Huntington Bancshares Incorporated

The Huntington National Bank

Resolution Plan: Public Summary

December 31, 2015

Forward Looking Statements

This document contains certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements include certain plans, expectations, goals, projections, and statements, which are subject to numerous assumptions, risks, and uncertainties. Forward-looking statements may be identified by words such as expect, anticipate, believe, intend, estimate, plan, target, goal, or similar expressions, or future or conditional verbs such as will, may, might, should, would, could, or similar variations. Actual results may differ materially from those included in these statements due to a variety of factors, including regulatory or other considerations and approvals. Additional factors that could cause results to differ materially from those described above can be found in Huntington's 2014 Annual Report on Form 10-K, and documents subsequently filed by Huntington with the Securities and Exchange Commission. All forward-looking statements included in this document are based on information available at the time of the release. Huntington Bancshares Incorporated and its subsidiaries assume no obligation to update any forward-looking statement.

Where You Can Find More Information

Huntington Bancshares files annual, quarterly and current reports, proxy statements and other information with the Securities and Exchange Commission. These reports and other information may be inspected without charge at the public reference facilities maintained by the Securities and Exchange Commission at 100 F Street, NE, Washington, D.C., 20549. Securities and Exchange Commission filings are also available over the Internet on the Securities and Exchange Commission's website, www.sec.gov. Huntington Bancshares also maintains an Internet website at www.huntington.com, where the Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and current reports on Form 8-K are available free of charge, as soon as reasonably practicable after those reports are filed with or furnished to the SEC.

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Introduction

To promote financial stability, Section 165(d) of the Dodd-Frank Wall Street Reform and Consumer Protection Act ("Dodd-Frank Act") and its implementing regulations (the "DFA Rule")[1] require each bank holding company with total consolidated assets of $50 billion or more to periodically submit to the Board of Governors of the Federal Reserve System ("FRB") and the Federal Deposit Insurance Corporation ("FDIC" and together with the FRB, the "Agencies") a plan for its rapid and orderly resolution (a "165(d) Resolution Plan") in the event of material financial distress or failure. Huntington Bancshares Incorporated (the "Parent") is subject to the requirements of Section 165(d) of the Dodd-Frank Act and the DFA Rule and is required to submit a resolution plan to the Agencies[2]. The Parent has been approved to submit a "tailored" resolution plan to the Agencies.

In addition, the FDIC, for insured depository institutions ("IDI") with $50 billion or more in total assets, has adopted a separate rule ("IDI Rule" and together with the DFA Rule, the "Rules") requiring the periodic submission of a resolution plan ("IDI Resolution Plan" and together with the 165(d) Resolution Plan, the "Resolution Plans") to the FDIC. The IDI Rule requires a covered IDI to submit a resolution plan that should enable the FDIC, as receiver, to resolve the IDI in the event of its failure under Sections 11 and 13 of the Federal Deposit Insurance Act ("FDIA") (12 U.S.C. 1821 and 1823) in a manner that (1) ensures that depositors receive access to their insured deposits within one business day of the institution's failure (two business days if the failure occurs on a day other than Friday), (2) maximizes the net present value return from the sale or disposition of its assets, and (3) minimizes the amount of any loss to be realized by the institution's creditors. The Huntington National Bank ("HNB" or "the Bank") has more than $50 billion in total assets and is required to submit an IDI Resolution Plan under the IDI Rule.[3]

In the unlikely event of material financial distress or failure of either the Parent or its subsidiaries, including the Bank (collectively, "HBI"), HBI's Resolution Plans provide for the rapid and orderly resolution of HBI while ensuring that depositors have access to insured deposits within one business day, maximizing return from the sale or disposition of assets, and minimizing loss to creditors. The Resolution Plans include strategies involving receivership of HNB under the FDIA, and reorganization or liquidation of the Parent under the United States Bankruptcy Code (the "Bankruptcy Code"). The Resolution Plans provide a roadmap to resolve the Parent, the Bank, and other subsidiaries in an orderly fashion, and show that under these Resolution Plans there is no risk that the failure of HBI would have an adverse impact on the financial stability of the United States.

In accordance with the Rules and guidance provided by the FRB and the FDIC, the Resolution Plans assume a series of idiosyncratic material financial events that affect HNB under economic conditions consistent with either the baseline, adverse, or severely adverse scenarios published by the FRB on October 23, 2014. The Resolution Plans also make assumptions about the state of the markets and other market participants in accordance with supervisory guidance provided by the FDIC.[4]

Unless otherwise indicated, information in this Public Summary is provided as of December 31, 2014.

