| FORM 4 | 4 |
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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).     |

(Print or Type Pesne

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

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### 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 Type Responses)  |                                      |   |       |   |                       |  |   |                    |                         |  |
|--|--------------------------------------|---|-------|---|-----------------------|--|---|--------------------|-------------------------|--|
| 1. Name and Address of Reporting<br>STANUTZ NICHOLAS G   | 2. Issuer Name<br>HUNTINGT<br>[HBAN] |   |       | U .   | •                     | (Check all<br>Director<br>X_Officer (give title below) |   |                    |                         |  |
| (Last) (First)<br>HUNTINGTON CENTER, 4<br>STREET   | TINGTON CENTER, 41 S. HIGH           |   |       | ion (   | (Month/Da             | ay/Yea   | Sr EVP of .   | Principal Su       | 0                       |  |
| (Street)<br>COLUMBUS, OH 43287   | 4. If Amendmen                       | t, Date Ori                             | ginal | l Filed(Mon   | nth/Day/              | _X_ Form filed by One Reporting Pe                     | 6. Individual or Joint/Group Filing(Check Applicable Line)<br>_X_Form filed by One Reporting Person<br>Form filed by More than One Reporting Person |                    |                         |  |
| (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Ov |                                      |   |       |   |                       |  | cially Owne   | d                  |                         |  |
| (Instr. 3) Date Exe<br>(Month/Day/Year) any  |                                      | Execution Date, if Transaction I Code I |       | Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |                       |  | 5. Amount of Securities<br>Beneficially Owned Following<br>Reported Transaction(s)<br>(Instr. 3 and 4)  | Ownership<br>Form: | Beneficial<br>Ownership |  |
|  |                                      |   | Code  | v   | Amount                | (A)<br>or<br>(D)                                       | Price   |                    | (I)<br>(Instr. 4)       | (1130.4)   |
| Common Stock   | 07/26/2012                           |   | F     |   | 14,347<br>( <u>1)</u> | D  | \$<br>6.41  | 168,030            | D                       |  |
| Common Stock   |                                      |   |       |   |                       |  |   | 23,211             | I                       | By Issuer's<br>Investment<br>and Tax<br>Savings Plan<br>(401(k) Plan)      |
| Common Stock   |                                      |   |       |   |                       |  |   | 4,810              | I                       | By Issuer's<br>Supplementa<br>Stock<br>Purchase and<br>Tax Savings<br>Plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

indirectly.

SEC 1474 (9-02)

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SEC 14/4 (9-02

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

| ( <i>e.g.</i> , puts, calls, warrants, options, convertible securities) |             |                  |                    |            |     |        |                                       |              |                       |        |            |              |                |             |            |
|---|-------------|------------------|--------------------|------------|-----|--------|---------------------------------------|--------------|-----------------------|--------|------------|--------------|----------------|-------------|------------|
| 1. Title of   | 2.          | 3. Transaction   | 3A. Deemed         | 4.         |     | 5.     |                                       | 6. Date Exer | cisable               | 7. Tit | le and     | 8. Price of  | 9. Number of   | 10.         | 11. Nature |
| Derivative  | Conversion  | Date             | Execution Date, if | Transact   | ion | Num    | Number and Expiration Date A          |              | Amount of             |        | Derivative | Derivative   | Ownership      | of Indirect |            |
| Security  | or Exercise | (Month/Day/Year) | any                | Code       |     | of     |                                       | (Month/Day   | /Year)                | Unde   | rlying     | Security     | Securities     | Form of     | Beneficial |
| (Instr. 3)  | Price of    |                  | (Month/Day/Year)   | (Instr. 8) | )   | Deriv  | rivative                              |              | Securities (Instr. 5) |        | (Instr. 5) | Beneficially | Derivative     | Ownership   |            |
|   | Derivative  |                  |                    |            |     | Secur  | curities                              |              | (Instr. 3 and         |        |            | Owned        | Security:      | (Instr. 4)  |            |
|   | Security    |                  |                    |            |     | Acqu   | ired                                  |              |                       | 4)     |            |              | 0              | Direct (D)  |            |
|   |             |                  |                    |            |     | (A) o  |                                       |              |                       |        |            |              | 1              | or Indirect |            |
|   |             |                  |                    |            |     | Dispo  |                                       |              |                       |        |            |              | Transaction(s) | · /         |            |
|   |             |                  |                    |            |     | of (D  | · · · · · · · · · · · · · · · · · · · |              |                       |        |            |              | (Instr. 4)     | (Instr. 4)  |            |
|   |             |                  |                    |            |     | · ·    | nstr. 3,                              |              |                       |        |            |              |                |             |            |
|   |             |                  |                    |            |     | 4, and | , and 5)                              |              |                       |        |            |              |                |             |            |
|   |             |                  |                    |            |     |        |                                       |              |                       |        | Amount     |              |                |             |            |
|   |             |                  |                    |            |     |        |                                       | Dete         | E                     |        | or         |              |                |             |            |
|   |             |                  |                    |            |     |        |                                       |              | Expiration            | Title  | Number     |              |                |             |            |
|   |             |                  |                    |            |     |        |                                       | Exercisable  | Date                  |        | of         |              |                |             |            |
|   |             |                  |                    | Code       | V   | (A)    | (D)                                   |              |                       |        | Shares     |              |                |             |            |

## **Reporting Owners**

|                                   | Relationships         |         |       |  |  |  |
|-----------------------------------|-----------------------|---------|-------|--|--|--|
| Reporting Owner Name /<br>Address | Director 10%<br>Owner | Officer | Other |  |  |  |

## **Signatures**

| Elizabeth B. Moore              | 07/30/2012 |
|---------------------------------|------------|
| **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) Shares were withheld to cover the associated tax liability upon the vesting of a previously granted award of RSUs .

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

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