

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

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

1. Name and Address of Reporting Person * <u>Kleinman Scott D</u> (Last) (First) (Middle) HUNTINGTON CENTER 41 S. HIGH STREET (Street) COLUMBUS OH 43287 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HUNTINGTON BANCSHARES INC /MD/ [HBAN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X Senior Exec. V.P.
	3. Date of Earliest Transaction (Month/Day/Year) 11/08/2022	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/08/2022		M		25,338	A	\$8.57	265,152.7	D	
Common Stock	11/08/2022		M		25,338	A	\$8.57	239,814.7	D	
Common Stock	11/08/2022		F		19,177	D	\$15.44	226,798.7	D	
Common Stock	11/08/2022		F		19,177	D	\$15.44	245,975.7	D	
Common Stock								306.75	I	By Issuer's Supplemental Stock Purchase and Tax Savings Plan ⁽¹⁾

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee/Director Stock Option (Right to Buy)	\$8.57	11/08/2022		M		25,338		05/01/2021	05/01/2030	Common Stock	25,338	\$0.0000	126,689	D	
Employee/Director Stock Option (Right to Buy)	\$8.57	11/08/2022		M		25,338		05/01/2021	05/01/2030	Common Stock	25,338	\$0.0000	101,351	D	
Employee/Director Stock Option (Right to Buy)	\$10.06							05/01/2017	05/01/2026	Common Stock	13,133		13,133	D	
Employee/Director Stock Option (Right to Buy)	\$10.89							05/01/2016	05/01/2025	Common Stock	8,054		8,054	D	
Employee/Director Stock Option (Right to Buy)	\$13.09							05/01/2018	05/01/2027	Common Stock	10,676		10,676	D	
Employee/Director Stock Option (Right to Buy)	\$13.77							05/01/2020	05/01/2029	Common Stock	29,450		29,450	D	
Employee/Director Stock Option (Right to Buy)	\$14.81							05/01/2019	05/01/2028	Common Stock	21,802		21,802	D	
Employee/Director Stock Option (Right to Buy)	\$16.08							03/26/2022	03/26/2031	Common Stock	101,010		101,010	D	

Explanation of Responses:

1. The filing of this statement shall not be construed as an admission that the undersigned is, for the purpose of Section 16 of the Securities and Exchange Act of 1934 or otherwise, the beneficial owner of the securities.

** Signature of Reporting Person

Date

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

* 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).

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

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