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[1] 12 CFR part 381 (FDIC); 12 CFR part 243 (FRB).
[2] Huntington Bancshares Incorporated is a "covered company" under the DFA Rule. A covered company is each non-bank financial holding company supervised by the FRB and each bank holding company with total consolidated assets of $50 billion or more.
[3] HNB is a covered insured depository institution (a "CIDI") under the IDI Rule. A CIDI is an IDI with $50 billion or more in total assets.
[4] FDIC's Guidance for Covered Insured Depository Institution Resolution Plan Submission, issued December 17, 2014.

HBI

HBI is a multi-state diversified regional bank holding company organized under Maryland law in 1966 and headquartered in Columbus, Ohio, with 11,873 average full-time equivalent employees. HNB, organized in 1866, provides full-service commercial, small business, consumer, and mortgage banking services, as well as automobile financing, equipment leasing, investment management, trust services, brokerage services, insurance programs, and other financial products and services. At December 31, 2014, the Bank had 14 private client group ("PCG") offices and 715 branches across Ohio, Michigan, Pennsylvania, Indiana, West Virginia, Kentucky, and Florida.

HBI operates its business through five reportable operating segments based on an internally-aligned segment leadership structure (as defined in its 2014 Annual Report): Retail and Business Banking, Commercial Banking, Automobile Finance and Commercial Real Estate, Regional Banking and The Huntington Private Client Group, and Home Lending. A sixth segment, Treasury / Other, includes technology and operations along with other unallocated assets, liabilities, revenue, and expense.

A. Material Entities

For purposes of the Resolution Plans, HBI has identified two “material entities” under the Rules.

A “material entity” under the DFA Rule is any subsidiary or foreign office of HBI that is significant to the activities of a critical operation or Core Business Line (“CBL”, as defined in Section B) of a covered company[5].

A “material entity” under the IDI Rule is a company that is significant to the activities of a critical service[6] or CBL of a CIDI[7]. The Resolution Plans address strategies that could be useful in ensuring the orderly resolution of each material entity in the event of material financial distress or failure. Each of the material entities under the Rules is described below.

Huntington Bancshares Incorporated

The Parent is the ultimate parent in HBI’s organizational structure. It is organized under Maryland law and is a publicly-traded company listed on the NASDAQ under the ticker symbol “HBAN.” The Parent is a financial holding company, a bank holding company under the Bank Holding Company Act, a “covered company” under the DFA Rule and a “material entity” under the IDI rule.

The Parent’s subsidiaries, which include one IDI, provide full-service commercial, small business, consumer, and mortgage banking services, as well as automobile financing, equipment leasing, investment management, trust services, brokerage services, insurance programs, and other financial products and services. The Parent itself does not directly engage in “critical operations” as defined by the DFA Rule or activities designated as CBLs under the Rules. HBI’s subsidiaries do not have significant operational dependency on the Parent. However, the Parent does provide its subsidiaries with capital and funding, which enables those subsidiaries to engage in providing HBI’s critical services and CBLs.

As of December 31, 2014, HBI’s assets were $66.3 billion with liabilities of $59.9 billion. The Parent’s assets on a stand-alone basis were $7.9 billion with liabilities of $1.5 billion. Investments in HNB of $6.1 billion represented the largest portion of the Parent’s assets. The Parent’s funding requirements consist primarily of dividends to shareholders, debt service, income taxes, operating expenses, funding of non-bank subsidiaries, repurchase of HBAN stock, and acquisitions. The Parent obtains funding to meet obligations from dividends and interest received from the Bank, interest and dividends received from non-bank subsidiaries, net taxes collected from subsidiaries included in the federal tax return, fees for services provided to subsidiaries, and the issuance of debt securities.

The FRB establishes capital requirements, including well-capitalized standards for consolidated financial holding companies. At December 31, 2014, HBI was well-capitalized under the FRB’s regulatory capital adequacy guidelines.

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[5] Under the DFA Rule, “critical operations” are those operations, including associated services, functions and support, the failure or discontinuance of which, in the view of the covered company or as jointly directed by the FRB and FDIC, would pose a threat to the financial stability of the United States. 12 CFR 381.2(g). It was determined by the Parent that it does not provide operations, services, or functions whose failure or discontinuance would pose a threat to the financial stability of the United States, and, therefore, the Resolution Plans do not address any critical operations issues.

