UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
QUARTERLY PERIOD ENDED JUNE 30, 1995

Commission File Number 0-2525

HUNTINGTON BANCSHARES INCORPORATED

MARYLAND	31-0724920
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

41 SOUTH HIGH STREET, COLUMBUS, OHIO 43287

Registrant's telephone number (614) 480-8300

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months and (2) has been subject to such filing requirements for the past 90 days.

Yes X No _____

There were 137,374,934 shares of Registrant's without par value common stock outstanding on July 31, 1995.

PART I. FINANCIAL INFORMATION
1. FINANCIAL STATEMENTS

CONSOLIDATED BALANCE SHEETS

<TABLE>
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(in thousands of dollars)	JUNE 30, 1995	DECEMBER 31, 1994	JUNE 30, 1994
<S>	<C>	<C>	<C>
ASSETS			
Cash and due from banks	$ 861,240	$ 885,327	$ 690,878
Interest bearing deposits in banks	2,746	3,059	1,296
Trading account securities	18,003	9,427	20,576
Federal funds sold and securities purchased under resale agreements	6,307	5,329	124,383
Mortgages held for sale	168,711	138,997	259,909
Securities available for sale - at fair value	4,098,801	3,304,493	2,610,807
Investment securities - fair value $434,696; $474,147; and $522,737, respectively	431,862	475,692	520,274
Total loans (1)	13,137,593	12,264,436	11,634,695
Less allowance for loan losses	198,264	200,492	212,479
Net loans	12,939,329	12,063,944	11,422,216
Premises and equipment	293,005	288,793	288,690
Customers' acceptance liability	56,680	53,883	63,082
Accrued income and other assets	494,084	541,696	442,930
TOTAL ASSETS	$19,370,768	$17,770,640	$16,445,041
LIABILITIES AND SHAREHOLDERS' EQUITY			
Total deposits (1)	$12,518,517	$11,965,067	$11,569,249

Short-term borrowings	3,681,085	2,898,201	2,394,417
Bank acceptances outstanding	56,680	53,883	63,082
Long-term debt	1,171,089	1,214,052	847,486
Accrued expenses and other liabilities	371,354	227,617	181,340
Total Liabilities	17,798,725	16,358,820	15,055,574
Shareholders' equity			
Preferred stock - authorized 6,617,808 shares; none outstanding			
Common stock - without par value; authorized 200,000,000 shares; issued and outstanding 134,631,285; 131,119,504 ; and 104,410,747 shares, respectively	915,764	912,318	902,107
Less 1,819,475; 904,739 ; and 685,943 treasury shares, respectively	(34,359)	(16,577)	(17,383)
Capital surplus	235,471	215,084	216,852
Net unrealized gains (losses) on securities available for sale	24,052	(63,289)	(23,087)
Retained earnings	431,115	364,284	310,978
Total Shareholders' Equity	1,572,043	1,411,820	1,389,467
Total Liabilities and Shareholders' Equity	$19,370,768	$17,770,640	$16,445,041

See notes to consolidated financial statements.
(1) See page 7 for detail of total loans and total deposits.

CONSOLIDATED STATEMENTS OF INCOME

</TABLE>
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(in thousands of dollars, except per share amounts)	THREE MONTHS ENDED JUNE 30		SIX MONTHS ENDED JUNE 30,	
	1995	1994	1995	1994
Interest and fee income				
<S>	<C>	<C>	<C>	<C>
Loans	$288,058	$237,213	$561,167	$468,010
Investment securities	7,401	7,925	15,406	14,790
Securities available for sale	60,694	43,528	118,059	94,973
Mortgages held for sale	2,049	7,504	4,277	19,461
Trading account	410	157	810	289
Other	1,591	1,158	2,881	1,599
TOTAL INTEREST INCOME	360,203	297,485	702,600	599,122
Interest Expense				
Deposits	106,152	70,011	201,658	137,627
Short-term borrowings	52,195	22,020	99,709	43,696
Long-term debt	21,966	13,372	45,134	22,550
TOTAL INTEREST EXPENSE	180,313	105,403	346,501	203,873
NET INTEREST INCOME	179,890	192,082	356,099	395,249
Provision for loan losses	4,787	3,219	9,395	11,683

NET INTEREST INCOME AFTER PROVISION FOR LOAN LOSSES..........	175,103	188,863	346,704	383,566
Total non-interest income (1)................................	60,043	58,984	119,143	117,651
Total non-interest expense (1)...............................	142,571	147,195	288,425	298,634
INCOME BEFORE INCOME TAXES.....................	92,575	100,652	177,422	202,583
Provision for income taxes..................................	34,414	33,199	64,399	68,388
NET INCOME....................................	$58,161	$67,453	$113,023	$134,195
PER COMMON SHARE (2)				
Net income...	$0.42	$0.49	$0.81	$0.98
Cash dividends declared................................	$0.19	$0.15	$0.38	$0.30
AVERAGE COMMON SHARES OUTSTANDING............................	139,996,550	136,439,751	140,093,756	136,386,328

</TABLE>

See notes to consolidated financial statements .

(1) See page 8 for detail of non-interest income and non-interest expense.
(2) Adjusted for the five percent stock dividend issued July 31, 1995.

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

<TABLE>
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(in thousands, except per share amounts)	COMMON SHARES	COMMON STOCK	TREASURY SHARES	TREASURY STOCK	CAPITAL SURPLUS	NET UNREALIZED GAINS (LOSSES) ON SECURITIES	RETAINED EARNINGS	TOTAL
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Six Months Ended June 30, 1994:								
BALANCE, BEGINNING OF PERIOD	104,411	$902,107	(608)	($15,290)	$216,168	---	$221,652	$1,324,637
Change in accounting method for securities						$65,548	1,624	67,172
Net income							134,195	134,195
Cash dividends declared ($.30 per share)							(41,558)	(41,558)
Stock options exercised			177	4,295	543		(3,567)	1,271
Treasury shares purchased			(1,028)	(25,339)				(25,339)
Treasury shares sold:								
Shareholder dividend reinvestment plan			477	11,701	44		(1,090)	10,655
Employee stock purchase and other plans			296	7,250	97		(278)	7,069
Change in net unrealized gains (losses) on securities available for sale						(88,635)		

								(88,635)
BALANCE, END OF PERIOD	104,411	$902,107	(686)	($17,383)	$216,852	($23,087)	$310,978	$1,389,467
Six Months Ended June 30, 1995:								
BALANCE, BEGINNING OF PERIOD	131,120	$912,318	(905)	($16,577)	$215,084	($63,289)	$364,284	$1,411,820
Stock issued for acquisitions	3,510	3,434			20,061	(985)	8,474	30,984
Net income							113,023	113,023
Cash dividends declared ($.38 per share)							(52,600)	(52,600)
Stock options exercised			57	1,030	239		(905)	364
Treasury shares purchased			(2,111)	(39,582)				(39,582)
Treasury shares sold:								
Shareholder dividend reinvestment plan			802	14,660	21		(1,114)	13,567
Employee stock purchase and other plans			338	6,110	66		(47)	6,129
Conversion of convertible notes	1	12						12
Change in net unrealized gains (losses) on securities available for sale						88,326		88,326
BALANCE, END OF PERIOD	134,631	$915,764	(1,819)	($34,359)	$235,471	$24,052	$431,115	$1,572,043

See notes to consolidated financial statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS

