong Regional Presence



Source: SNL Financial, company presentations and filings
FDIC deposit data as of June 30, 2011

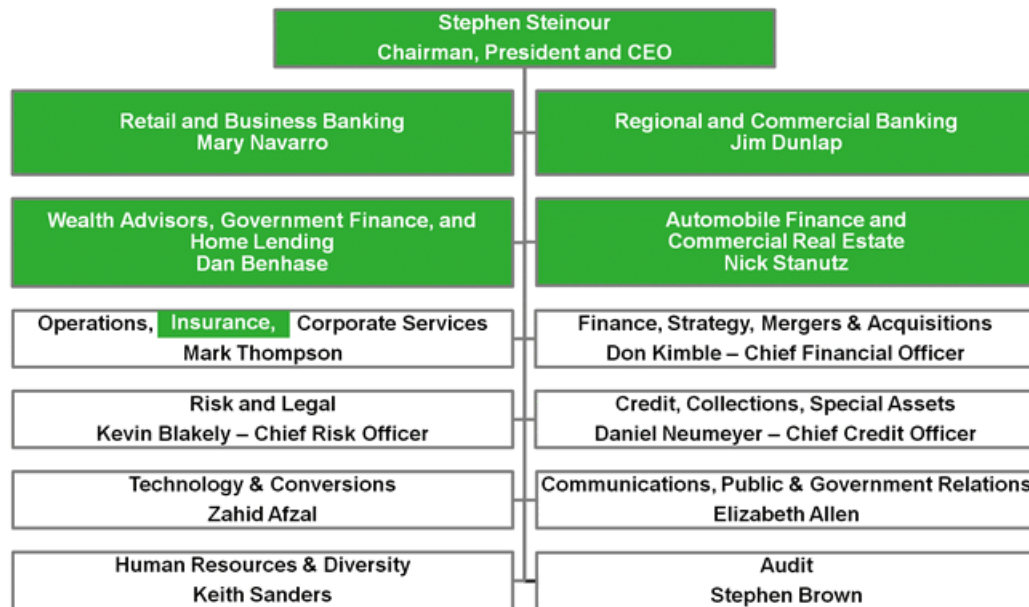
Deposits - Top 12 MSAs

MSA	Rank	BBs	Deposits	Share
Columbus, OH	1	77	\$10,318	24.1%
Cleveland, OH	5	78	4,056	8.0
Detroit, MI	8	52	3,239	4.3
Toledo, OH	1	42	2,350	24.0
Pittsburgh, PA	8	42	2,342	2.9
Cincinnati, OH	5	42	1,508	3.4
Youngstown, OH	1	40	1,915	21.1
Indianapolis, IN	4	45	2,061	6.5
Canton, OH	1	24	1,557	27.5
Grand Rapids, MI	3	23	1,353	10.5
Akron, OH	5	18	896	7.7
Charleston, WV	4	8	594	10.3

BBs = Banking Branches

	% Deposits
#1 Share markets	39%
#1- #3 Share markets	42%

Leadership Team



Business Segments



Senior Leadership Team

		<u>Experience - Yrs</u>		
		<u>Appointed</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
Helga Houston	SEVP-Corporate Risk Managing Director	3Q11	30 ⁽¹⁾	1
Jim Dunlap	SEVP – Commercial Banking	1Q06	32	32
Don Kimble	SEVP – Chief Financial Officer – Finance, Strategy, M & A	3Q04	29	7
Mary Navarro	SEVP – Retail and Business Banking	1Q06	34	9
Daniel Neumeyer	SEVP – Chief Credit Officer – Credit, Collections, Special Assets	3Q09	28	2
Nick Stanutz	SEVP – Automobile Finance and Commercial Real Estate	2Q06	33	25
Mark Thompson	SEVP – Operations, Insurance, Corporate Services	2Q09	31	2
Zahid Afzal	EVP – Technology & Conversions	1Q06	27 ⁽¹⁾	5
Stephen Brown	EVP-Chief Auditor	2Q11	15	1
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



