```
begin 666 DOC.PDF
M)5!$1BTQ+C(-"B7BX\_3#0HR(#`@;V)J#0H\/`T*+TQE;F=T:"`R.30S#0H^
M/@T*<W1R96%M#0I"5`T*+T8R(#$@5&8-"C$R(#`@,"`Q,B`R-2XV-2`Y-#DN
M-S<@5&T-"C`@9PT*+T=3,2!G<PT*,"!48PT*,"!4=PT**"`I5&H-"B]&,R`Q
M(%1F#0HQ,BXV-"`M,BXS-B!41`T**%-%0U52251)15,@04Y$($580TA!3D=%
M($-/34U)4U-)3TXI5&H-"C4N-3(@+3$N,C(@5$0-"BA787-H:6YG=&]N+"!$
M+D,N(#(P-30Y*51J#0I%5`T*,"XU($<-"C`@2B`P(&H@,"XR-"!W(#$P($T@
M6UTP(&0-"C$@:2`-"C,X.2XY-R`X.#<N.#4@;0T*,C(Q+CDW(#@X-RXX-2!L
M#0HR,C$N.3<@.#@W+C@U(&T-"C(R,2XY-R`X.#<N,S<@;`T*4PT*,"!'#0HR
M,C$N.3<@.#@W+C,W(&T-"C,X.2XY-R`X.#<N,S<@;`T*,S@Y+CDW(#@X-RXS
M-R!M#0HS.#DN.3<@.#@W+C@U(&P-"E,-"D)4#0HQ,B`P(#`@,3(@,C<V+C0U
M(#@U.2XW-R!4;0T**$9/4DT@."U+*51J#0HO1C(@,2!49@T*+3$N.2`M,BXS
M-"!41`T**$-54E)%3E0@4D503U)4("E4:@T*+30N-#@@+3$N,3(@5$0-"BA0
M55)354%.5"!43R!314-424].(#$S(&]R(#$U7"AD7"D@3T8@*51J#0HM,2XP
M,B`M,2XQ,B!41`T**%1(12!314-54DE42453($580TA!3D=%($%#5"!/1B`Q
M.3,T("E4:@T*150-"C`N-2!'#0HS.#DN.3<@-S@V+C,S(&T-"C(R,2XY-R`W
M.#8N,S,@;`T*,C(Q+CDW(#<X-BXS,R!M#0HR,C$N.3<@-S@U+C@U(&P-"E,-
M"C`@1PT*,C(Q+CDW(#<X-2XX-2!M#0HS.#DN.3<@-S@U+C@U(&P-"C,X.2XY
M-R`W.#4N.#4@;0T*,S@Y+CDW(#<X-BXS,R!L#0I3#0I"5`T*+T8S(#$@5&8-
M"C$R(#`@,"`Q,B`R,C`N-S<@-S4X+C(U(%1M#0HH1&%T92!O9B!297!O<G0Z
M($]C=&]B97(@,3,L(#$Y.3DI5&H-"D54#0HP+C4@1PT*,S@Y+CDW(#<S.2XR
M.2!M#0HR,C$N.3<@-S,Y+C(Y(&P-"C(R,2XY-R`W,SDN,CD@;0T*,C(Q+CDW
M(#<S."XX,2!L#0I3#0HP($<-"C(R,2XY-R`W,S@N.#$@;0T*,S@Y+CDW(#<S
M."XX,2!L#0HS.#DN.3<@-S,X+C@Q(&T-"C,X.2XY-R`W,SDN,CD@;`T*4PT*
M0E0-"C$R(#`@,"`Q,B`Q-S$N,S,@-S$Q+C(Q(%1M#0HH2%5.5$E.1U1/3B!"
M04Y#4TA!4D53($E.0T]24$]2051%1"E4:@T*+3`N,#@@+3$N,C(@5$0-"BA<
M*$5X86-T($YA;64@;V8@4F5G:7-T<F%N="!A<R!S<&5C:69I960@:6X@:71S
M(&-H87)T97)<*2E4:@T*150-"C`N-2!'#0HS.#DN.3<@-C<W+C8Q(&T-"C(R
M,2XY-R`V-S<N-C$@;`T*,C(Q+CDW(#8W-RXV,2!M#0HR,C$N.3<@-C<W+C$S
M(&P-"E,-"C`@1PT*,C(Q+CDW(#8W-RXQ,R!M#0HS.#DN.3<@-C<W+C$S(&P-
M"C,X.2XY-R`V-S<N,3,@;0T*,S@Y+CDW(#8W-RXV,2!L#0I3#0I"5`T*+T8R
M(#$@5&8-"C$R(#`@,"`Q,B`R-2XV-2`V-C0N-#$@5&T-"C$N,34@5&,-"ELH
M("DM,30P-#`H("`I+3$S,3`P*"`@*5U42@T*,3`N,#<Y(#`@,"`Q,"XP-SD@
M.3@N-C$@-C4R+C8U(%1M#0HP(%1C#0I;*$UA<GEL86YD*2TQ-C$S."@P+3(U
M,C4I+3$T.#$Q+C@H,S$M,#<R-#DR,"E=5$H-"D54#0HP+C4@1PT*,C$P+C8Y
M(#8T."XX,2!M#0HR-2XV-2`V-#@N.#$@;`T*,C4N-C4@-C0X+C@Q(&T-"C(U
M+C8U(#8T."XS,R!L#0I3#0HP($<-"C(U+C8U(#8T."XS,R!M#0HR,3`N-CD@
M-C0X+C,S(&P-"C(Q,"XV.2`V-#@N,S,@;0T*,C$P+C8Y(#8T."XX,2!L#0I3
M#0HP+C4@1PT*-#`Q+C0Y(#8T."XX,2!M#0HR,C<N-S,@-C0X+C@Q(&P-"C(R
M-RXW,R`V-#@N.#$@;0T*,C(W+C<S(#8T."XS,R!L#0I3#0HP($<-"C(R-RXW
M,R`V-#@N,S,@;0T*-#`Q+C0Y(#8T."XS,R!L#0HT,#$N-#D@-C0X+C,S(&T-
M"C0P,2XT.2`V-#@N.#$@;`T*4PT*,"XU($<-"C4X-BXU,R`V-#@N.#$@;0T*
M-#$X+C4S(#8T."XX,2!L#0HT,3@N-3,@-C0X+C@Q(&T-"C0Q."XU,R`V-#@N
M,S,@;`T*4PT*,"!'#0HT,3@N-3,@-C0X+C,S(&T-"C4X-BXU,R`V-#@N,S,@
M;`T*-3@V+C4S(#8T."XS,R!M#0HU.#8N-3,@-C0X+C@Q(&P-"E,-"D)4#0HO
M1C,@,2!49@T*,3`N,#<Y(#`@,"`Q,"XP-SD@-30N.3,@-C,V+C4W(%1M#0HH
M7"A3=&%T92!O<B!O=&AE<B!J=7)I<V1I8W1I;VX@;V8@*51J#0HM,"XR.#4W
M("TQ+C(S.#(@5$0-"BAI;F-O<G!O<F%T:6]N(&]R(&]R9V%N:7IA=&EO;EPI
M("E4:@T*,C$N,C8S.2`Q+C(S.#(@5$0-"ELH7"A#;VUM:7-S:6]N($9I;&4@
M3F\N7"DI+3$P-C8V+C(H7"A)4E,@16UP;&]Y97(I751*#0HQ."XT-S@@+3$N
M,C,X,B!41`T**$ED96YT:69I8V%T:6]N($YU;6)E<EPI*51J#0I%5`T*,"XU
M($<-"C,X.2XY-R`V,#4N-C$@;0T*,C(Q+CDW(#8P-2XV,2!L#0HR,C$N.3<@
M-C`U+C8Q(&T-"C(R,2XY-R`V,#4N,3,@;`T*4PT*,"!'#0HR,C$N.3<@-C`U