(in thousands of dollars)	SIX MONTHS ENDED JUNE 30, 1995	1994
OPERATING ACTIVITIES		
Net Income	$ 113,023	$ 134,195
Adjustments to reconcile net income to net cash provided by operating activities		
Provision for loan losses	9,395	11,683
Provision for other real estate	(1,208)	(3,317)
Provision for depreciation and amortization	29,212	32,077
Deferred income tax expense	6,952	8,535
(Increase) decrease in trading account securities	(8,576)	1,388
(Increase) decrease in mortgages held for sale	(29,714)	772,429
Net gains on sales of securities available for sale	(5,864)	(1,810)
Net gains on calls of investment securities	(575)	(191)
(Increase) decrease in accrued income receivable	(10,527)	2,295
Net decrease in other assets	9,411	68,360
Increase (decrease) in accrued expenses	72,097	(25,695)
Net increase (decrease) in other liabilities	17,806	(32,647)
NET CASH PROVIDED BY OPERATING ACTIVITIES	201,432	967,302

INVESTING ACTIVITIES		
Decrease in interest bearing deposits in banks	313	11,314
Proceeds from :		
Maturities of investment securities	17,564	10,417
Maturities of securities available for sale	209,750	195,697
Calls of investment securities	26,328	20,212
Sales and calls of securities available for sale	1,687,263	1,495,032
Purchases of :		
Investment securities	(460)	(219,094)
Securities available for sale	(2,431,764)	(471,672)
Net loan originations	(769,781)	(701,052)
Proceeds from disposal of premises and equipment	1,322	602
Purchases of premises and equipment	(11,907)	(13,084)
Proceeds from sales of other real estate	22,430	14,289
Net cash received from purchase/sale of subsidiaries	33,433	---
NET CASH (USED FOR) PROVIDED BY INVESTING ACTIVITIES	(1,215,509)	342,661
FINANCING ACTIVITIES		
Increase (decrease) in total deposits	328,090	(474,419)
Increase (decrease) in short-term borrowings	778,066	(801,046)
Proceeds from issuance of long-term debt	50,000	115,000
Payment of long-term debt	(93,066)	(31,414)
Dividends on common stock	(39,033)	(30,903)
Acquisition of treasury stock	(39,582)	(25,339)
Sales of treasury stock	6,129	7,069
Proceeds from exercise of stock options	364	1,271
NET CASH PROVIDED BY (USED FOR) FINANCING ACTIVITIES	990,968	(1,239,781)
CHANGE IN CASH AND CASH EQUIVALENTS	(23,109)	70,182
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	890,656	745,079
CASH AND CASH EQUIVALENTS AT END OF PERIOD	$ 867,547	$ 815,261

</TABLE>

See notes to consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

A. The accompanying unaudited consolidated financial statements reflect all adjustments (consisting of normal recurring accruals) which are, in the opinion of management, necessary for a fair presentation of the results for the interim periods. The Notes to the Consolidated Financial Statements appearing in Huntington's 1994 Annual Report to Shareholders should be read in conjunction with these interim financial statements.

B. On January 1, 1995, Huntington adopted Financial Accounting Standards Board Statement No. 114, "Accounting by Creditors for Impairment of a Loan" (FAS 114), as amended by FAS 118. Under the new rules, the 1995 allowance for loan losses related to loans that are identified for evaluation in accordance with FAS 114 is based on discounted cash flows using the loan's initial effective interest rate or the fair value of the collateral for collateral-dependent loans. Prior to 1995, the allowance for loan losses related to these loans was based on undiscounted cash flows or the fair value of the collateral for collateral-dependent loans. Huntington uses the cost recovery method in accounting for cash received on non-accrual loans. Under this method, cash receipts are generally applied entirely against principal until the loan has been collected in full, after which time any additional cash receipts are recognized as interest income.

Under FAS 114, $28.7 million of non-performing loans presented in the table on page 21 of this report are considered impaired. Included in this amount is $13.6 million of impaired loans for which the related allowance for loan losses is $7.7 million and $15.1 million of impaired loans that as a result of write-downs do not have an allowance for loan losses.

C. Huntington acquired Security National Corporation (Security), a $189 million one-bank holding company headquartered in Maitland, Florida on May 1, 1995, and Reliance Bank of Florida (Reliance), a $98 million bank headquartered in Melbourne, Florida on May 16, 1995. Huntington issued approximately 3.5 million shares of common stock in exchange for all the common stock of Security and Reliance. Prior year financial statements were not restated for these immaterial pooling-of-interests transactions.

Subsequent to quarter-end, Huntington also consummated the acquisition of First Seminole Bank (First Seminole), a $51 million bank headquartered in Lake Mary, Florida. Huntington paid cash of $8.4 million for all of the stock of First Seminole in a transaction accounted for as a purchase.

D. Per common share amounts have been calculated based on the weighted average number of common shares outstanding in each period, adjusted for the five percent stock dividend issued July 31, 1995. The dilutive effects of unexercised stock options and convertible debentures were not significant for any period presented.

E. Certain amounts in the prior year's financial statements have been reclassified to conform with the 1995 presentation. These reclassifications had no effect on net income.

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LOAN PORTFOLIO COMPOSITION

(in thousands of dollars)	JUNE 30, 1995	DECEMBER 31, 1994	JUNE 30, 1994
<S>	<C>	<C>	<C>
Commercial	$ 4,132,989	$ 3,610,892	$ 3,570,016
Tax-free	53,390	58,006	63,465
Real Estate			
Construction	324,975	304,769	277,648
Commercial	1,456,121	1,378,398	1,340,598
Residential	1,576,203	1,624,367	1,469,231
Consumer	4,880,805	4,641,946	4,359,598
Lease financing	713,110	646,058	554,139
TOTAL LOANS	$13,137,593	$12,264,436	$11,634,695

DEPOSIT COMPOSITION

(in thousands of dollars)	JUNE 30, 1995	DECEMBER 31, 1994	JUNE 30, 1994
Demand deposits			
Non-interest bearing	$ 2,200,241	$ 2,169,095	$ 1,969,594
Interest bearing	2,465,139	2,646,785	2,686,834
Savings deposits	2,101,183	2,227,406	2,421,884
Certificates of deposit of $100,000 or more	829,768	605,763	585,645
Other domestic time deposits	4,480,797	3,909,061	3,504,690
Foreign time deposits	441,389	406,957	400,602
TOTAL DEPOSITS	$12,518,517	$11,965,067	$11,569,249

</TABLE>

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ANALYSIS OF NON-INTEREST INCOME

(in thousands of dollars)	THREE MONTHS ENDED JUNE 30, 1995	THREE MONTHS ENDED JUNE 30, 1994	PERCENT CHANGE	SIX MONTHS ENDED JUNE 30, 1995	SIX MONTHS ENDED JUNE 30, 1994	PERCENT CHANGE
<S>	<C>	<C>	<C>	<C>	<C>	<C>
Service charges on deposit accounts	$20,487	$19,225	6.56 %	$43,001	$37,791	13.79 %
Mortgage banking	7,959	15,418	(48.38)	18,600	32,491	(42.75)
Trust services	7,586	6,902	9.91	15,641	15,030	4.07
Credit card fees	5,640	4,933	14.33	10,684	9,280	15.13
Securities gains.............................	6,379	203	N.M.	6,439	2,001	N.M.
Investment product sales	1,971	1,750	12.63	3,670	3,623	1.30
Other	10,021	10,553	(5.04)	21,108	17,435	21.07
TOTAL NON-INTEREST INCOME	$60,043	$58,984	1.80 %	$119,143	$117,651	1.27 %

