# FORM 4

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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Ty   | pe Response   | s)   |   |   |  |   |   |  |   |  |   |  |  |                               |             |
|--|---|--|---|---|--|---|---|--|---|--|---|--|--|-------------------------------|-------------|
| Name and Address of Reporting Person*  Sanders Keith D       |   |  |   | 2. Issuer Name and Ticker or Trading Symbol<br>HUNTINGTON BANCSHARES INC/MD<br>[HBAN] |  |   |   |  |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X Officer (give title below)  Executive Vice President |   |  |  |                               |             |
| (Last) (First) (Middle) HUNTINGTON CENTER, 41 S. HIGH STREET |   |  |   | 3. Date of Earliest Transaction (Month/Day/Year) 12/17/2010                           |  |   |   |  |   |  | Exec  | utive vice Pi  | esident  |                               |             |
| (Street) COLUMBUS, OH 43287                                  |   |  | 4. If Amendment, Date Original Filed(Month/Day/Year)  |   |  |   |   |  | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person |  |   |  |  |                               |             |
| (City  | )   | (State)                                    | (Zip)   | 7   | Γable I - 1  | Non-D   | Derivativ                                       | e Sec  | curities .  | Acqui  | ired, Disp  | osed of, or l  | Beneficially                                     | Owned                         |             |
| (Instr. 3)   |   | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>any<br>(Month/Day/Ye | if Code<br>(Instr   | . 8)   | A. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  V Amount (D) Price |   | 5. Amount of Securities<br>Beneficially Owned Following<br>Reported Transaction(s)<br>(Instr. 3 and 4) |   | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |                               |             |
| Common Stock 12/17/  |   | 12/17/2010                                 |   | P   |  | 1,50  | 20  | Λ :  | \$<br>6.3   | 34,300   |   | D  |  |                               |             |
| Reminder:  | Report on a s   | separate line for                          |   | Derivative Secur  | ities Acq  | Pe<br>co<br>the   | ersons vontained<br>e form o                    | who<br>I in t<br>disp  | this for<br>lays a c  | m are<br>curre   | not requesting ntly valid   | OMB con  | formation<br>spond unle<br>trol numbe            | SS                            | 1474 (9-02) |
| 1 7711 6   |   | a m:                                       | `   | e.g., puts, calls, v  |  |   |   |  |   |  | 1   | 0 P : 0  | 0.37 1   | 6 10                          | 11.37       |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)          | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Y     | Execution Data  | e, if Transaction Code (Year) (Instr. 8)  | 5. Number of Derivat Securiti Acquire (A) or Dispose of (D) (Instr. 3 4, and 5 | r ar (N   | and Expiration Date (Month/Day/Year) Am Und Sec |  | Amo<br>Und<br>Secu<br>(Inst   | itle and<br>ount of<br>erlying<br>urities<br>tr. 3 and   |   | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Owners Form o Derivat Security Direct ( or Indir | Beneficia Ownershi (Instr. 4) |             |
|  |   |  |   | Code V  | (A) (  |   | ate<br>xercisabl                                |  | xpiration<br>ate  | Title  | Amount<br>or<br>Number<br>of<br>Shares                            |  |  |                               |             |

### **Reporting Owners**

| D 41 0 N 1  | Relationships |              |                          |       |  |  |  |
|---|---------------|--------------|--------------------------|-------|--|--|--|
| Reporting Owner Name /<br>Address   | Director      | 10%<br>Owner | Officer                  | Other |  |  |  |
| Sanders Keith D<br>HUNTINGTON CENTER<br>41 S. HIGH STREET<br>COLUMBUS, OH 43287 |               |              | Executive Vice President |       |  |  |  |

## Signatures

| Elizabeth B. Moore              | 12/17/2010 |
|---------------------------------|------------|
| **Signature of Reporting Person | Date       |

#### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These shares were acquired in the public offering of approximately 146 million shares of the Issuer's common stock announced December 13, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.