M+C$S(&T-"C,X.2XY-R`V,#4N,3,@;`T*,S@Y+CDW(#8P-2XQ,R!M#0HS.#DN
M.3<@-C`U+C8Q(&P-"E,-"D)4#0HO1C(@,2!49@T*,3(@,"`P(#$R(#(V,2XS
M,R`U-S@N,C4@5&T-"BA(=6YT:6YG=&]N($-E;G1E<B`I5&H-"BTP+C4@+3$N
M,3(@5$0-"B@T,2!3;W5T:"!(:6=H(%-T<F5E="`I5&H-"BTP+C0V("TQ+C$R
M(%1$#0HH0V]L=6UB=7,L($]H:6\@-#,R.#<@*51J#0HQ+C4V("TQ+C$R(%1$
M#0HH7"@V,31<*2`T.#`M.#,P,"`I5&H-"B]&,R`Q(%1F#0HM."`M,2XQ."!4
M1`T**%PH061D<F5S<RP@:6YC;'5D:6YG('II<"!C;V1E+"!A;F0@=&5L97!H
M;VYE(&YU;6)E<BE4:@T*+T8T(#$@5&8-"C,N-C8@+3$N,C(@5$0-"BAI;F-L
M=61I;F<@87)E82!C;V1E(&]F(%)E9VES=')A;G1<,C(R<RE4:@T*,2XW-B`M
M,2XR,B!41`T**'!R:6YC:7!A;"!E>&5C=71I=F4@;V9F:6-E<UPI*51J#0I%
M5`T*,"XU($<-"C,X.2XY-R`T-S4N-3,@;0T*,C(Q+CDW(#0W-2XU,R!L#0HR
M,C$N.3<@-#<U+C4S(&T-"C(R,2XY-R`T-S4N,#4@;`T*4PT*,"!'#0HR,C$N
M.3<@-#<U+C`U(&T-"C,X.2XY-R`T-S4N,#4@;`T*,S@Y+CDW(#0W-2XP-2!M
M#0HS.#DN.3<@-#<U+C4S(&P-"E,-"D)4#0HO1C(@,2!49@T*,3(@,"`P(#$R
M(#(U+C8U(#0V,BXS,R!4;0T**"`I5&H-"D54#0IE;F1S=')E86T-"F5N9&]B
M:@T*,R`P(&]B:@T*/#P-"B]0<F]C4V5T(%LO4$1&("]497AT(%T-"B]&;VYT
M(#P\#0HO1C(@-"`P(%(-"B]&,R`U(#`@4@T*+T8T(#8@,"!2#0H^/@T*+T5X
M=$=3=&%T92`\/`T*+T=3,2`W(#`@4@T*/CX-"CX^#0IE;F1O8FH-"C$P(#`@
M;V)J#0H\/`T*+TQE;F=T:"`R-#$S#0H^/@T*<W1R96%M#0I"5`T*+T8R(#$@
M5&8-"C$R(#`@,"`Q,B`R-2XV-2`Y-C$N,#4@5&T-"C`@9PT*+T=3,2!G<PT*
M,"!48PT*,"!4=PT**"`@("`@("`@("`@("`@("`@("E4:@T*+T8S(#$@5&8-
M"C`@+3(N,S8@5$0-"BA)=&5M(#4N($]T:&5R($5V96YT<RXI5&H-"B]&-2`Q
M(%1F#0HP("TR+C,T(%1$#0HH("`@("`@3VX@3V-T;V)E<B`Q,RP@,3DY.2P@
M2'5N=&EN9W1O;B!"86YC<VAA<F5S($EN8V]R<&]R871E9"!<*%PR,C-(=6YT
M:6YG=&]N7#(R-%PI(&ES<W5E9"!A(&YE=W,@<F5L96%S92!A;FYO=6YC:6YG
M(&ET<R`I5&H-"C`@+3$N,3(@5$0-"BAE87)N:6YG<R!F;W(@=&AE('1H:7)D
M('%U87)T97(@86YD(&YI;F4@;6]N=&AS(&5N9&5D(%-E<'1E;6)E<B`S,"P@
M,3DY.2X@5&AE(&EN9F]R;6%T:6]N(&-O;G1A:6YE9"!I;B!T:&4@;F5W<R`I
M5&H-"E0J#0HH<F5L96%S92P@=VAI8V@@:7,@871T86-H960@87,@86X@97AH
M:6)I="!T;R!T:&ES(')E<&]R="P@:7,@:6YC;W)P;W)A=&5D(&AE<F5I;B!B
M>2!R969E<F5N8V4N("E4:@T*,"`M,BXS(%1$#0HH("`@("`@5&AE(&EN9F]R
```

```
M;6%T:6]N(&-O;G1A:6YE9"!O<B!I;F-O<G!O<F%T960@8GD@<F5F97)E;F-E
M(&EN('1H:7,@0W5R<F5N="!297!O<G0@;VX@1F]R;2`X+4L@;6%Y(&-O;G1A
M:6X@*51J#0HP("TQ+C$R(%1$#0HH9F]R=V%R9"UL;V]K:6YG('-T871E;65N
M=',L(&EN8VQU9&EN9R!C97)T86EN('!L86YS+"!E>'!E8W1A=&EO;G,L(&=O
M86QS+"!A;F0@<')O:F5C=&EO;G,L('=H:6-H(&%R92!S=6)J96-T('1O("E4
M:@T*5"H-"BAN=6UE<F]U<R!A<W-U;7!T:6]N<RP@<FES:W,L(&%N9"!U;F-E
M<G1A:6YT:65S+B!!8W1U86P@<F5S=6QT<R!C;W5L9"!D:69F97(@;6%T97)I
M86QL>2!F<F]M('1H;W-E(&-O;G1A:6YE9"!O<B`I5&H-"EOJ#0HH:6UP;&EE
M9"!B>2!S=6-H('-T871E;65N=',@9F]R(&$@=F%R:65T>2!O9B!F86-T;W)S
M+"!I;F-L=61I;F<Z(&-H86YG97,@:6X@96-O;F]M:6,@8V]N9&ET:6]N<SL@
M;6]V96UE;G1S(&EN("E4:@T*5"H-"BAI;G1E<F5S="!R871E<SL@8V]M<&5T
M:71I=F4@<')E<W-U<F5S(&]N('!R;V1U8W0@<')I8VEN9R!A;F0@<V5R=FEC
M97,[('-U8V-E<W,@86YD('1I;6EN9R!O9B!B=7-I;F5S<R!S=')A=&5G:65S
M.R!T:&4@*51J#0I4*@T**'-U8V-E<W-F=6P@:6YT96=R871I;VX@;V8@86-Q
M=6ER960@8G5S:6YE<W-E<SL@=&AE(&YA='5R92P@97AT96YT+"!A;F0@=&EM
M:6YG(&]F(&=O=F5R;FUE;G1A;"!A8W1I;VYS(&%N9"!R969O<FUS.R`I5&H-
M"EOJ#0HH=&AE(')I<VMS(&]F(%EE87(@,C`P,"!D:7-R=7!T:6]N.R!A;F0@
M97AT96YD960@9&ES<G5P=&EO;B!O9B!V:71A;"!I;F9R87-T<G5C='5R92X@
M*51J#0HO1C,@,2!49@T*,"`M,BXS-B!41`T**$ET96T@-RX@1FEN86YC:6%L
M(%-T871E;65N=',@86YD($5X:&EB:71S+BE4:@T*+T8U(#$@5&8-"C`@+3(N