ANALYSIS OF NON-INTEREST EXPENSE

(in thousands of dollars)	THREE MONTHS ENDED JUNE 30, 1995	THREE MONTHS ENDED JUNE 30, 1994	PERCENT CHANGE	SIX MONTHS ENDED JUNE 30, 1995	SIX MONTHS ENDED JUNE 30, 1994	PERCENT CHANGE
Salaries	$54,974	$57,535	(4.45)%	$111,082	$114,614	(3.08)%
Commissions	1,932	2,624	(26.37)	3,620	5,705	(36.55)
Employee benefits	15,419	15,244	1.15	31,080	31,679	(1.89)
Net occupancy	10,079	9,621	4.76	20,765	19,736	5.21
Equipment	9,593	9,491	1.07	19,395	18,990	2.13
FDIC insurance	6,549	6,530	0.29	13,085	13,061	0.18
Printing and supplies	3,362	3,710	(9.38)	6,934	7,176	(3.37)
Credit card	3,369	3,219	4.66	6,632	6,290	5.44
Advertising	2,912	4,296	(32.22)	5,943	8,484	(29.95)
Legal and loan collection	1,905	1,808	5.37	4,028	3,209	25.52
Other	32,477	33,117	(1.93)	65,861	69,690	(5.49)
TOTAL NON-INTEREST EXPENSE	$142,571	$147,195	(3.14)%	$288,425	$298,634	(3.42)%

</TABLE>

N.M. - Not meaningful

2. Management's Discussion and Analysis

OVERVIEW

Huntington reported net income of $58.2 million, or $.42 per share, for the second quarter of 1995 compared with $67.5 million, or $.49 per share, for the same period last year. For the first half of 1995, net income was $113.0 million, or $.81 per share, versus $134.2 million, or $.98 per share, in the first six months of 1994. All per share amounts have been adjusted for the five percent stock dividend issued July 31, 1995. Results for the current year also include the effects of the May 1995 acquisitions of Security National Corporation and Reliance Bank of Florida. Prior year amounts have not been restated for these transactions.

Huntington achieved returns on average assets (ROA) of 1.25% and 1.24% in the second quarter and first half, respectively, of 1995 and a return on average equity (ROE) of 15.08% in both periods. ROA was 1.64% and 1.62% and ROE was 19.43% and 19.35% for the comparable periods in 1994.

As was anticipated by management, the interest rate environment prevailing over the past year, coupled with competitive pressures on loan pricing and deposit mix, has produced significantly reduced spreads--adversely impacting both net interest income and the margin. Huntington's strong loan growth, exceptional asset quality, and effective management of non-interest expenses have resulted in solid earnings and performance ratios despite these difficult market conditions.

Total assets were $19.4 billion at June 30, 1995, up 9.0% from December 31, 1994, and 17.8% from one year ago. Loan volumes continue to be solid, as average total loans increased to $13.0 billion for the second quarter of the year, compared with $12.0 billion for the final quarter of 1994 and $11.4 billion for the same period last year. The portfolio of securities available for sale also increased substantially in connection with programs directed by Huntington's Asset/Liability Management Committee (ALCO) to neutralize the interest rate risk exposure arising from customer-driven business sectors.

Total deposits at the most recent quarter end were higher than both December 31 and June 30, 1994, principally because of the acquired banks and an increase in time deposits of $100,000 or more. The mix of deposits has also changed, as retail customers have shifted their investment preferences, opting for the higher yields available through certificates of deposit. Huntington's short-term and long-term borrowings increased from a year ago, largely as a result of issuing short and medium term notes through its lead subsidiary, The Huntington National Bank.

Shareholders' equity was $1.6 billion at June 30, 1995. Huntington's regulatory capital ratios, including those of its bank subsidiaries, show continued strength and exceed the levels established for well-capitalized institutions.

NET INTEREST INCOME

For the quarter ended June 30, 1995, Huntington reported net interest income of $179.9 million, compared with $192.1 million for the same period last year. Net interest income was $356.1 million in the first half of the year versus $395.2 million in the corresponding period of 1994. The net interest margin, on a fully tax equivalent basis, was 4.21% and 4.24%, respectively, for the three and six months ended June 30, 1995. For the same periods one year ago, the margin was 5.13% and 5.22%, respectively. The decreased net interest income and lower margin were the result of significantly reduced spreads. In the near term, management anticipates that the margin will continue to decline modestly, primarily due to the purchase of additional investment securities. Moreover, competitive pressure on loan pricing and deposit mix is expected to remain strong.

INTEREST RATE RISK MANAGEMENT

The principal objective of asset/liability management is to maximize shareholder value in a manner consistent with prudent balance sheet management. Huntington seeks to achieve consistent growth in net interest income and net income while managing volatility arising from shifts in interest rates. This is accomplished with the oversight of ALCO, which is comprised of key members of executive management. ALCO establishes policies and operating limits that govern the management of market risk as well as ensure maintenance of adequate liquidity. Both on- and off-balance sheet strategies and programs are regularly reviewed and monitored by ALCO to confirm their consistency with Huntington's operating objectives as well as to evaluate their appropriateness in light of changing market and business conditions.

Actively and effectively managing interest rate risk requires the use of a variety of financial instruments and funding sources. On-balance sheet investment and funding vehicles, along with off-balance sheet financial instruments such as interest rate swaps, interest rate caps/floors, and financial futures represent the primary means by which Huntington responds to the balance sheet mismatches created by customer loan and deposit preferences and to changing market conditions. These activities are closely monitored by ALCO.

Huntington monitors its interest rate risk exposure by measuring the amount that net interest income will change over a twelve to twenty-four month period given a directional shift in interest rates. The net interest income-at-risk estimation is determined using multiple interest rate and balance sheet scenarios to provide management a framework for evaluating its risk tolerance under various market conditions.

At June 30, 1995, the results of Huntington's internal interest sensitivity analysis indicated that declines in the federal funds rate of 100 and 200 basis points (assuming the decreases occur evenly over the year) and corresponding changes in other market rates reflected in Huntington's interest rate forecast would be expected to reduce net interest income by approximately .7% and 2.2%, respectively. Underlying these estimates is the presumption that certain core deposits, whose rates have not repriced upward over the past 300 basis point increase in short-term rates, will not reprice downward in a falling rate environment. Assuming a gradual

increase in rates of 100 basis points, the sensitivity analysis indicates a change in net interest income ranging between an increase of .3% and a decrease of .6%. A 200 basis points increase in rates is expected to result in a change in net interest income ranging between an increase of .6% and a decrease of .9%. Huntington uses a range in measuring its "at-risk" position because of varying assumptions regarding the volume and rate behaviors of certain loans and core deposits under the rising rate scenarios.

