

SECURITIES AND EXCHANGE COMMISSION
Washington D.C., 20549

FORM 11-K

[X] ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE
SECURITIES AND EXCHANGE ACT OF 1934 FOR THE FISCAL
YEAR ENDED DECEMBER 31, 1999

OR

[] TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE
SECURITIES AND EXCHANGE ACT OF 1934

COMMISSION FILE NO. 0-2525

A. Full Title of the Plan and the address of the Plan, if different from that
of the issuer named below:

Huntington Supplemental Stock Purchase and Tax Savings Plan and Trust

B. Name of issuer of the securities held pursuant to the Plan and the address
of its principal executive office:

Huntington Bancshares Incorporated
Huntington Center
41 South High Street
Columbus, Ohio 43287
HUNTINGTON SUPPLEMENTAL STOCK PURCHASE AND
TAX SAVINGS PLAN AND TRUST

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Board of Directors
Huntington Bancshares Incorporated

We have audited the accompanying statements of financial condition of the
Huntington Supplemental Stock Purchase and Tax Savings Plan and Trust (the Plan)
as of December 31, 1999 and 1998, and the related statements of income and
changes in plan equity for each of the three years in the period ended December
31, 1999. These financial statements are the responsibility of the Plan's
management. Our responsibility is to express an opinion on these financial
statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted
in the United States. Those standards require that we plan and perform the audit
to obtain reasonable assurance about whether the financial statements are free
of material misstatement. An audit includes examining, on a test basis, evidence
supporting the amounts and disclosures in the financial statements. An audit
also includes assessing the accounting principles used and significant estimates
made by management, as well as evaluating the overall financial statement
presentation. We believe that our audits provide a reasonable basis for our
opinion.

In our opinion, the financial statements referred to above present fairly, in
all material respects, the financial position of the Huntington Supplemental
Stock Purchase and Tax Savings Plan and Trust at December 31, 1999 and 1998, and
the results of its operations and the changes in its plan equity for each of the
three years in the period ended December 31, 1999, in conformity with accounting
principles generally accepted in the United States.

Columbus, Ohio
March 30, 2000

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<TABLE>

HUNTINGTON SUPPLEMENTAL STOCK PURCHASE AND
TAX SAVINGS PLAN AND TRUST

STATEMENTS OF FINANCIAL CONDITION

<CAPTION>

	December 31,	
	1999	1998
	-----	-----
<S>	<C>	<C>
ASSETS		
- - - - -		
Investments, at market value:		
Huntington Bancshares Incorporated		
Common Stock: 94,586 shares in 1999		
and 79,453 shares in 1998;		
Cost: \$1,374,652 in 1999 and \$1,096,404		
in 1998 (Note 4)	\$2,258,231	\$2,388,516
Contributions, income and other receivables	18,726	143,492
Cash and cash equivalents (Note 2)	46	955
	-----	-----
TOTAL ASSETS	\$2,277,003	\$2,532,963
	=====	=====
LIABILITIES AND PLAN EQUITY		
- - - - -		
Stock purchase payable and other liabilities	\$ --	\$ 122,962
Plan equity	2,277,003	2,410,001
	-----	-----
TOTAL LIABILITIES AND PLAN EQUITY	\$2,277,003	\$2,532,963
	=====	=====

</TABLE>

See notes to financial statements.

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<TABLE>

HUNTINGTON SUPPLEMENTAL STOCK PURCHASE AND
TAX SAVINGS PLAN AND TRUST

STATEMENTS OF INCOME AND CHANGES IN PLAN EQUITY

<CAPTION>

	Year ended December 31,		
	1999	1998	1997
	-----	-----	-----
<S>	<C>	<C>	<C>
Investment income:			
Cash dividends on Huntington Bancshares			
Incorporated Common Stock	\$ 68,645	\$ 75,784	\$ 83,418
Interest	537	1,330	260
	-----	-----	-----
	69,182	77,114	83,678
Realized gains on investments (Note 4)	237,105	766,692	43,407
Unrealized (depreciation) appreciation of			
investments (Note 4)	(408,533)	(1,199,512)	1,270,631
Contributions:			
Employees	251,753	169,405	117,192
Employer	108,550	71,890	87,895
	-----	-----	-----
	360,303	241,295	205,087
Distributions	(391,055)	(1,558,220)	(88,839)
	-----	-----	-----
Net (decrease) increase in Plan Equity	(132,998)	(1,672,631)	1,513,964

Plan Equity - Beginning of Period	2,410,001	4,082,632	2,568,668
	-----	-----	-----
Plan Equity - End of Period	\$2,277,003	\$ 2,410,001	\$4,082,632
	=====	=====	=====

</TABLE>

See notes to financial statements.

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HUNTINGTON SUPPLEMENTAL STOCK PURCHASE AND
TAX SAVINGS PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

December 31, 1999

Note 1 - Summary of Accounting Policies

Description of the Plan

Huntington Bancshares Incorporated ("Huntington") adopted the Huntington Supplemental Stock Purchase and Tax Savings Plan and Trust (the "Plan") effective March 1, 1989. Huntington subsequently amended the Plan on May 24, 1989, February 9, 1990, and November 19, 1997. The following summary describes the Plan as amended and restated.