M,SO@5$0-"B@@("`@("!<*&-<*2`@17AH:6)I=',N("E4:@T*,"`M,BXS,B!4
M1`T*6R@@*2TU,3`H17AH:6)I="`Y.2!<,C(W*2TS-"XW*$YE=W,@<F5L96%S
M92!O9B!(=6YT:6YG=&]N($)A;F-S:&%R97,@26YC;W)P;W)A=&5D+"!D871E
M9"!/8W1O8F5R(#$S+"`Q.3DY+BE=5$H-"B]&,R`Q(%1F#0HR,"XQ-"`M,BXS
M-B!41`T**%-)1TY!5%5215,I5&H-"B]&-2`Q(%1F#0HM,C`N,30@+3(N,SO@
M5$0-"B@@("`@("!0=7)S=6%N="!T;R!T:&4@<F5Q=6ER96UE;G1S(&]F('1H
M92!396-U<FET:65S($5X8VAA;F=E($%C="!O9B`Q.3,T+"!T:&4@4F5G:7-T
M<F%N="!H87,@9'5L>2!C875S960@=&AI<R!R97!O<G0@*51J#0HP("TQ+C$R
M(%1$#0HH=&\@8F4@<VEG;F5D(&]N(&ET<R!B96AA;&8@8GD@=&AE('5N9&5R
M<VEG;F5D(&AE<F5U;G1O(&1U;'D@875T:&]R:7IE9"X@*51J#0HP("TR+C,R
M(%1$#0I;*"`I+3$W-3$P*$A53E1)3D=43TX@0D%.0U-(05)%4R!)3D-/4E!/
M4D%4140I751*#0I4*@T*,"XP,#$R(%1W#0I;*"`I+3$W,3(X+C@H0GDZ(")S
M+R!*=61I=&@@1"X@1FES:&5R("E=5$H-"D54#0HP+C4@1PT*,"!*(#`@:B`P
M+C(T('<@,3`@32!;73`@9`T*,2!I(`T*-3@V+C4S(#4U-2XT-2!M#0HR-30N
M-C$@-34U+C0U(&P-"C(U-"XV,2`U-34N-#4@;0T*,C4T+C8Q(#4U-"XY-R!L
M#0I3#0HP($<-"C(U-"XV,2`U-30N.3<@;0T*-3@V+C4S(#4U-"XY-R!L#0HU
M.#8N-3,@-34T+CDW(&T-"C4X-BXU,R`U-34N-#4@;`T*4PT*0E0-"C$R(#`@
M,"`Q,B`R-2XV-2`U-#(N,#$@5&T-"C`@5'<-"ELH("DM,3<U,3`H2G5D:71H
M($0N($9I<VAE<BP@17AE8W5T:79E(%9I8V4@4')E<VED96YT+"`I751*#0HQ
M-RXW-B`M,2XQ,B!41`T**%1R96%S=7)E<B!A;F0@0VAI968@1FEN86YC:6%L
M($]F9FEC97(I5&H-"BTQ-RXW-B`M,2XQ,B!41`T**$1A=&4Z($]C=&]B97(@
M,C<L(#$Y.3D@*51J#0I%5`T*96YD<W1R96%M#0IE;F1O8FH-"C$Q(#`@;V)J
M#0H\/`T*+U!R;V-3970@6R]01$8@+U1E>'0@7OT*+T9O;G0@/#P-"B]&,B`T
M(#`@4@T*+T8S(#4@,"!2#0HO1C4@,3(@,"!2#0H^/@T*+T5X=$=3=&%T92`\
M/`T*+T=3,2`W(#`@4@T*/CX-"CX^#0IE;F1O8FH-"C$T(#`@;V)J#0H\/`T*
M+TQE;F=T:"`W,S@-"CX^#0IS=')E86T-"D)4#0HO1C(@,2!49@T*,3(@,"`P
M(#$R(#(U+C8U(#DV,2XP-2!4;0T*,"!G#0HO1U,Q(&=S#0HP(%1C#0HP(%1W
M#0HH("`@("`@("`@("`@("`@("`@*51J#0HO1C,@,2!49@T*,3DN-3(@+3(N
M,S8@5$0-"BA%6$A)0DE4($E.1$58*51J#0HO1C(@,2!49@T*+3$T+C@T("TQ
M+C$V(%1$#0HP+C@U(%1C#0I;*"`I+3$U,#`H("DM,38P*"`I+3$U,#`H("`I
M+3(U.#`P*"`@*3<T,"@@("E=5$H-"B]&-B`Q(%1F#0HQ,"XP-SD@,"`P(#$P
M+C`W.2`Y-RXQ-R`Y,#8N.#$@5&T-"C`@5&,-"ELH17AH:6)I="!.;RXI+3$V
M-38U+C4H1"DP+C$H97-C<FEP=&EO;BDM,34P,3@N-"A086E*5U42@T*+T8R
M(#$@5&8-"C$N-3<Q-B`M,2XQ-C8X(%1$#0I;*#DY*BDM-#0P-2XT*$YE=W,@
M<F5L96%S92!O9B!(=6YT:6YG=&]N($)A;F-S:&%R97,@26YC;W)P;W)A=&5D
M(&ES<W5E9"!O;B!/8W1O8F5R(#$S+"`I751*#0HU+CDP-3,@+3$N,3$Y,2!4
M1`T**#$Y.3DN*51J#0I%5`T*,"XU($<-"C`@2B`P(&H@,"XR-"!W(#$P($T@
M6UTP(&0-"C$@:2`-"C$R-BXT-2`X-SDN.3,@;0T*,C4N-C4@.#<Y+CDS(&P-
M"C(U+C8U(#@W.2XY,R!M#0HR-2XV-2`X-SDN-#4@;`T*4PT*,"!'#0HR-2XV
M-2`X-SDN-#4@;0T*,3(V+C0U(#@W.2XT-2!L#0HQ,C8N-#4@.#<Y+C0U(&T-
M"C$R-BXT-2`X-SDN.3,@;`T*4PT*0E0-"C$R(#`@,"`Q,B`R-2XV-2`X-C8N
M-S,@5&T-"B@J($9I;&5D('=I=&@@=&AI<R!R97!O<G0N("E4:@T*150-"F5N
M9'-T<F5A;0T*96YD;V)J#0HQ-2`P(&]B:@T*/#P-"B]0<F]C4V5T(%LO4$1&
M(")497AT(%T-"B]&;VYT(#P\#0HO1C(@-"`P(%(-"B]&,R`U(#`@4@T*+T8V
M(#$V(#`@4@T*/CX-"B]%>'1'4W1A=&4@/#P-"B]'4S$@-R`P(%(-"CX^#0H^
M/@T*96YD;V)J#0HQ-R`P(&]B:@T*/#P-"B]4>7!E(")(86QF=&]N90T*+TAA
M;&9T;VYE5'EP92`Q#0HO2&%L9G1O;F5.86UE("A$969A=6QT*0T*+T9R97%U
M96YC>2`V,`T*+T%N9VQE(#0U#0HO4W!O=$9U;F-T:6]N(")2;W5N9`T*/CX-
M"F5N9&]B:@T*-R`P(&]B:@T*/#P-"B]4>7!E(")%>'1'4W1A=&4-"B]302!F
M86QS90T*+T]0(&9A;'-E#0HO2%0@+T1E9F%U;'0-"CX^#0IE;F1O8FH-"C0@
M,"!O8FH-"CP\#0HO5'EP92`O1F]N=`T*+U-U8G1Y<&4@+U1Y<&4Q#0HO3F%M
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!"@``
`
end
```