Interest rate swaps are the principal off-balance sheet vehicles used by Huntington for asset/liability management. In addition to the transactional efficiencies afforded by a swap structure, which is less costly to execute than a comparable cash instrument, the overall swap strategy has enabled Huntington to lower the costs of raising wholesale liabilities and has allowed management to synthetically alter, or customize, the repricing characteristics of selected on-balance sheet financial instruments. "Asset conversion swaps" are used by Huntington to convert variable rate loans and other floating rate assets to fixed rate assets in order to achieve a desired level of interest rate sensitivity. Similarly, "liability conversion swaps" have been used to change the repricing characteristics of various on-balance sheet liabilities, primarily in connection with ALCO programs to lower the cost of raising wholesale liabilities. "Basis swaps" represent contracts in which both parties receive floating rates of interest according to different indices and are used to protect against changes in spreads. Financial futures and interest rate caps/floors, as well as forward delivery contracts purchased in connection with mortgage banking activities, are also integral to asset/liability management. These off-balance sheet financial instruments are often more attractive than the use of cash securities or other on-balance sheet alternatives because, though they provide similar protection against interest rate movements, they require less capital and may not impede liquidity.

The notional amount of off-balance sheet positions used by Huntington for purposes other than interest rate risk management, consisting principally of transactions entered into on behalf of customers for which the related interest rate risk is countered by offsetting third party contracts, was $780 million at June 30, 1995. Total credit exposure from such contracts, represented by those instruments with a positive fair value, was $2.4 million at the most recent quarter end. These separate activities, which are accounted for at fair value, are not a significant part of Huntington's operations. Accordingly, they have been excluded from the discussion of off-balance sheet financial instruments and the related tables which follow.

In the second quarter of 1995, interest rate swaps and other off-balance sheet financial instruments used for asset/liability management purposes reduced interest income by $8.2 million and increased interest expense by $5.9 million. On a year-to-date basis, the decrease in interest income was $12.7 million and interest expense increased $13.0 million. For the same periods last year, these products increased interest income by $7.2 million and $22.2 million and decreased interest expense by $4.5 million and $13.7 million. Included in the preceding amounts is amortization of deferred gains and losses from terminated contracts, which decreased net interest income by $5.7 million for the most recent quarter and $9.7 million for the first half of 1995, and increased net interest income by $9.7 million and $16.5 million, respectively, in the three and six months ended June 30, 1994. Expressed in terms of the net interest margin, the effect of the off-balance sheet portfolio was a reduction of 35 basis points and 30 basis points,

respectively, for the second quarter and first six months of 1995 versus an addition of 31 basis points and 47 basis points in the corresponding periods one year ago.

The following table illustrates the approximate market values, estimated maturities and weighted average rates of the interest rate swaps used by Huntington in its interest rate risk management program. The valuation of interest rate swap contracts is largely a function of the financial market's expectations regarding the future direction of interest rates. Since year end, expectations regarding the future direction of interest rates have shifted, with the marketplace now anticipating flat to slightly lower short-term rates over the next several months versus the expectations which prevailed at the end of 1994 for significantly higher rates. Consequently, the net unrealized loss decreased considerably from $268.9 million at December 31, 1994, to $30.5 million at the end of June 1995. The market values at the most recent quarter end are not necessarily indicative of the future impact of the swaps on net interest income. This will depend, in large part, on the shape of the yield curve as well as interest rate levels. Management has made no assumptions with respect to future changes in interest rates for purposes of the variable rate information and the indexed amortizing swap maturities presented below.

<TABLE>
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(dollars in millions)	Notional Value	Average Maturity (years)	Market Value	Average Rate Receive	Average Rate Pay
June 30, 1995:					
<S>	<C>	<C>	<C>	<C>	<C>
ASSET CONVERSION SWAPS					
Receive fixed-generic	$ 634	2.13	$ .3	5.62%	6.13%
Receive fixed-amortizing	673	2.19	(13.0)	5.41	6.08
TOTAL ASSET CONVERSION SWAPS	$1,307	2.16	($12.7)	5.51%	6.10%
LIABILITY CONVERSION SWAPS					
Receive fixed-generic	$ 600	5.61	$22.2	6.43%	6.03%
Receive fixed-amortizing	349	2.55	(6.5)	5.29	6.01
Pay fixed-generic	2,408	.96	(27.5)	6.14	6.84
TOTAL LIABILITY CONVERSION SWAPS	$3,357	1.96	($11.8)	6.10%	6.61%
BASIS PROTECTION SWAPS	$ 700	1.57	($ 6.0)	6.17%	6.09%

</TABLE>

The portfolio of amortizing swaps consists of contracts with notional values that are indexed to certain market interest rates, primarily the London inter-bank offered rate (LIBOR) or Constant Maturity U.S. Treasury yields (CMT). To a much lesser degree, other contracts are amortized based upon the prepayment experience of a specified pool of mortgage loans. As market interest rates change, the amortization of the notional values will also change, generally slowing as rates increase and accelerating when rates fall. Basis swaps are contracts which provide for both parties to receive floating rates of interest according to different indices. All receive and pay amounts applicable to Huntington's basis swaps are determined by LIBOR, the prime rate, or other indices common to the banking industry. The basis swaps have embedded

written periodic caps and, in some cases, purchased periodic floors. Also, embedded in the receive fixed-generic liability conversion swaps is $150 million of written caps.

The notional values of the swap portfolio represent contractually determined amounts on which calculations of interest payments to be exchanged are based. These notional values do not represent direct credit exposures. At June 30, 1995, Huntington's credit risk from interest rate swaps used for asset/liability management purposes was $46.3 million, which is significantly less than the notional value of the contracts, and represents the sum of the aggregate fair value of positions that have become favorable to Huntington, including any accrued interest receivable due from counterparties. In order to minimize the risk that a swap counterparty will not satisfy its interest payment obligation under the terms of the contract, Huntington performs credit reviews on all counterparties, restricts the number of counterparties used to a select group of high quality institutions, obtains collateral, and enters into formal netting arrangements. Huntington has never experienced any past due amounts from a swap counterparty and does not anticipate non-performance in the future by any such counterparties.

The following table summarizes activity in the interest rate swap portfolio used for asset/liability management purposes during the first six months of 1995 and 1994:

<TABLE>
<CAPTION>

	Asset Conversion	Liability Conversion	Basis Protection

	(in millions)		
<S>	<C>	<C>	<C>
Balance at December 31, 1994	$2,508	$3,332	$1,000
Additions	---	525	---
Maturities/Amortization	(31)	(100)	(300)
Terminations	---	(34)	---
Balance at March 31, 1995	2,477	3,723	700
Additions	---	50	---
Maturities/Amortization	---	(116)	---
Terminations	(1,170)	(300)	---
Balance at June 30, 1995	$1,307	$3,357	$ 700
Balance at December 31, 1993	$2,281	$1,821	$2,800
Additions	75	100	200
Maturities/Amortization	(219)	---	---
Terminations	(300)	---	(250)
Balance at March 31, 1994	1,837	1,921	2,750
Additions	138	115	150
Maturities/Amortization	(12)	(185)	---
Terminations	(100)	---	---
Balance at June 30, 1994	$1,863	$1,851	$2,900

</TABLE>

Terminations reflect the decisions made by ALCO to modify, refine, or change balance sheet management strategies, as a result of either a change in overall interest rate risk tolerances or changes in balance sheet composition. The terminations that occurred in the most recent quarter were associated with ALCO directed programs to realign Huntington's interest rate sensitivity posture in light of prevailing economic and market conditions and trends in the customer-driven balance sheet. At June 30, 1995, Huntington had deferred approximately $53.7 million of net realized losses from terminated interest rate swaps, which are to be amortized as yield adjustments over the remaining term of the original contracts, as presented below.