The Plan is in the form of a trust agreement between Huntington and the trust division of its wholly-owned subsidiary, The Huntington National Bank (the "Trustee"). The purpose of the Plan is to provide a supplemental savings program for eligible employees of Huntington and its related companies who are unable to make contributions to the Huntington Investment and Tax Savings Plan (the "Qualified Plan") because the employees have made the maximum elective deferrals under Internal Revenue Code section 402(g) or the maximum elective contributions under the terms of the Qualified Plan. Eligible employees are defined as individuals who are determined by the Compensation and Stock Option Committee of the Huntington Board of Directors to be members of a select group of management or highly compensated employees and who are designated by such committee to be Eligible Employees under the Plan.

Each eligible employee may elect to have all or any portion of the pre-tax contributions that he or she elected to defer under the Qualified Plan, but which cannot be allocated to his or her pre-tax account under such plan because of the annual limitation on deferrals imposed by applicable tax laws, allocated to his or her account under the Plan.

Concurrently with the payment of the participant's supplemental pre-tax contributions, his or her employer shall make a matching contribution to the Plan on behalf of the participant. Matching contributions are equal to 100% of the participant's supplemental pre-tax contributions to the Plan up to the first 3% of the participant's compensation and 50% of the participant's supplemental pre-tax contributions to the Plan on the 4th and 5th percent of the participant's compensation. Matching contributions may be made in the form of cash or Huntington Bancshares Incorporated common stock ("Common Stock"), or a combination thereof.

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Amounts held in the trust fund are invested by the Trustee in Common Stock. The Trustee maintains a separate account for each participant, which reflects such participant's share of assets held in the Plan. Employee and employer contributions are fully vested at all times.

Distributions are made in a lump sum upon death or termination of employment with Huntington or its affiliates.

The Plan is administered by an administrative committee (the "Committee"), which is appointed annually by Huntington's Board of Directors (the "Board"). The Committee members serve until they resign and their successors are appointed or until they are removed with or without cause by the Board. None of the members of the Committee receives compensation from the assets of the Plan.

The Board may amend or terminate the Plan at any time provided that no such amendment or termination will affect the rights of participants to amounts previously credited to their accounts.

Investments

The Trustee invests contributed amounts primarily in Common Stock. These shares are carried at market value as determined by quoted prices reported by The Nasdaq Stock Market.

Distributions

Distributions are made from the Plan in shares of Common Stock and are reported at market value.

Income and Expenses

Cash dividends are recognized as of the record date. All costs and expenses incurred in administering the Plan, including brokerage commissions and fees in connection with the purchase of securities, are paid by Huntington and participating affiliates. Expenses incurred in administering the Plan totaled \$6,550 for 1999, \$23,800 for 1998, and \$10,954 for 1997.

Note 2 - Cash Equivalents

The Plan temporarily invests cash and cash equivalents in The Huntington National Bank sponsored Huntington Funds.

Note 3 - Federal Income Taxes

The Plan is established as an unfunded deferred compensation plan under the Internal Revenue Code. Accordingly, a participant will not incur federal income tax liability when compensation is deferred pursuant to the Plan, when matching contributions are made to the Plan, when Common

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Stock is purchased for a participant's account, or when dividends are paid to a participant's account on such shares. Rather, a participant will incur federal income tax liability for such contributions and income only when distributions are made to a participant.

The Plan is not qualified under Section 401(a) of the Internal Revenue Code. Huntington is subject to federal income taxes arising from taxable income of the Plan. Accordingly, no provision for federal income taxes is included in the financial statements of the Plan.

Note 4 - Net Realized and Unrealized Appreciation of Investments

The following tables summarize the net realized and unrealized appreciation of the Plan's investments in Common Stock for each of the three years in the period ended December 31, 1999:

<TABLE>
<CAPTION>

	1999 -----	1998 -----	1997 -----
<S>	<C>	<C>	<C>
Aggregate proceeds	\$ 391,055	\$ 1,558,220	\$ 88,839
Aggregate cost	153,950	791,528	45,432
	-----	-----	-----
Net realized gains	\$ 237,105	\$ 766,692	\$ 43,407
	=====	=====	=====

</TABLE>

<TABLE>
<CAPTION>

	1999 -----	1998 -----	1997 -----
<S>	<C>	<C>	<C>
Market value	\$2,258,231	\$ 2,388,516	\$4,082,581
Cost	1,374,652	1,096,404	1,590,957
	-----	-----	-----
Accumulated unrealized appreciation	\$ 883,579	\$ 1,292,112	\$2,491,624
	=====	=====	=====
Change in accumulated unrealized (depreciation) appreciation between years	\$ (408,533)	\$ (1,199,512)	\$1,270,631
	=====	=====	=====

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Committee of the Huntington Supplemental Stock Purchase and Tax Savings Plan and Trust has duly caused this annual report to be signed by the undersigned thereunto duly authorized.

Date: March 30, 2000

By: /s/ Leslie P. Ridout

Leslie P. Ridout, Jr.
Executive Vice President
Huntington Bancshares Incorporated

Exhibit to the Annual Report
(Form 11-K) of the
Huntington Supplemental
Stock Purchase and Tax
Savings Plan and Trust
for the year ended
December 31, 1999

Consent of Independent Auditors

We consent to the incorporation by reference in Post-Effective Amendment No. 1 to the Registration Statement (Form S-8 No. 33-44208) pertaining to the Huntington Supplemental Stock Purchase and Tax Savings Plan and Trust and in the related Prospectus of our report dated March 30, 2000, with respect to the financial statements of the Huntington Supplemental Stock Purchase and Tax Savings Plan and Trust included in this Annual Report (Form 11-K) for the year ended December 31, 1999.

/s/ Ernst & Young LLP

Columbus, Ohio
March 30, 2000