NEWS RELEASE [HUNTINGTON LOGO]

FOR IMMEDIATE RELEASE
SUBMITTED: OCTOBER 13, 1999

FOR FURTHER INFORMATION, CONTACT:

MEDIA		ANALYSTS	
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		CHERI GRAY	(614) 480-3803

HUNTINGTON BANCSHARES REPORTS 21% INCREASE IN EARNINGS PER SHARE FOR THIRD QUARTER

COLUMBUS, Ohio -- Huntington Bancshares Incorporated (NASDAQ: HBAN; www.huntington.com) today reported record third quarter earnings of $105.6 million, or $.46 per common share, representing a 21% increase in earnings per share over the same period last year. Net income and earnings per share were $88.8 million and $.38, respectively, a year ago. For the recent three months, Huntington's return on equity (ROE) was 19.07% and its return on assets (ROA) was 1.45%, up from 16.43% and 1.28%, respectively, in the third quarter of 1998. On a cash basis, earnings per share were $.49, with a corresponding ROE of 29.54% and ROA of 1.59%.

"Since we announced our restructuring plans a year ago, the company's efficiency has improved markedly," said Frank Wobst, chairman and chief executive officer of Huntington Bancshares Incorporated. "During this same period, we also focused on businesses that will enhance profits over the longer term. Consequently, we have taken a number of strategic actions with a particular emphasis on growing higher-return businesses and redesigning lower-performing units. These steps included expanding our product offerings into new markets, partnering with others where appropriate, or exiting certain activities altogether."

Wobst continued, "I am particularly pleased our efficiency efforts have been successful, without sacrificing the revenue momentum of the company. Our third quarter results demonstrate we have built a good base on which to grow future earnings."

Net interest income for the third quarter was $268.4 million, up 7% from the year-ago quarter. Growth in earning assets, particularly in the consumer lending portfolio, drove the increase. Average total loans grew 7%, despite a few large payoffs in the commercial sector. The net interest margin expanded to 4.22%.

(more)

Non-interest income (excluding securities gains) increased 11%, with substantial improvements noted in several fee-based activities. Huntington's growing network of licensed investment and insurance representatives, coupled with an advertising campaign promoting the company's proprietary annuity product, produced an increase of 45% in brokerage and insurance income. The 28% growth in service charges was a result of higher fee income from retail deposit accounts and higher sales of cash management products targeted to small business customers. The increasing popularity of Huntington's check card product, along with an expanded number of on-line banking customers, contributed to the 24% increase in electronic banking revenue. Huntington has 87,000 Web Bank customers through September 1999, with 13% of its deposit household customers banking on-line.

Non-interest expense was $206.2 million in the recent three months, down 3% compared with third quarter 1998. Management's emphasis on efficiency continues to deliver results as expenses were up only modestly from last quarter, despite solid revenue growth and strategic spending for new branch offices and marketing programs.

Credit quality remains strong. Net charge-offs were .39% of total loans for the third quarter, while nonperforming assets dropped to $93.3 million, or .47% of total loans and other real estate. Coverage ratios were 378% of nonperforming loans and 316% of nonperforming assets. The allowance for loan losses as a percent of total loans was 1.48% at September 30, 1999.

Huntington's average equity to average assets was 7.63% in the recent three month period. The company and its bank subsidiary continue to maintain healthy capital positions, exceeding requirements for a "well-capitalized" institution. Tier I and total risk-based capital ratios were 7.31% and 10.61%, respectively, at September 30, 1999.

Huntington Bancshares is a regional bank holding company headquartered in Columbus, Ohio with assets of $29 billion. The Huntington has more than 133 years of serving the financial needs of its customers.

The Huntington provides innovative products and services through its

more than 600 offices in Florida, Georgia, Indiana, Kentucky, Maryland, Michigan, New Jersey, North Carolina, Ohio, South Carolina, and West Virginia. International banking services are made available through the headquarters office in Columbus and additional offices located in the Cayman Islands and Hong Kong. The Huntington also offers products and services through its technologically advanced, 24-hour telephone bank, a network of more than 1,300 ATMs and its Web Bank at www.huntington.com.

For faxed copies of current news releases, please call our fax-on-demand service, Company News on Call, at (800) 758-5804 extension 423276.

(more)

FORWARD-LOOKING STATEMENT DISCLOSURE:

This press release contains certain forward-looking statements, including certain plans, expectations, goals, and projections, which are subject to numerous assumptions, risks, and uncertainties. Actual results could differ materially from those contained or implied by such statements for a variety of factors including: changes in economic conditions; movements in interest rates; competitive pressures on product pricing and services; success and timing of business strategies; the successful integration of acquired businesses; the nature, extent, and timing of governmental actions and reforms; the risks of Year 2000 disruption; and extended disruption of vital infrastructure.

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<TABLE>

HUNTINGTON BANCSHARES INCORPORATED
CONSOLIDATED COMPARATIVE SUMMARY
(in thousands, except per share amounts)

<CAPTION>

CONSOLIDATED RESULTS OF OPERATIONS

	THREE MONTHS ENDED SEPTEMBER 30,			NINE MONTHS ENDED SEPTEMBER 30,		
	1999	1998	CHANGE %	1999	1998	CHANGE %
<S>	<C>	<C>	<C>	<C>	<C>	<C>
Interest Income	$516,294	$505,221	2.2%	$1,510,486	$1,498,969	0.8%
Interest Expense	247,863	253,706	(2.3)	721,386	745,177	(3.2)
Net Interest Income	268,431	251,515	6.7	789,100	753,792	4.7
Provision for Loan Losses	22,076	24,160	(8.6)	68,407	70,936	(3.6)
Securities Gains	537	10,615	(94.9)	5,067	28,020	(81.9)
Non-Interest Income	115,117	104,026	10.7	337,735	301,696	11.9
Non-Interest Expense	206,189	211,877	(2.7)	610,433	614,997	(0.7)
Provision for Income Taxes	50,233	41,364	21.4	145,928	127,025	14.9
NET INCOME	$105,587	$ 88,755	19.0%	$ 307,134	$ 270,550	13.5%
PER COMMON SHARE AMOUNTS (1)						
Net Income per Common Share						
Basic	$ 0.46	$ 0.38	21.1%	$ 1.33	$ 1.16	14.7%
Diluted	$ 0.46	$ 0.38	21.1%	$ 1.32	$ 1.15	14.8%
Diluted - Cash Basis (2)	$ 0.49	$ 0.41	19.5%	$ 1.41	$ 1.21	16.5%
Cash Dividends Declared	$ 0.20	$ 0.18	11.1%	$ 0.56	$ 0.50	12.0%
Shareholders' Equity (period end)	$ 9.40	$ 9.53	(1.4)%	$ 9.40	$ 9.53	(1.4)%
AVERAGE COMMON SHARES (1)						
Basic	230,133	232,886	(1.2)%	230,851	232,721	(0.8)%
Diluted	232,015	234,845	(1.2)%	232,853	235,060	(0.9)%