<TABLE>
<CAPTION>

	Amortizing In					
	1995	1996	1997	1998	1999	Total
	(in millions)					
<S>	<C>	<C>	<C>	<C>	<C>	<C>
JUNE 30, 1995:						
Deferred gains	$ 9.4	$ 15.0	$ 8.3	$ 7.0	$5.7	$45.4
Deferred losses	(26.6)	(51.4)	(19.4)	(1.3)	(.4)	(99.1)
Net (losses) gains	$(17.2)	$(36.4)	$(11.1)	$ 5.7	$5.3	$(53.7)

</TABLE>

NON-INTEREST INCOME

Non-interest income, exclusive of securities transactions, for the second quarter and first half of 1995 was $53.7 million and $112.7 million, compared with $58.8 million and $115.7 million for the corresponding periods one year ago. Increased service charges on deposits, credit card fees, and trust revenues were more than offset by declines in mortgage banking income of $7.5 million for the quarter and $13.9 million for the six months of 1995. Other non-interest income was down slightly when comparing the most recent quarter to the same three months of last year, but up 21.1% over 1994 on a year-to-date basis as a result of increased trading account profits and higher income from certain fee based initiatives. In addition, results for the initial six months of 1994 were adversely impacted by a $1.1 million lower of cost or market adjustment on an interest rate floor linked to purchased mortgage servicing rights.

The major components of mortgage banking income were as follows:

<TABLE>

<CAPTION>

	Second Quarter 1995	Second Quarter 1994	Six Months 1995	Six Months 1994
	(in thousands)			
<S>	<C>	<C>	<C>	<C>
Net servicing fees	$3,824	$ 5,972	$ 8,386	$11,337
Fee income	1,410	3,862	2,248	9,456
Gain on sale of servicing rights	1,105	3,366	5,295	7,764
Other income	1,620	2,218	2,671	3,934
	$7,959	$15,418	$18,600	$32,491

</TABLE>

The decrease in fee income which is apparent from the above table is the result of a significant drop in mortgage loan production, as the decline in origination volumes that began in 1994 (and was much more pronounced in the second half of the year) continued into 1995.

Net servicing fees in the first half of 1995 were also considerably less than the amount reported in the corresponding period of last year, principally because of sales of servicing rights. A summary of the servicing portfolio follows:

<TABLE>
<CAPTION>

	As of June 30, 1995	As of June 30, 1994
	(in thousands of dollars)	
<S>	<C>	<C>
Loan principal, including temporary subservicing of $103,452 and $679,118, respectively	$5,120,841	$6,893,893
Weighted average:		
Coupon rate	8.14%	8.06%
Contractual maturity	21yrs.	22 yrs.

</TABLE>

During the most recent quarter, Huntington realized net gains from securities transactions of $6.4 million. The majority of these gains resulted from the sale of callable agency securities, the proceeds from which were reinvested into securities of moderately longer duration.

NON-INTEREST EXPENSE

Non-interest expense in the second quarter of 1995 was $142.6 million, down 3.1% from the same three months in 1994. This represents the third consecutive quarter that non-interest expense has been reduced. A similar decline of 3.4% occurred from the first half of 1994 to the corresponding period this year. These decreases were achieved despite the completion of two bank acquisitions during 1995 and were primarily attributable to reduced personnel costs, much of which related to Huntington's recent restructuring of its mortgage banking operation. Certain components of other non-interest expense also dropped significantly on a year-to-date basis, as a result of the slower mortgage market that prevailed in the first six months of 1995 versus the same period one year ago.

PROVISION FOR INCOME TAXES

The provision for income taxes was $34.4 million in the most recent quarter, an increase of 3.7% from the same period one year ago. For the first six months of the year, the provision for income taxes was $64.4 million versus $68.4 million in the corresponding period of 1994. The higher provision when comparing the quarters is largely the result of a one-time charge of $2.1 million related to the May 1995 conversion of an existing thrift to a bank charter as well as various non-deductible expenses incurred in connection with the bank acquistions that accompanied the conversion.

ASSET QUALITY

Huntington's exposure to credit risk is actively managed through the use of underwriting standards which emphasize "in-market" lending to established borrowers. Highly leveraged transactions and industry or other concentrations are avoided. Huntington's management also employs extensive monitoring procedures to ensure the adequacy of the allowance for loan losses (ALL), including timely reviews of specific credits, monthly analysis of delinquencies, assessment of current economic conditions and other relevant factors.

Huntington's asset quality remains among the best of the largest banking companies in the country. Non-performing loans, which represent only .42% of total loans at the most recent quarter end, were as follows:

<TABLE>
<CAPTION>

	June 30, 1995	December 31, 1994	June 30, 1994
	(in millions)		
<S>	<C>	<C>	<C>
Commercial	$20.0	$21.0	$33.7
Construction	4.1	4.6	19.3
Commercial real estate	21.7	10.1	7.1
Residential mortgage	8.9	8.7	6.3
Consumer	.3	.1	.4
Total	$55.0	$44.5	$66.8

</TABLE>

Net charge-offs (annualized) as a percentage of average total loans were .23% and .21%, respectively, in the second quarter and first half of 1995, indicative of Huntington's continued high credit quality. For the same periods one year ago, these ratios were .17% and .20%. The ALL as a percentage of total loans was 1.51% as of June 30, 1995, compared with ratios of 1.63% at year-end 1994 and 1.83% one year ago. Huntington believes this decrease is appropriate, as the ratio of the ALL to non-performing loans remains strong at 361%.

In addition to the improvements in credit quality referred to above, net other real estate (ORE) declined significantly during the past twelve months from $59.2 million to $24.0 million at June 30, 1995. Huntington's management continues to aggressively pursue the sale of its ORE to further reduce non-performing assets.

CAPITAL

Huntington's capital position remains strong. Shareholders' equity at the most recent quarter end was approximately $1.6 billion, an increase of 13.1% from one year ago. Average equity to average assets was 8.28% in the second quarter of 1995 and 8.22% for the first half of the year, down slightly from the same periods in 1994. At June 30, 1995, the Tier 1 and total risk-based capital ratios were 9.30% and 13.11%, respectively, and exceeded the corresponding

minimum levels to be considered "well capitalized" of 6% and 10%, respectively. Huntington's Tier 1 leverage ratio of 7.72% also exceeded the minimum regulatory requirement of 5%.

On April 27, 1995, the Board of Directors authorized Huntington to repurchase up to 10.5 million additional shares of its common stock (as adjusted for the 5% stock dividend issued in July 1995). The authorization represents a continuation of the August 1987 Common Stock Repurchase Program and provides that the shares will be reserved for reissue in connection with Huntington's benefit plans as well as for other corporate purposes. As of June 30, 1995, approximately 11.4 million shares were available for repurchase. It is expected that the majority of the remaining authorized shares will be repurchased by the end of the current year, with the balance to be repurchased as needed in 1996.

NEW ACCOUNTING STANDARDS

The Financial Accounting Standards Board has issued Statement 122, "Accounting for Mortgage Servicing Rights", which amends Statement 65 and requires the recognition of rights to service loans for others as separate assets, however those servicing rights are acquired. Statement 122 also requires that a mortgage banking enterprise assess its capitalized servicing rights for impairment based on the fair value of those rights, using a disaggregated approach for mortgage servicing rights that are capitalized after adoption of the new standard. Its provisions must be adopted no later than fiscal years beginning after December 15, 1995, and are to be applied prospectively to transactions in which a mortgage banking enterprise sells or securitizes mortgage loans with servicing rights retained and to impairment evaluations of all amounts capitalized as mortgage serving rights. Huntington plans to adopt Statement 122 in the second half of 1995, but does not expect the effects of initial application to be material to the consolidated financial statements.

