
**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): March 1, 2014

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 Office)

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 (see General Instruction A.2. below):

- 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 8.01. Other Events.

Effective March 1, 2014, Huntington Bancshares Incorporated (the "Company") completed its previously announced merger (the "Merger") with Camco Financial Corporation ("Camco") pursuant to an Agreement and Plan of Merger (the "Merger Agreement"), dated as of October 9, 2013, by and between Camco and the Company. At closing, Camco merged with and into the Company, with the Company as the surviving corporation. Pursuant to the Merger Agreement, holders of Camco common stock had the right to elect to receive, for each share of Camco common stock owned by such stockholder, without interest, either (x) 0.7264 shares of Company common stock, par value \$0.01 per share ("Company Common Stock") or (y) \$6.00 in cash, subject to the payment of cash in lieu of fractional shares and customary adjustment, election and allocation procedures, if necessary, to assure that 20% of the outstanding shares of common stock of Camco are exchanged for cash and 80% of the outstanding shares of common stock of Camco are exchanged for shares of common stock of the Company. Each outstanding share of Company Common Stock remained outstanding and was unaffected by the Merger. Camco stock options will convert into stock options to purchase Company Common Stock, adjusted to reflect the 0.7264 exchange ratio. In addition, Camco warrant holders will be entitled to receive Company Common Stock upon exercise of their warrants, subject to adjustment pursuant to the terms of the warrant agreement underlying the warrants and the Merger Agreement. In connection with the Merger, Advantage Bank, an Ohio bank and a wholly owned subsidiary of Camco, merged with and into The Huntington National Bank, a national banking association and wholly owned subsidiary of the Company, with the Huntington National Bank being the surviving entity.

On March 4, 2014, the Company issued a press release announcing the completion of the Merger. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated by reference herein.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated March 4, 2014.

SIGNATURE

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.

Date: March 6, 2014

HUNTINGTON BANCSHARES INCORPORATED

By: /s/ David S. Anderson

Name: David S. Anderson

Title: Executive Vice President, Interim CFO and Controller

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated March 4, 2014.

Huntington Bancshares Expands in Ohio with Closing of Acquisition of Camco Financial, Parent of Advantage Bank

Advantage customers can now enjoy Huntington's innovative products and services

Investors:

Todd Beekman (todd.beekman@huntington.com)
614.480.3878

Media:

Maureen M. Brown
(maureen.brown@huntington.com)
614.480.5512

COLUMBUS, Ohio – March 4, 2014 – Huntington Bancshares Incorporated (NASDAQ: HBAN) announced today that it has completed its merger of Camco Financial Corp., parent company of Advantage Bank, based in Cambridge, Ohio.

The simultaneous closing and conversion were completed successfully with the Advantage banking offices having opened March 3, 2014, as Huntington branches.

“We are extremely pleased to welcome the more than 55,000 customers of Advantage Bank to Huntington,” said Stephen D. Steinour, chairman, president and CEO of Huntington Bank. “With the addition of nine new branches, former Advantage customers and long-time Huntington customers will enjoy more convenience and accessibility from Cambridge to Cincinnati. We are grateful to our customers for their ongoing commitment to Huntington and we look forward to continue to invest in products and services that will make banking easier for them.”

Advantage customers are now able to sign up for Huntington's Asterisk Free Checking™ an account that has no minimum balance requirement and comes with 24-Hour Grace® overdraft protection, identity theft protection and platinum debit cards, among other features. Advantage small business owners can also begin working with Huntington's business bankers, who have helped the bank become the third largest SBA lender in the country as of the most recent fiscal year.

Customers also will have access to Huntington's entire 1500-ATM network throughout the Midwest, with no service charge, including more than 700 traditional and in-store branches.

For more information on Huntington products and services, customers can call 1-800-480-BANK (2265) or visit www.Huntington.com.

Shareholders accounting for approximately 88 percent of Camco shares outstanding elected to receive Huntington common stock in the transaction. Because the merger agreement provides that 80 percent of the outstanding Camco shares will be converted into Huntington common stock (1) shareholders who validly elected the stock consideration will receive a portion of the merger consideration in the form of Huntington stock, with the remainder in cash, (2) shareholders who validly elected the cash consideration will receive all cash in the merger, and (3) all shareholders who failed to make a valid election will receive cash in the merger.

Beginning Monday, March 10, Camco shareholders can call Computershare's Corporate Actions at 855-396-2084 and reference “Huntington” for additional information.

About Huntington

Huntington Bancshares Incorporated is a \$59 billion regional bank holding company headquartered in Columbus, Ohio. The Huntington National Bank, founded in 1866, and its affiliates provide full-service commercial, small business, and consumer banking services; mortgage banking services; treasury management and foreign exchange services; equipment leasing; wealth and investment management services; trust services; brokerage services; customized insurance brokerage and service programs; and other financial products and services. The principal markets for these services are Huntington's six-state retail banking franchise: Ohio, Michigan, Pennsylvania, Indiana, West Virginia, and Kentucky. The primary distribution channels include a banking network of more than 700 traditional branches and convenience branches located in grocery stores and retirement centers, and through an array of alternative distribution channels including internet and mobile banking, telephone banking, and more than 1,500 ATMs. Through automotive dealership relationships within its six-state retail banking franchise area and selected other Midwest and New England states, Huntington also provides commercial banking services to the automotive dealers and retail automobile financing for dealer customers.