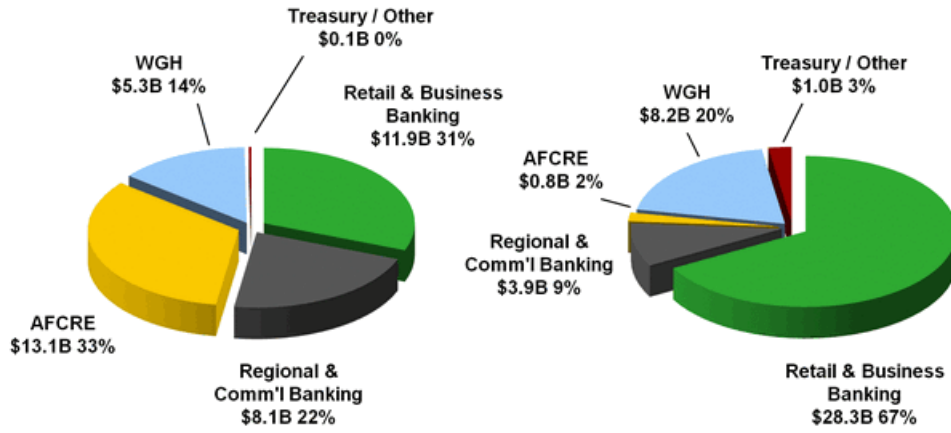


Business Segment Overview

Business Segment Loans & Deposits – 3Q11

Average Total Loans – \$39.3 B

Average Total Deposits – \$42.3 B



Total Loans and Leases – By Business Segment

3Q11

Avg. Outstandings – \$39.3 Billion

(\$B)	Retail & Business Banking	Regional & Comm'l Banking	AFCRE	WGH	Treas. / Other	Total
C&I	\$3.1	\$8.1	\$1.6	\$0.8	\$0.1	\$13.7
CRE	0.4	0.4	5.1	0.2	--	6.1
Total commercial	3.5	8.5	6.8	0.9	0.1	19.8
Automobile loans & leases	--	--	6.2	--	0.0	6.2
Home equity	7.2	0.0	0.0	0.8	0.0	8.0
Residential mortgage	1.0	0.0	--	3.8	0.0	4.8
Other consumer	0.4	0.0	0.1	0.0	0.0	0.5
Total consumer	8.6	0.0	6.3	4.6	0.0	19.5
Total loans	\$12.1	\$8.5	\$13.1	\$5.5	\$0.1	\$39.3

Total Deposits – By Business Segment

3Q11

Avg. Balances – \$42.3 Billion

(\$B)	Retail & Business Banking	Regional & Comm'l Banking	AFCRE	WGH	Treas. / Other	Total
DDA-noninterest bearing	\$4.0	\$2.1	\$0.4	\$2.0	\$0.2	\$8.7
DDA-interest bearing	4.4	0.1	0.0	1.0	0.0	5.6
Money market deposits	7.7	1.4	0.2	4.0	0.0	13.3
Savings and other domestic time deposit	4.6	0.0	0.0	0.1	0.0	4.8
Core certificates of deposit	7.4	0.0	0.0	0.1	0.0	7.6
Total core deposits	28.1	3.7	0.7	7.2	0.2	40.0
Other deposits	0.2	0.2	0.0	1.0	0.8	2.3
Total deposits	\$28.3	\$3.9	\$0.8	\$8.2	\$1.0	\$42.3



Business Segment Contribution

(\$MM)	3Q11	2010	2009	2008
Retail & Business Banking	\$37.3	\$131.0	\$(26.5)	\$257.8
Regional & Commercial Banking	18.5	38.5	(158.7)	80.3
AFCRE	66.5	46.5	(588.2)	(14.2)
WGH	0.6	34.8	1.8	43.0
Treas. / Other	20.4	61.6	(251.3)	(480.8)
Unallocated goodwill impairment ⁽¹⁾	--	--	(2,573.8)	--
Total Net Income	\$143.4	\$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

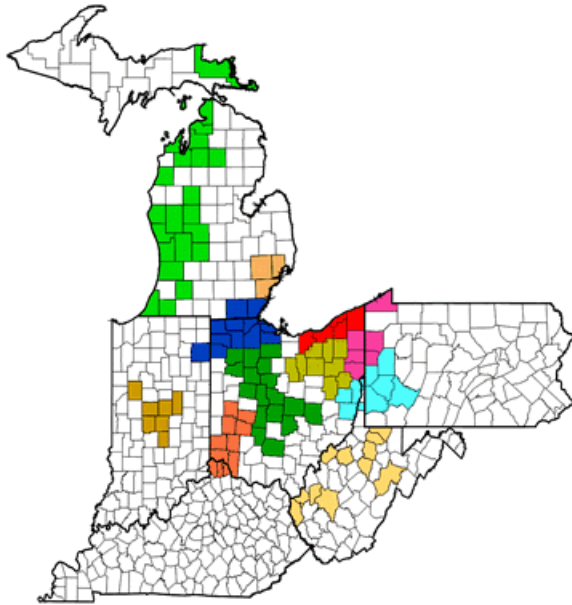
Regional & Commercial Banking Executive – Jim Dunlap