CONSOLIDATED FINANCIAL HIGHLIGHTS

<TABLE>
<CAPTION>

(in thousands of dollars, except per share amounts)

THREE MONTHS ENDED JUNE 30,	1995	1994	% CHANGE
<S>	<C>	<C>	<C>
NET INCOME..................................	$58,161	$67,453	(13.8)%
PER COMMON SHARE AMOUNTS (1)...............			
Net income............................	$0.42	$0.49	(14.3)
Cash dividends declared................	$0.19	$0.15	26.7
AVERAGE SHARES OUTSTANDING (1).............	139,996,550	136,439,751	2.6
KEY RATIOS			
Return on:			
Average total assets...................	1.25%	1.64%	(23.8)
Average shareholders' equity...........	15.08%	19.43%	(22.4)
Efficiency ratio............................	60.23%	59.05%	2.0
Average equity/average assets...............	8.28%	8.43%	(1.8)
NET INTEREST MARGIN.........................	4.21%	5.13%	(17.9)

SIX MONTHS ENDED JUNE 30,	1995	1994	% CHANGE
NET INCOME..................................	$113,023	$134,195	(15.8)%
PER COMMON SHARE AMOUNTS (1)...............			
Net income............................	$0.81	$0.98	(17.3)
Cash dividends declared................	$0.38	$0.30	26.7
AVERAGE SHARES OUTSTANDING (1).............	140,093,756	136,386,328	2.7
KEY RATIOS			
Return on:			
Average total assets...................	1.24%	1.62%	(23.5)
Average shareholders' equity...........	15.08%	19.35%	(22.1)
Efficiency ratio............................	61.17%	58.67%	4.3
Average equity/average assets...............	8.22%	8.36%	(1.7)
NET INTEREST MARGIN.........................	4.24%	5.22%	(18.8)

AT JUNE 30,	1995	1994	% CHANGE
Total Loans.................................	$13,137,593	$11,634,695	12.9 %
Total Deposits..............................	$12,518,517	$11,569,249	8.2
Total Assets................................	$19,370,768	$16,445,041	17.8
Shareholders' Equity........................	$1,572,043	$1,389,467	13.1
Period-End Shares Outstanding (1)...........	139,452,401	136,138,805	2.4
Shareholders' Equity Per Common Share (1)...	$11.27	$10.21	10.4
Total Risk-Adjusted Assets..................	$15,588,590	$13,368,708	16.6
Tier 1 Risk-Based Capital Ratio.............	9.30%	9.95%	(6.5)
Total Risk-Based Capital Ratio..............	13.11%	14.17%	(7.5)
Tier 1 Leverage Ratio.......................	7.72%	7.98%	(3.3)

</TABLE>

(1) Adjusted for the five percent stock dividend issued July 31, 1995.

FINANCIAL REVIEW

<TABLE>
<CAPTION>

INVESTMENT SECURITIES - AMORTIZED COST & FAIR VALUES BY MATURITY AT JUNE 30, 1995 AND DECEMBER 31, 1994

(in thousands of dollars)	JUNE 30, 1995		DECEMBER 31, 1994	
	AMORTIZED COST	FAIR VALUE	AMORTIZED COST	FAIR VALUE
<S>	<C>	<C>	<C>	<C>
U.S. Treasury				
1-5 years.............................	$150	$150	$150	$150
Total..............................	150	150	150	150

Federal agencies				
Mortgage-backed securities				
1-5 years	-	-	371	344
6-10 years	4,132	4,240	4,812	4,806
Over 10 years	2,815	2,905	3,130	3,133
Total	6,947	7,145	8,313	8,283
Other agencies				
1-5 years	133,771	133,702	101,774	99,446
6-10 years	165,958	165,475	207,043	205,358
Over 10 years	-	-	433	350
Total	299,729	299,177	309,250	305,154
Total U.S. Treasury and Federal agencies	306,826	306,472	317,713	313,587
States and political subdivisions				
Under 1 year	44,717	45,403	56,361	57,080
1-5 years	52,984	54,574	72,812	74,975
6-10 years	17,084	17,612	18,433	18,059
Over 10 years	5,724	6,168	6,043	6,196
Total	120,509	123,757	153,649	156,310
Other				
Under 1 year	1,500	1,500	1,508	1,508
1-5 years	505	505	5	5
6-10 years	879	819	1,504	1,424
Over 10 years	1,643	1,643	1,313	1,313
Total	4,527	4,467	4,330	4,250
Total Investment Securities	$431,862	$434,696	$475,692	$474,147

</TABLE>

<TABLE>
<CAPTION>

SECURITIES AVAILABLE FOR SALE - AMORTIZED COST & FAIR VALUES BY MATURITY AT JUNE 30, 1995 AND DECEMBER 31, 1994

(in thousands of dollars)	JUNE 30, 1995		DECEMBER 31, 1994	
	AMORTIZED COST	FAIR VALUE	AMORTIZED COST	FAIR VALUE
<S>	<C>	<C>	<C>	<C>
U.S. Treasury				
Under 1 year	$22,706	$22,692	$25,399	$25,320
1-5 years	700,535	707,264	662,106	643,100
6-10 years	171,085	163,800	166,909	147,671
Total	894,326	893,756	854,414	816,091
Federal agencies				
Mortgage-backed securities				
Under 1 year	7	7	-	-
1-5 years	27,125	27,260	17,727	16,922
6-10 years	488,465	498,353	369,061	362,716
Over 10 years	119,246	121,561	114,742	110,119
Total	634,843	647,181	501,530	489,757
Other agencies				
Under 1 year	14,347	15,183	531,082	526,617
1-5 years	1,498,620	1,519,998	506,740	499,748
6-10 years	266,641	264,948	382,849	369,404
Over 10 years	459,835	458,096	323,451	304,660
Total	2,239,443	2,258,225	1,744,122	1,700,429
Total U.S. Treasury and Federal agencies	3,768,612	3,799,162	3,100,066	3,006,277
Other				
Under 1 year	1,712	1,723	-	-
1-5 years	147,151	147,364	95,410	94,887
6-10 years	107,069	114,899	165,422	164,087
Over 10 years	28,487	28,736	32,854	32,818

Marketable equity securities...........	8,359	6,917	8,359	6,424
Total..............................	292,778	299,639	302,045	298,216
Total Securities Available for Sale.........	$4,061,390	$4,098,801	$3,402,111	$3,304,493

</TABLE>

FINANCIAL REVIEW

<TABLE>
<CAPTION>

LOAN LOSS EXPERIENCE

(in thousands of dollars)	THREE MONTHS ENDED JUNE 30, 1995	1994	SIX MONTHS ENDED JUNE 30, 1995	1994
<S>	<C>	<C>	<C>	<C>
ALLOWANCE FOR LOAN LOSSES, BEGINNING OF PERIOD	$201,088	$214,111	$200,492	$211,835
Loan losses	(10,718)	(8,932)	(20,511)	(18,907)
Recoveries of loans previously charged off	3,312	4,081	7,268	7,868
Provision for loan losses	4,787	3,219	9,395	11,683
Allowance of assets acquired (sold)....................	(205)		1,620	-
ALLOWANCE FOR LOAN LOSSES, END OF PERIOD	$198,264	$212,479	$198,264	$212,479
AS A % OF AVERAGE TOTAL LOANS				
Net loan losses -- annualized	0.23%	0.17%	0.21%	0.20%
Provision for loan losses -- annualized	0.15%	0.11%	0.15%	0.21%
Allowance for loan losses as a % of total loans	1.51%	1.83%	1.51%	1.83%
Net loan loss coverage (1)	13.15x	21.41x	14.11x	19.41x

</TABLE>

(1) Income before taxes and the provision for loan losses to net loan losses.