<CAPTION>

KEY OPERATING RATIOS

	THREE MONTHS ENDED SEPTEMBER 30,		NINE MONTHS ENDED SEPTEMBER 30,	
	1999	1998	1999	1998
<S>	<C>	<C>	<C>	<C>
Return On:				
Average Total Assets	1.45%	1.28%	1.43%	1.36%
Average Shareholders' Equity	19.07%	16.43%	19.01%	17.27%

Efficiency Ratio	51.02%	56.46%	51.36%	56.80%
Net Interest Margin	4.22%	4.18%	4.18%	4.24%
Average Equity/Average Assets	7.63%	7.79%	7.54%	7.86%

CONSOLIDATED STATEMENT OF CONDITION DATA

	THREE MONTHS ENDED SEPTEMBER 30,			NINE MONTHS ENDED SEPTEMBER 30,		
	1999	1998	CHANGE %	1999	1998	CHANGE %
Average Total Loans	$20,263,344	$18,958,304	6.9%	$19,945,422	$18,152,311	9.9%
Average Total Deposits	$19,199,254	$19,324,534	(0.6)	$19,134,744	$18,093,514	5.8
Average Total Assets	$28,800,585	$27,514,506	4.7	$28,652,586	$26,643,196	7.5
Average Shareholders' Equity	$ 2,196,977	$ 2,142,963	2.5	$ 2,159,948	$ 2,094,073	3.1

REGULATORY CAPITAL RATIOS (3) AND ASSET QUALITY

AT SEPTEMBER 30,			AT SEPTEMBER 30,	
1999	1998		1999	1998
Tier I Risk-Based Capital	7.31%	7.35%	Non-performing loans (NPLs)	$78,250	$75,008
			Total non-performing assets (NPAs)	$93,322	$95,820
Total Risk-Based Capital	10.61%	11.18%	Allowance for loan losses/total loans	1.48%	1.50%
			Allowance for loan losses/NPLs	377.78%	381.46%
Tier I Leverage	6.58%	6.51%	Allowance for loan losses and other real estate/NPAs	315.82%	296.69%