- 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

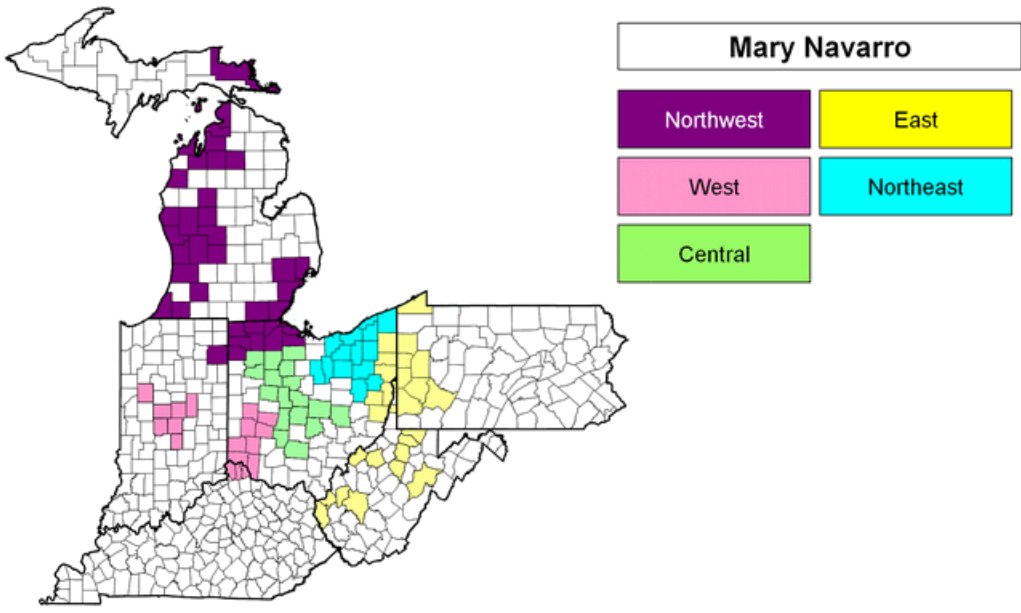


Jim Dunlap	
West Michigan	Greater Akron/Canton
East Michigan	Central Ohio
Central Indiana	S. Ohio/KY
NW Ohio	Pittsburgh
Greater Cleveland	West Virginia
Mahoning Valley	

Regional Banking Presidents

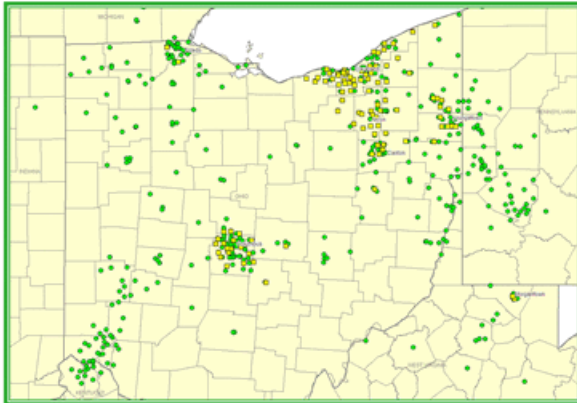
	<u>Region</u>	<u>Appointed</u>	<u>Experience - Yrs</u>	
			<u>Banking</u>	<u>HBAN</u>
Jim Dunlap	West Michigan	1Q06	32	32
Mike Fezzey	East Michigan	4Q10	<1	<1
Mike Newbold	Central Indiana	4Q06	35	8
Sharon Speyer	Northwest Ohio	1Q01	23	19
Daniel Walsh, Jr.	Greater Cleveland	2Q10	15	1
Frank Hierro	Mahoning Valley	4Q99	33	33
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






362 Branches
+ 106 In-Store = 468 Branches Over Time

#1 in Ohio Branches

MSA	% of Branches		
	6/11	Pro Forma ⁽¹⁾	
Akron	8.6%	13%	#2
Canton	18.0%	22%	#1
Cleveland	10.3%	15%	#1
Columbus	13.7%	15%	#1
Youngstown	19.8%	23%	#1

Planned Rollout

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

Branch share source, SNL Financial, 6/30/2011

Retail & Business Banking Executives

	<u>Area</u>	<u>Appointed</u>	<u>Experience - Yrs</u>	
			<u>Banking</u>	<u>HBAN</u>
Loretta Stanton	Northeast Retail Area	2Q10	21	21
Robert Soroka	East Retail Area	2Q09	26	8
Brian Bromley	Northwest Retail Area	2Q09	27	25
Jonathan Greenwood	Central & West Retail Areas	2Q11	26	18
Jim Baron	Branch Sales & Service	4Q10	33	8
David Clifton	Chief Customer & Marketing Officer	4Q09	26	1
Cindy Keitch	In-Store Channel Director	2Q10	37	17
Steve Rhodes	Business Banking Director	4Q10	23	<1
David Schamer	Deposit Products Pricing & Fees Director	2Q09	17	2
Mark Sheehan	Payments & Channel Director	4Q09	23	1
Deborah Stein	Phone Bank Director	2Q11	28	8

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 Third Quarter Performance Discussion and Quarterly Financial Review supplements, the 2011 third 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 write downs, 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.