<TABLE>
<CAPTION>

NON-PERFORMING ASSETS AND PAST DUE LOANS

(Quarter-End)	1995		1994		
(in thousands of dollars)	II Q	I Q	IV Q	III Q	II Q
<S>	<C>	<C>	<C>	<C>	<C>
Non-accrual loans	$41,554	$41,576	$41,929	$40,313	$61,015
Renegotiated loans	13,424	11,568	2,550	13,547	5,737
TOTAL NON-PERFORMING LOANS	54,978	53,144	44,479	53,860	66,752
Other real estate, net	24,029	26,558	51,909	51,558	59,157

TOTAL NON-PERFORMING ASSETS	$79,007	$79,702	$96,388	$105,418	$125,909
NON-PERFORMING LOANS AS A % OF TOTAL LOANS	0.42%	0.41%	0.36%	0.45%	0.57%
NON-PERFORMING ASSETS AS A % OF TOTAL LOANS AND OTHER REAL ESTATE	0.60%	0.62%	0.78%	0.88%	1.08%
ALLOWANCE FOR LOAN LOSSES AS A % OF NON-PERFORMING LOANS	360.62%	378.38%	450.76%	382.41%	318.31%
ALLOWANCE FOR LOAN LOSSES AND OTHER REAL ESTATE AS A % OF NON-PERFORMING ASSETS	234.30%	235.10%	193.13%	181.70%	160.22%
ACCRUING LOANS PAST DUE 90 DAYS OR MORE	$20,685	$19,771	$20,877	$24,182	$23,464

</TABLE>

CONSOLIDATED AVERAGE BALANCES AND INTEREST RATES (QUARTERLY DATA)

<TABLE>
<CAPTION>

Fully Tax Equivalent Basis (1) (in millions of dollars)	2ND QUARTER 1995 AVERAGE BALANCE	2ND QUARTER 1995 YIELD/ RATE	1ST QUARTER 1995 AVERAGE BALANCE	1ST QUARTER 1995 YIELD/ RATE
<S>	<C>	<C>	<C>	<C>
ASSETS				
Interest bearing deposits in banks	$3	5.03 %	$3	4.50 %
Trading account securities	23	8.07	27	6.68
Federal funds sold and securities purchased under resale agreements	70	6.70	45	6.56
Mortgages held for sale	109	7.52	106	8.42
Securities available for sale	3,601	6.76	3,501	6.58
Investment securities	439	7.74	458	8.09
Loans				
Commercial	4,027	8.55	3,776	8.65
Tax-free	55	10.75	56	10.77
Real Estate				
Construction	324	8.38	315	8.57
Mortgage	3,100	8.20	3,111	8.09
Consumer	4,805	8.90	4,678	8.58
Lease Financing	690	7.43	660	7.24
Total Loans	13,001	8.54	12,596	8.42
Allowance for loan losses	201		203	
Net loans	12,800	9.00	12,393	8.87
Total earning assets	17,246	8.38 %	16,736	8.26 %
Cash and due from banks	796		774	

All other assets	838		798	
TOTAL ASSETS	$18,679		$18,105	
LIABILITIES AND SHAREHOLDERS' EQUITY				
Demand deposits				
Non-interest bearing	$2,159		$2,119	
Interest bearing	2,533	2.45 %	2,622	2.42 %
Savings deposits	2,013	2.68	2,097	2.62
Certificates of deposit of $100,000 or more	770	5.84	671	5.59
Other domestic time deposits	4,447	5.54	4,156	5.14
Foreign time deposits	264	6.57	274	6.31
Total deposits	12,186	3.49	11,939	3.24
Short-term borrowings	3,348	6.13	3,137	5.99
Long-term debt	1,208	7.23	1,246	7.44
Interest bearing liabilities	14,583	4.93 %	14,203	4.71 %
All other liabilities	390		308	
Shareholders' equity	1,547		1,475	
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	$18,679		$18,105	
Net interest rate spread		3.45%		3.55%
Impact of non-interest bearing funds on margin		0.76%		0.71%
NET INTEREST MARGIN		4.21%		4.26%

</TABLE>

(1) Fully tax equivalent yields are calculated assuming a 35% tax rate

<TABLE>
<CAPTION>

4TH QUARTER 1994 AVERAGE BALANCE	4TH QUARTER 1994 YIELD/ RATE	3RD QUARTER 1994 AVERAGE BALANCE	3RD QUARTER 1994 YIELD/ RATE	2ND QUARTER 1994 AVERAGE BALANCE	2ND QUARTER 1994 YIELD/ RATE
<S>	<C>	<C>	<C>	<C>	<C>
$2	8.80 %	$3	7.46 %	$3	8.58 %
15	6.21	17	6.61	12	6.64
115	4.91	188	4.48	117	3.76
135	6.75	214	7.74	417	7.19
2,977	6.33	2,553	5.98	2,788	6.26
475	8.09	498	8.09	480	8.15
3,562	8.75	3,511	8.47	3,519	8.18
59	10.28	62	9.87	67	10.09
302	7.82	275	8.02	289	7.63
2,905	8.06	2,822	8.04	2,736	7.75
4,578	8.24	4,440	8.12	4,243	8.15
620	7.24	574	7.26	534	7.38
12,026	8.29	11,684	8.17	11,388	8.02
205		212		216	
11,821	8.60	11,472	8.48	11,172	8.37
15,745	8.11 %	15,158	7.98 %	15,205	7.91 %
770		737		735	
759		781		792	
$17,069		$16,465		$16,516	

$2,127		$2,061		$2,096	
2,652	2.30 %	2,695	2.21 %	2,744	2.16 %
2,171	2.43	2,264	2.23	2,336	2.02
581	4.88	589	4.38	599	3.86
3,678	4.62	3,553	4.23	3,474	4.02
296	5.41	199	4.66	306	3.82
11,505	3.50	11,359	3.18	11,555	2.97
2,797	5.06	2,519	4.30	2,468	3.58
1,138	8.19	938	6.99	831	6.44
13,313	4.23 %	12,756	3.68 %	12,758	3.31 %
220		242		270	
1,409		1,406		1,392	
$17,069		$16,465		$16,516	
	3.88%		4.30%		4.60%
	0.66%		0.59%		0.53%
	4.54%		4.89%		5.13%