</TABLE>

(1) Adjusted for stock dividends and stock splits, as applicable.
(2) Tangible or "Cash Basis" net income excludes amortization of goodwill and other intangibles, net of income taxes.
(3) Estimated.

```
begin 666 DOC.PDF
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M(#8T."XX,2!M#0HR-2XV-2`V-#@N.#$@;`T*,C4N-C4@-C0X+C@Q(&T-"C(U
M+C8U(#8T."XS,R!L#0I3#0HP($<-"C(U+C8U(#8T."XS,R!M#0HR,3`N-CD@
M-C0X+C,S(&P-"C(Q,"XV.2`V-#@N,S,@;0T*,C$P+C8Y(#8T."XX,2!L#0I3
M#0HP+C4@1PT*-#`Q+C0Y(#8T."XX,2!M#0HR,C<N-S,@-C0X+C@Q(&P-"C(R
M-RXW,R`V-#@N.#$@;0T*,C(W+C<S(#8T."XS,R!L#0I3#0HP($<-"C(R-RXW
M,R`V-#@N,S,@;0T*-#`Q+C0Y(#8T."XS,R!L#0HT,#$N-#D@-C0X+C,S(&T-
M"C0P,2XT.2`V-#@N.#$@;`T*4PT*,"XU($<-"C4X-BXU,R`V-#@N.#$@;0T*
M-#$X+C4S(#8T."XX,2!L#0HT,3@N-3,@-C0X+C@Q(&T-"C0Q."XU,R`V-#@N
M,S,@;`T*4PT*,"!'#0HT,3@N-3,@-C0X+C,S(&T-"C4X-BXU,R`V-#@N,S,@
M;`T*-3@V+C4S(#8T."XS,R!M#0HU.#8N-3,@-C0X+C@Q(&P-"E,-"D)4#0HO
M1C,@,2!49@T*,3`N,#<Y(#`@,"`Q,"XP-SD@-30N.3,@-C,V+C4W(%1M#0HH
M7"A3=&%T92!O<B!O=&AE<B!J=7)I<V1I8W1I;VX@;V8@*51J#0HM,"XR.#4W
M("TQ+C(S.#(@5$0-"BAI;F-O<G!O<F%T:6]N(&]R(&]R9V%N:7IA=&EO;EPI
M("E4:@T*,C$N,C8S.2`Q+C(S.#(@5$0-"ELH7"A#;VUM:7-S:6]N($9I;&4@
M3F\N7"DI+3$P-C8V+C(H7"A)4E,@16UP;&]Y97(I751*#0HQ."XT-S@@+3$N
M,C,X,B!41`T**$ED96YT:69I8V%T:6]N($YU;6)E<EPI*51J#0I%5`T*,"XU
M($<-"C,X.2XY-R`V,#4N-C$@;0T*,C(Q+CDW(#8P-2XV,2!L#0HR,C$N.3<@
M-C`U+C8Q(&T-"C(R,2XY-R`V,#4N,3,@;`T*4PT*,"!'#0HR,C$N.3<@-C`U
M+C$S(&T-"C,X.2XY-R`V,#4N,3,@;`T*,S@Y+CDW(#8P-2XQ,R!M#0HS.#DN
M.3<@-C`U+C8Q(&P-"E,-"D)4#0HO1C(@,2!49@T*,3(@,"`P(#$R(#(V,2XS
M,R`U-S@N,C4@5&T-"BA(=6YT:6YG=&]N($-E;G1E<B`I5&H-"BTP+C4@+3$N
M,3(@5$0-"B@T,2!3;W5T:"!(:6=H(%-T<F5E="`I5&H-"BTP+C0V("TQ+C$R
M(%1$#0HH0V]L=6UB=7,L($]H:6\@-#,R.#<@*51J#0HQ+C4V("TQ+C$R(%1$
M#0HH7"@V,31<*2`T.#`M.#,P,"`I5&H-"B]&,R`Q(%1F#0HM."`M,2XQ."!4
M1`T**%PH061D<F5S<RP@:6YC;'5D:6YG('II<"!C;V1E+"!A;F0@=&5L97!H
M;VYE(&YU;6)E<BE4:@T*+T8T(#$@5&8-"C,N-C8@+3$N,C(@5$0-"BAI;F-L
M=61I;F<@87)E82!C;V1E(&]F(%)E9VES=')A;G1<,C(R<RE4:@T*,2XW-B`M
M,2XR,B!41`T**'!R:6YC:7!A;"!E>&5C=71I=F4@;V9F:6-E<UPI*51J#0I%
M5`T*,"XU($<-"C,X.2XY-R`T-S4N-3,@;0T*,C(Q+CDW(#0W-2XU,R!L#0HR
M,C$N.3<@-#<U+C4S(&T-"C(R,2XY-R`T-S4N,#4@;`T*4PT*,"!'#0HR,C$N
M.3<@-#<U+C`U(&T-"C,X.2XY-R`T-S4N,#4@;`T*,S@Y+CDW(#0W-2XP-2!M
M#0HS.#DN.3<@-#<U+C4S(&P-"E,-"D)4#0HO1C(@,2!49@T*,3(@,"`P(#$R
M(#(U+C8U(#0V,BXS,R!4;0T**"`I5&H-"D54#0IE;F1S=')E86T-"F5N9&]B
M:@T*,R`P(&]B:@T*/#P-"B]0<F]C4V5T(%LO4$1&("]497AT(%T-"B]&;VYT
M(#P\#0HO1C(@-"`P(%(-"B]&,R`U(#`@4@T*+T8T(#8@,"!2#0H^/@T*+T5X
M=$=3=&%T92`\/`T*+T=3,2`W(#`@4@T*/CX-"CX^#0IE;F1O8FH-"C$P(#`@
M;V)J#0H\/`T*+TQE;F=T:"`R-#$S#0H^/@T*<W1R96%M#0I"5`T*+T8R(#$@
M5&8-"C$R(#`@,"`Q,B`R-2XV-2`Y-C$N,#4@5&T-"C`@9PT*+T=3,2!G<PT*
M,"!48PT*,"!4=PT**"`@("`@("`@("`@("`@("`@("E4:@T*+T8S(#$@5&8-
M"C`@+3(N,S8@5$0-"BA)=&5M(#4N($]T:&5R($5V96YT<RXI5&H-"B]&-2`Q
M(%1F#0HP("TR+C,T(%1$#0HH("`@("`@3VX@3V-T;V)E<B`Q,RP@,3DY.2P@
M2'5N=&EN9W1O;B!"86YC<VAA<F5S($EN8V]R<&]R871E9"!<*%PR,C-(=6YT
M:6YG=&]N7#(R-%PI(&ES<W5E9"!A(&YE=W,@<F5L96%S92!A;FYO=6YC:6YG
M(&ET<R`I5&H-"C`@+3$N,3(@5$0-"BAE87)N:6YG<R!F;W(@=&AE('1H:7)D
M('%U87)T97(@86YD(&YI;F4@;6]N=&AS(&5N9&5D(%-E<'1E;6)E<B`S,"P@
M,3DY.2X@5&AE(&EN9F]R;6%T:6]N(&-O;G1A:6YE9"!I;B!T:&4@;F5W<R`I
M5&H-"E0J#0HH<F5L96%S92P@=VAI8V@@:7,@871T86-H960@87,@86X@97AH
M:6)I="!T;R!T:&ES(')E<&]R="P@:7,@:6YC;W)P;W)A=&5D(&AE<F5I;B!B
M>2!R969E<F5N8V4N("E4:@T*,"`M,BXS(%1$#0HH("`@("`@5&AE(&EN9F]R
```

```
M;6%T:6]N(&-O;G1A:6YE9"!O<B!I;F-O<G!O<F%T960@8GD@<F5F97)E;F-E
M(&EN('1H:7,@0W5R<F5N="!297!O<G0@;VX@1F]R;2`X+4L@;6%Y(&-O;G1A
M:6X@*51J#0HP("TQ+C$R(%1$#0HH9F]R=V%R9"UL;V]K:6YG('-T871E;65N
M=',L(&EN8VQU9&EN9R!C97)T86EN('!L86YS+"!E>'!E8W1A=&EO;G,L(&=O
M86QS+"!A;F0@<')O:F5C=&EO;G,L('=H:6-H(&%R92!S=6)J96-T('1O("E4
M:@T*5"H-"BAN=6UE<F]U<R!A<W-U;7!T:6]N<RP@<FES:W,L(&%N9"!U;F-E
M<G1A:6YT:65S+B!!8W1U86P@<F5S=6QT<R!C;W5L9"!D:69F97(@;6%T97)I
M86QL>2!F<F]M('1H;W-E(&-O;G1A:6YE9"!O<B`I5&H-"EOJ#0HH:6UP;&EE
M9"!B>2!S=6-H('-T871E;65N=',@9F]R(&$@=F%R:65T>2!O9B!F86-T;W)S
M+"!I;F-L=61I;F<Z(&-H86YG97,@:6X@96-O;F]M:6,@8V]N9&ET:6]N<SL@
