#### 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 Type Responses)										
1. Name and Address of Reporting Person * STEINOUR STEPHEN D	2. Issuer Name a HUNTINGTO			~ .		[HBAN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)X_ Director 10% Owner			
HUNTINGTON CENTER, 41 S. HIG	3. Date of Earliest 02/14/2020	Transaction	(Mor	nth/Day/Y	ear)		X_Officer (give title below) Other (specify below) President, CEO & Chairman			
(Street) COLUMBUS, OH 43287	4. If Amendment,	Date Origina	al File	ed(Month/Da	y/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting Person			
(City) (State)		Tabl	e I - N	Non-Deriv	ative Se	curities A	cquired, Disposed of, or Beneficially O	wned		
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8)		4. Securi or Dispo (Instr. 3,	sed of (I		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership
			Code	V	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	02/14/2020		M		50,000	A	\$ 7.06	5,284,994.6	D	
Common Stock	02/14/2020		F		36,329	D	\$ 14.129	5,248,665.6	D	
Dep Shares-int in 6.25% Ser D Non- Cum Perp Pref Stk								20,000	D	
Common Stock								41,557	I	By Executive Deferred Compensation Plan
Common Stock								38,523 (1)	I	By Issuer's Investment and Tax Savings Plan (401(k) Plan)
Common Stock								69,802 <sup>(1)</sup>	I	By Issuer's Supplemental Stock Purchase and Tax Savings Plan
Common Stock								478,235	I	by Trust
Reminder: Report on a separate line for each cl	ass of securities hene	eficially owned direc	etly or indire	ctly						
Nopoli on a sopulation for each of		, vcu direc	, or mane	P	nis form a	are not	required	the collection of information contai to respond unless the form display ol number.		SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 11. Nature of Derivative Expiration Date Conversion Date Execution Date, if Transaction of Underlying Derivative Derivative Ownership of Indirect Security (Instr. 3) (Month/Day/Year) or Exercise Code Securities (Month/Day/Year) Securities Securities Form of Beneficial Security Price of (Month/Day/Year) (Instr. 8) Acquired (A (Instr. 3 and 4) (Instr. 5) Beneficially Derivative Ownership Derivative or Disposed Owned Security: (Instr. 4) Security of (D) Following Direct (D) (Instr. 3, 4, Reported or Indirect and 5) Transaction(s) (I) (Instr. 4) (Instr. 4) Amount Date Expiration Title Number Exercisable Date V Code (A) (D) of Shares Employee/Director Common 50,000 05/01/2014 05/01/2020 02/14/2020 Stock Option \$ 7.06 M 50,000 \$0 208,552 D Stock (Right to Buy) Employee/Director Common 311,097 Stock Option \$ 9.08 05/01/2015 05/01/2021 311,097 D Stock (Right to Buy) Employee/Director Common \$ 10.06 05/01/2017 05/01/2026 Stock Option 335,253 335,253 D Stock (Right to Buy) Employee/Director Common Stock Option \$ 10.89 05/01/2016 05/01/2025 277,237 277,237 D Stock (Right to Buy)

Employee/Director Stock Option (Right to Buy)	\$ 13.09				05/01/2018	05/01/2027	Common Stock	266,903	266,903	D	
Employee/Director Stock Option (Right to Buy)	\$ 13.77				05/01/2020	05/01/2029	Common Stock	589,005	589,005	D	
Employee/Director Stock Option (Right to Buy)	\$ 14.81				05/01/2019	05/01/2028	Common Stock	484,496	484,496	D	

# **Reporting Owners**

B 41 0 N /	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
STEINOUR STEPHEN D HUNTINGTON CENTER 41 S. HIGH STREET COLUMBUS, OH 43287	X		President, CEO & Chairman						

## **Signatures**

Elizabeth B. Moore, Attorney-in-Fact	02/18/2020
**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) Total includes exempt acquisitions of shares in plan through December 31, 2019.

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.