</TABLE>

SELECTED QUARTERLY INCOME STATEMENT DATA

<TABLE>
<CAPTION>

(in thousands of dollars, except per share amounts)	1995 II Q	1995 I Q	1994 IV Q	1994 III Q	1994 II Q
<S>	<C>	<C>	<C>	<C>	<C>
TOTAL INTEREST INCOME..................	$360,203	$342,397	$318,875	$301,724	$297,485
TOTAL INTEREST EXPENSE.................	180,313	166,188	141,625	118,173	105,403
NET INTEREST INCOME....................	179,890	176,209	177,250	183,551	192,082
Provision for loan losses..............	4,787	4,608	2,488	1,113	3,219
NET INTEREST INCOME AFTER PROVISION FOR LOAN LOSSES............	175,103	171,601	174,762	182,438	188,863
Service charges on deposit accounts	20,487	22,514	19,417	19,628	19,225
Mortgage banking	7,959	10,641	8,630	9,246	15,418
Trust services	7,586	8,055	6,686	6,732	6,902
Securities gains (losses)..............	6,379	60	(55)	648	203
Credit card fees	5,640	5,044	5,873	5,846	4,933
Investment product sales	1,971	1,699	1,307	1,694	1,750
Other	10,021	11,087	9,012	9,999	10,553
TOTAL NON-INTEREST INCOME	60,043	59,100	50,870	53,793	58,984
Salaries	54,974	56,108	54,314	57,740	57,535
Commissions	1,932	1,688	1,523	3,547	2,624
Employee benefits	15,419	15,661	13,091	13,388	15,244
Net occupancy	10,079	10,686	9,962	10,593	9,621
Equipment	9,593	9,802	10,151	9,651	9,491
FDIC insurance	6,549	6,536	6,218	5,992	6,530
Printing and supplies	3,362	3,572	3,911	3,734	3,710
Credit card	3,369	3,263	3,426	3,777	3,219
Advertising	2,912	3,031	4,152	2,684	4,296
Legal and loan collection	1,905	2,123	3,370	1,719	1,808
Other	32,477	33,384	36,498	38,531	33,117
TOTAL NON-INTEREST EXPENSE	142,571	145,854	146,616	151,356	147,195
INCOME BEFORE INCOME TAXES	92,575	84,847	79,016	84,875	100,652
Provision for income taxes	34,414	29,985	26,520	28,973	33,199
NET INCOME	$58,161	$54,862	$52,496	$55,902	$67,453
PER COMMON SHARE (1)					
Net income	$0.42	$0.39	$0.39	$0.41	$0.49
Cash dividends declared	$0.19	$0.19	$0.19	$0.19	$0.15
FULLY TAX EQUIVALENT MARGIN:					
Net Interest Income	$179,890	$176,209	$177,250	$183,551	$192,082

Tax Equivalent Adjustment (2)	1,723	1,885	2,042	2,211	2,545
Tax Equivalent Net Interest Income	$181,613	$178,094	$179,292	$185,762	$194,627

</TABLE>

(1) Adjusted for the five percent stock dividend issued July 31, 1995.
(2) Calculated assuming a 35% tax rate.

PART II. OTHER INFORMATION

In accordance with the instructions to Part II, the other specified items in this part have been omitted because they are not applicable or the information has been previously reported.

Item 4. Submission of Matters to a Vote of Security Holders

Huntington Bancshares Incorporated held its annual meeting of shareholders on April 27, 1995. At that meeting, shareholders approved the following management proposals (1,2 and 3) and rejected a shareholder proposal (4):

<TABLE>
<CAPTION>

	FOR	AGAINST	ABSTAIN/ WITHHELD	BROKER NON-VOTES
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1. Election of directors to serve as Class II Directors until the 1998 Meeting of Shareholders as follows:				
Don Conrad	106,289,836		1,175,253	
George Skestos	106,234,711		1,230,377	
Lewis Smoot, Jr.	106,369,689		1,095,399	
Frank Wobst	106,378,588		1,086,500	
2. Proposal to approve the Huntington Bancshares Inc. Incentive Compensation Plan	96,257,687	9,225,207	1,981,370	853
3. Ratification of Ernst & Young LLP to serve as independent auditors for the Corporation for the year 1995	106,069,434	668,804	748,494	8,355
4. Consideration/action upon a shareholder proposal	15,370,820	78,067,446	3,985,907	10,041,014

</TABLE>

Item 6. Exhibits and Reports on Form 8-K

(a) Exhibits

3. (i) Articles of Restatement of Charter, Articles of Amendment to Articles of Restatement of Charter, and Articles Supplementary -- previously filed as Exhibit 3(i) to Annual Report on Form 10-K for the year ended December 31, 1993, and incorporated herein by reference.

(ii) By Laws -- previously filed as Exhibit 3(b) to Annual Report on Form 10-K for the year ended December 31, 1987, and incorporated herein by reference.

4. Instruments defining the Rights of Security Holders:

Reference is made to Articles Fifth, Eighth and Tenth of Articles of Restatement of Charter, previously filed as Exhibit 3(i) of

Form 10-K for the year ended December 31, 1993, and incorporated herein by reference. Also, reference is made to Rights Plan, dated February 22, 1990, previously filed as Exhibit 1 to Registration Statement on Form 8-A, and incorporated herein by reference. Instruments defining the rights of holders of long-term debt will be furnished to the Securities and Exchange Commission upon request.

11. Computation of Earnings Per Share

27. (a) Financial Data Schedule
(b) Restated Financial Data Schedule

(b) Reports on Form 8-K

1. A report on Form 8-K, dated April 11, 1995, was filed under report item numbers 5 and 7, concerning Huntington's results of operations for the quarter ended March 31, 1995. A second report on Form 8-K , dated April 28, 1995, was filed under report item numbers 5 and 7, announcing Huntington's continuation of its common stock repurchase program.

SIGNATURES

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 thereunto duly authorized.

Huntington Bancshares Incorporated
(Registrant)

Date: August 14, 1995

/s/ Ralph K. Frasier
Ralph K. Frasier
General Counsel and Secretary

Date: August 14, 1995

/s/ John D. Van Fleet
John D. Van Fleet
Senior Vice President, Corporate Controller, and Principal Accounting Officer (Chief Accounting Officer)

EXHIBIT 11

<TABLE>
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Huntington Bancshares Incorporated
Computation of Earnings Per Share
For Periods Ended June 30, 1995, and 1994
(in thousands of dollars, except per share amounts)

	Three Months Ended June 30		Six Months Ended June 30	
	1995	1994	1995	1994
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Net Income	$58,161	$67,453	$113,023	$134,195
Effect of Convertible Debt	13	21	25	41
Fully Diluted Net Income	$58,174	$67,474	$113,048	$134,236
Average Common Shares Outstanding	139,996,550	136,439,751	140,093,756	136,386,328
Dilutive Effect of Stock Options	745,849	907,481	762,691	902,076
Average Common Shares and Common Share Equivalents -- Primary	140,742,399	137,347,232	140,856,447	137,288,404
Additional Dilutive Effect of Stock Options	135,659		118,817	
Dilutive Effect of Convertible Debt	94,823	154,593	94,836	154,593
Fully Diluted Shares	140,972,881	137,501,825	141,070,100	137,442,997
Net Income per Common Share Outstanding	$0.42	$0.49	$0.81	$0.98
Primary Earnings per Share	$0.41	$0.49	$0.80	$0.98
Fully Diluted Earnings per Share	$0.41	$0.49	$0.80	$0.98

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THE SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM HUNTINGTON
BANCSHARES INCORPORATED'S QUARTERLY REPORT ON FORM 10-Q FOR THE QUARTER ENDED
JUNE 30, 1995, AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL
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