M;6]V96UE;G1S(&EN("E4:@T*5"H-"BAI;G1E<F5S="!R871E<SL@8V]M<&5T
M:71I=F4@<')E<W-U<F5S(&]N('!R;V1U8W0@<')I8VEN9R!A;F0@<V5R=FEC
M97,[('-U8V-E<W,@86YD('1I;6EN9R!O9B!B=7-I;F5S<R!S=')A=&5G:65S
M.R!T:&4@*51J#0I4*@T**'-U8V-E<W-F=6P@:6YT96=R871I;VX@;V8@86-Q
M=6ER960@8G5S:6YE<W-E<SL@=&AE(&YA='5R92P@97AT96YT+"!A;F0@=&EM
M:6YG(&]F(&=O=F5R;FUE;G1A;"!A8W1I;VYS(&%N9"!R969O<FUS.R`I5&H-
M"EOJ#0HH=&AE(')I<VMS(&]F(%EE87(@,C`P,"!D:7-R=7!T:6]N.R!A;F0@
M97AT96YD960@9&ES<G5P=&EO;B!O9B!V:71A;"!I;F9R87-T<G5C='5R92X@
M*51J#0HO1C,@,2!49@T*,"`M,BXS-B!41`T**$ET96T@-RX@1FEN86YC:6%L
M(%-T871E;65N=',@86YD($5X:&EB:71S+BE4:@T*+T8U(#$@5&8-"C`@+3(N
M,SO@5$0-"B@@("`@("!<*&-<*2`@17AH:6)I=',N("E4:@T*,"`M,BXS,B!4
M1`T*6R@@*2TU,3`H17AH:6)I="`Y.2!<,C(W*2TS-"XW*$YE=W,@<F5L96%S
M92!O9B!(=6YT:6YG=&]N($)A;F-S:&%R97,@26YC;W)P;W)A=&5D+"!D871E
M9"!/8W1O8F5R(#$S+"`Q.3DY+BE=5$H-"B]&,R`Q(%1F#0HR,"XQ-"`M,BXS
M-B!41`T**%-)1TY!5%5215,I5&H-"B]&-2`Q(%1F#0HM,C`N,30@+3(N,SO@
M5$0-"B@@("`@("!0=7)S=6%N="!T;R!T:&4@<F5Q=6ER96UE;G1S(&]F('1H
M92!396-U<FET:65S($5X8VAA;F=E($%C="!O9B`Q.3,T+"!T:&4@4F5G:7-T
M<F%N="!H87,@9'5L>2!C875S960@=&AI<R!R97!O<G0@*51J#0HP("TQ+C$R
M(%1$#0HH=&\@8F4@<VEG;F5D(&]N(&ET<R!B96AA;&8@8GD@=&AE('5N9&5R
M<VEG;F5D(&AE<F5U;G1O(&1U;'D@875T:&]R:7IE9"X@*51J#0HP("TR+C,R
M(%1$#0I;*"`I+3$W-3$P*$A53E1)3D=43TX@0D%.0U-(05)%4R!)3D-/4E!/
M4D%4140I751*#0I4*@T*,"XP,#$R(%1W#0I;*"`I+3$W,3(X+C@H0GDZ(")S
M+R!*=61I=&@@1"X@1FES:&5R("E=5$H-"D54#0HP+C4@1PT*,"!*(#`@:B`P
M+C(T('<@,3`@32!;73`@9`T*,2!I(`T*-3@V+C4S(#4U-2XT-2!M#0HR-30N
M-C$@-34U+C0U(&P-"C(U-"XV,2`U-34N-#4@;0T*,C4T+C8Q(#4U-"XY-R!L
M#0I3#0HP($<-"C(U-"XV,2`U-30N.3<@;0T*-3@V+C4S(#4U-"XY-R!L#0HU
M.#8N-3,@-34T+CDW(&T-"C4X-BXU,R`U-34N-#4@;`T*4PT*0E0-"C$R(#`@
M,"`Q,B`R-2XV-2`U-#(N,#$@5&T-"C`@5'<-"ELH("DM,3<U,3`H2G5D:71H
M($0N($9I<VAE<BP@17AE8W5T:79E(%9I8V4@4')E<VED96YT+"`I751*#0HQ
M-RXW-B`M,2XQ,B!41`T**%1R96%S=7)E<B!A;F0@0VAI968@1FEN86YC:6%L
M($]F9FEC97(I5&H-"BTQ-RXW-B`M,2XQ,B!41`T**$1A=&4Z($]C=&]B97(@
M,C<L(#$Y.3D@*51J#0I%5`T*96YD<W1R96%M#0IE;F1O8FH-"C$Q(#`@;V)J
M#0H\/`T*+U!R;V-3970@6R]01$8@+U1E>'0@7OT*+T9O;G0@/#P-"B]&,B`T
M(#`@4@T*+T8S(#4@,"!2#0HO1C4@,3(@,"!2#0H^/@T*+T5X=$=3=&%T92`\
M/`T*+T=3,2`W(#`@4@T*/CX-"CX^#0IE;F1O8FH-"C$T(#`@;V)J#0H\/`T*
M+TQE;F=T:"`W,S@-"CX^#0IS=')E86T-"D)4#0HO1C(@,2!49@T*,3(@,"`P
M(#$R(#(U+C8U(#DV,2XP-2!4;0T*,"!G#0HO1U,Q(&=S#0HP(%1C#0HP(%1W
M#0HH("`@("`@("`@("`@("`@("`@*51J#0HO1C,@,2!49@T*,3DN-3(@+3(N
M,S8@5$0-"BA%6$A)0DE4($E.1$58*51J#0HO1C(@,2!49@T*+3$T+C@T("TQ
M+C$V(%1$#0HP+C@U(%1C#0I;*"`I+3$U,#`H("DM,38P*"`I+3$U,#`H("`I
M+3(U.#`P*"`@*3<T,"@@("E=5$H-"B]&-B`Q(%1F#0HQ,"XP-SD@,"`P(#$P
M+C`W.2`Y-RXQ-R`Y,#8N.#$@5&T-"C`@5&,-"ELH17AH:6)I="!.;RXI+3$V
M-38U+C4H1"DP+C$H97-C<FEP=&EO;BDM,34P,3@N-"A086E*5U42@T*+T8R
M(#$@5&8-"C$N-3<Q-B`M,2XQ-C8X(%1$#0I;*#DY*BDM-#0P-2XT*$YE=W,@
M<F5L96%S92!O9B!(=6YT:6YG=&]N($)A;F-S:&%R97,@26YC;W)P;W)A=&5D
M(&ES<W5E9"!O;B!/8W1O8F5R(#$S+"`I751*#0HU+CDP-3,@+3$N,3$Y,2!4
M1`T**#$Y.3DN*51J#0I%5`T*,"XU($<-"C`@2B`P(&H@,"XR-"!W(#$P($T@
M6UTP(&0-"C$@:2`-"C$R-BXT-2`X-SDN.3,@;0T*,C4N-C4@.#<Y+CDS(&P-
M"C(U+C8U(#@W.2XY,R!M#0HR-2XV-2`X-SDN-#4@;`T*4PT*,"!'#0HR-2XV
M-2`X-SDN-#4@;0T*,3(V+C0U(#@W.2XT-2!L#0HQ,C8N-#4@.#<Y+C0U(&T-
M"C$R-BXT-2`X-SDN.3,@;`T*4PT*0E0-"C$R(#`@,"`Q,B`R-2XV-2`X-C8N
M-S,@5&T-"B@J($9I;&5D('=I=&@@=&AI<R!R97!O<G0N("E4:@T*150-"F5N
M9'-T<F5A;0T*96YD;V)J#0HQ-2`P(&]B:@T*/#P-"B]0<F]C4V5T(%LO4$1&
M(")497AT(%T-"B]&;VYT(#P\#0HO1C(@-"`P(%(-"B]&,R`U(#`@4@T*+T8V
M(#$V(#`@4@T*/CX-"B]%>'1'4W1A=&4@/#P-"B]'4S$@-R`P(%(-"CX^#0H^
M/@T*96YD;V)J#0HQ-R`P(&]B:@T*/#P-"B]4>7!E(")(86QF=&]N90T*+TAA
M;&9T;VYE5'EP92`Q#0HO2&%L9G1O;F5.86UE("A$969A=6QT*0T*+T9R97%U
M96YC>2`V,`T*+T%N9VQE(#0U#0HO4W!O=$9U;F-T:6]N(")2;W5N9`T*/CX-
M"F5N9&]B:@T*-R`P(&]B:@T*/#P-"B]4>7!E(")%>'1'4W1A=&4-"B]302!F
M86QS90T*+T]0(&9A;'-E#0HO2%0@+T1E9F%U;'0-"CX^#0IE;F1O8FH-"C0@
M,"!O8FH-"CP\#0HO5'EP92`O1F]N=`T*+U-U8G1Y<&4@+U1Y<&4Q#0HO3F%M
M92`O1C(-"B]"87-E1F]N="`O5&EM97,M4F]M86X-"CX^#0IE;F1O8FH-"C4@
M,"!O8FH-"CP\#0HO5'EP92`O1F]N=`T*+U-U8G1Y<&4@+U1Y<&4Q#0HO3F%M
M92`O1C,-"B]"87-E1F]N="`O5&EM97,M0F]L9`T*/CX-"F5N9&]B:@T*-B`P
M(&]B:@T*/#P-"B]4>7!E(")&;VYT#0HO4W5B='EP92`O5'EP93$-"B].86UE
M(")&-`T*+T5N8V]D:6YG(#$X(#`@4@T*+T)A<V5&;VYT(")4:6UE<RU";VQD
M#0H^/@T*96YD;V)J#0HQ,B`P(&]B:@T*/#P-"B]4>7!E(")&;VYT#0HO4W5B
M='EP92`O5'EP93$-"B].86UE(")&-0T*+T5N8V]D:6YG(#$X(#`@4@T*+T)A
M<V5&;VYT(")4:6UE<RU2;VUA;@T*/CX-"F5N9&]B:@T*,38@,"!O8FH-"CP\
M#0HO5'EP92`O1F]N=`T*+U-U8G1Y<&4@+U1Y<&4Q#0HO3F%M92`O1C8-"B]"
M87-E1F]N="`O5&EM97,M271A;&EC#0H^/@T*96YD;V)J#0HQ.`P(&]B:@T*
M/#P-"B]4>7!E(")%;F-O9&EN9PT*+T1I9F9E<F5N8V5S(%L@,")G<F%V92]A
M8W5T92]C:7)C=6UF;&5X+W1I;&1E+VUA8W)O;B]B<F5V92]D;W1A8V-E;G0O
M9&EE<F5S:7,-"B]R:6YG+V-E9&EL;&$O:'5N9V%R=6UL875T+V]G;VYE:R]C
M87)O;B]D;W1L97-S:2]F:2]F;`T*+TQS;&%S:"]L<VQA<V@O6F-A<F]N+WIC
```

```
M87)O;B]M:6YU<R`S.2]Q=6]T97-I;F=L92`Y-B]G<F%V92`Q,S`O<75O=&5S
M:6YG;&)A<V4-"B]F;&]R:6XO<75O=&5D8FQB87-E+V5L;&EP<VES+V1A9V=E
M<B]D86=G97)D8FPO8VER8W5M9FQE>"]P97)T:&]U<V%N9"]38V%R;VX-"B]G
M=6EL<VEN9VQL969T+T]%(#$T-2]Q=6]T96QE9GOO<75O=&5R:6=H="]Q=6]T
M961B;&QE9GOO<75O=&5D8FQR:6=H="]B=6QL97OO96YD87-H#0HO96UD87-H
M+W1I;&1E+W1R861E;6%R:R]S8V%R;VXO9W5I;'-I;F=L<FEG:'0O;V4@,34Y
M+UED:65R97-I<R`Q-COO8W5R<F5N8WD-"B`Q-C8O8G)O:V5N8F%R(#$V."]D
M:65R97-I<R]C;W!Y<FEG:'0O;W)D9F5M:6YI;F4@,3<R+VQO9VEC86QN;W0O
M:'EP:&5N+W)E9VES=&5R960O;6%C<F]N#0HO9&5G<F5E+W!L=7-M:6YU<R]T
M=V]S=7!E<FEO<B]T:')E97-U<&5R:6]R+V%C=71E+VUU(#$X,R]P97)I;V1C
M96YT97)E9"]C961I;&QA#0HO;VYE<W5P97)I;W(O;W)D;6%S8W5L:6YE(#$X
M."]O;F5Q=6%R=&5R+V]N96AA;&8O=&AR965Q=6%R=&5R<R`Q.3(OO6=R879E
M+T%A8W5T92]!8VER8W5M9FQE>`T*+T%T:6QD92]!9&EE<F5S:7,O07)I;F<O
MO44OOV-E9&EL;&$O16=R879E+T5A8W5T92]%8VER8W5M9FQE>`T*+T5D:65R
M97-I<R])9W)A=F4O26%C=71E+TEC:7)C=6UF;&5X+TED:65R97-I<R]%=&@O
M3G1I;&1E+T]G<F%V90T*+T]A8W5T92]/8VER8W5M9FQE>"]/=&EL9&4O3V1I
M97)E<VES+VUU;'1I<&QY+T]S;&%S:"]59W)A=F4O56%C=71E#0HO56-I<F-U
M;69L97@O561I97)E<VES+UEA8W5T92]4:&]R;B]G97)M86YD8FQS+V%G<F%V
M92]A86-U=&4O86-I<F-U;69L97@-"B]A=&EL9&4O861I97)E<VES+V%R:6YG
M+V%E+V-C961I;&QA+V5G<F%V92]E86-U=&4O96-I<F-U;69L97@-"B]E9&EE
M<F5S:7,O:6=R879E+VEA8W5T92]I8VER8W5M9FQE>"]I9&EE<F5S:7,O971H
M+VYT:6QD92]O9W)A=F4-"B]O86-U=&4O;V-I<F-U;69L97@O;W1I;&1E+V]D
M:65R97-I<R]D:79I9&4O;W-L87-H+W5G<F%V92]U86-U=&4-"B]U8VER8W5M
M9FQE>"]U9&EE<F5S:7,O>6%C=71E+W1H;W)N+WED:65R97-I<PT*70T*/CX-
M"F5N9&]B:@T*,2`P(&]B:@T*/#P-"B]4>7!E(")O86=E#0HO4&%R96YT(#@@
M,"!2#0HO4F5S;W5R8V5S(#,@,"!2#0HOOV]N=&5N=',@,B`P(%(-"CX^#0IE
M;F1O8FH-"CD@,"!O8FH-"CP\#0HO5'EP92`O4&%G90T*+U!A<F5N="`X(#`@
M4@T*+U)E<V]U<F-E<R`Q,2`P(%(-"B]#;VYT96YT<R`Q,"`P(%(-"CX^#0IE
M;F1O8FH-"C$S(#`@;V)J#0H\/`T*+U1Y<&4@+U!A9V4-"B]O87)E;G0@."`P
M(%(-"B]297-O=7)C97,@,34@,"!2#0HOOV]N=&5N=',@,30@,"!2#0H^/@T*
M96YD;V)J#0HX(#`@;V)J#0H\/`T*+U1Y<&4@+U!A9V5S#0HO2VED<R!;,2`P
M(%(@.2`P(%(@,3,@,"!270T*+T-O=6YT(#,-"B]-961I84)O>"!;,"`P(#8Q
M,B`Q,#`X70T*/CX-"F5N9&]B:@T*,3D@,"!O8FH-"CP\#0HO5'EP92`OOV%T
M86QO9PT*+U!A9V5S(#@@,"!2#0H^/@T*96YD;V)J#0HR,"`P(&]B:@T*/#P-
M"B]#<F5A=&EO;D1A=&4@*$0Z,3DY.3$P,C@Q-C4X,S$I#0HO4')O9'5C97(@
M*%PS-S9<,S<W7#`P,$%<,#`P8UPP,#!R7#`P,&]<,#`P8EPP,#!A7#`P,'1<
M,#`P(%PP,#!$7#`P,&E<,#`P<UPP,#!T7#`P,&E<,#`P;%PP,#!L7#`P,&5<
M,#`P<EPP,#`@7#`P,#-<,#`P+EPP,#`P7#`P,#(I#0H^/@T*96YD;V)J#0IX
M<F5F#0HP(#(Q#0HP,#`P,#`P,#`P(#8U-3,U(&8-"C`P,#`P,#@V-#D@,#`P
M,#`@;@T*,#`P,#`P,#`Q-R`P,#`P,"!N#0HP,#`P,#`S,#$X(#`P,#`P(&X-
M"C`P,#`P,#8X.#,@,#`P,#`@;@T*,#`P,#`P-CDW,R`P,#`P,"!N#0HP,#`P
M,#`W,#8R(#`P,#`P(&X-"C`P,#`P,#8X,#0@,#`P,#`@;@T*,#`P,#`P.#DQ
M."`P,#`P,"!N#0HP,#`P,#`X-S,W(#`P,#`P(&X-"C`P,#`P,#,Q-#4@,#`P
M,#`@;@T*,#`P,#`P-38Q-R`P,#`P,"!N#0HP,#`P,#`W,38Y(#`P,#`P(&X-
M"C`P,#`P,#@X,C<@,#`P,#`@;@T*,#`P,#`P-3<T-B`P,#`P,"!N#0HP,#`P
M,#`V-30R(#`P,#`P(&X-"C`P,#`P,#<R-S@@,#`P,#`@;@T*,#`P,#`P-C8W
M,2`P,#`P,"!N#0HP,#`P,#`W,S<P(#`P,#`P(&X-"C`P,#`P,#DP,C$@,#`P
M,#`@;@T*,#`P,#`P.3`W-R`P,#`P,"!N#0IT<F%I;&5R#0H\/`T*+U-I>F4@
M,C$-"B]2;V]T(#$Y(#`@4@T*+TEN9F\@,C`@,"!2#0HO24O@6SPT,6$R8C5E
M83)E-SEE8S$P8S%D9CDP8S,X,#0S,V,U8CX\-#%A,F(U96$R93<Y96,Q,&,Q
M9&8Y,&,S.#`T,S-C-6(^70T*/CX-"G-T87)T>')E9@T*.3(V.0T*)25%3T8-
!"@``
`
end
```