[6] Under the IDI Rule, “critical services” means services and operations of the CIDI, such as servicing, information technology support and operations, human resources and personnel that are necessary to continue day-to-day operations of the CIDI.

[7] Under the IDI Rule, a “core business line” means those business lines of the covered insured depository institution (‘‘CIDI’’), including associated operations, services, functions and support, that, in the view of the CIDI, upon failure would result in a material loss of revenue, profit, or franchise value.

Huntington National Bank

HNB is a wholly-owned banking subsidiary of the Parent and is the only banking entity within HBI. HNB's assets represent 99.7% of HBI's consolidated assets and contribute the majority of HBI's consolidated revenue and net income. In addition to holding the majority of the assets, HNB provides all Critical Services (as defined by the IDI Rule), employs the majority of key personnel, owns key real estate and provides operational and financial support to the five core business lines described below.

HNB provides full-service commercial, small business, consumer, and mortgage banking services, as well as automobile financing, equipment leasing, investment management, trust services, and other financial products and services.

HNB's net income was $658 million in 2014, with revenue of $2,653 million. As of December 31, 2014, HNB's assets were approximately $66.1 billion with liabilities of approximately $59.6 billion. Loans and leases of $47.0 billion represent the largest portion of HNB's assets. HNB's primary source of funding is retail and commercial core deposits. To the extent HNB is unable to obtain sufficient liquidity through core deposits; it may meet its funding needs through non-core deposits, Federal Home Loan Bank ("FHLB") advances, wholesale debt instruments, and asset securitization or sale.

The Office of the Comptroller of the Currency (the "OCC") establishes capital requirements for IDIs, including HNB. At December 31, 2014, HNB was well-capitalized under the OCC's regulatory capital adequacy guidelines.

Further financial detail is disclosed on the Federal Financial Institutions Examination Council ("FFIEC") Form 031 (the "Call Report") as filed with the FDIC, which is available on the FDIC's website at www.fdic.gov.

B. Description of Core Business Lines

For purposes of the Rules, “core business lines” are those business lines of the covered company, including associated operations, services, functions and support that, upon failure, would result in a material loss of revenue, profit, or franchise value. HBI has identified five CBLs under the Rules. The five CBLs are described below.

Retail and Business Banking

Retail and Business Banking provides products and services to consumer and small business customers primarily through a network of branches in Ohio, Michigan, Pennsylvania, Indiana, West Virginia, and Kentucky. The products and services provided by Retail and Business Banking include but are not limited to checking accounts, savings accounts, money market accounts, certificates of deposit, consumer loans, and small business loans to companies with annual revenues under $20 million.

Commercial Banking

Commercial Banking provides products and services to the middle market, large corporate, and government public sector customers primarily located within HNB’s six-state geographic footprint. The Commercial Banking segment is divided into seven business units: middle market, large corporate, specialty banking, asset finance, capital markets, treasury management, and insurance.

Automobile Finance and Commercial Real Estate

Automobile Finance and Commercial Real Estate (“Auto and CRE”) provides lending and other banking products and services to customers outside of the Retail and Business Banking and Commercial Banking CBLs. Products and services include providing financing for the purchase of vehicles by customers at franchised automotive dealerships, financing the acquisition of a new and used vehicle inventory by franchised automotive dealerships, and financing for land, buildings, and other commercial real estate owned or constructed by real estate developers, automobile dealerships, or other customers with real estate project financing needs.

Regional Banking and the Huntington Private Client Group

Regional Banking and the Huntington Private Client Group (“RBHPCG”) offers products and services encompassing banking trusts, investments, and retirement planning in HNB’s six-state geographic footprint. RBHPCG is organized into units consisting of the Huntington Private Bank, the Huntington Trust, the Huntington Investment Company, Huntington Community Development, Huntington Asset Advisors, and Huntington Asset Services. The private banking, trust, investment and community development functions focus their efforts in HNB’s geographic footprint and Florida, while the proprietary funds and Exchange Traded Funds, fund administration, custody and settlement functions target a national client base.

Home Lending

Home Lending originates and services consumer loans and mortgages for customers who are generally located in HNB’s six-state geographic footprint. Consumer and mortgage lending products are primarily distributed through the Retail and Business Banking CBL, as well as through commissioned loan originators. Home Lending earns interest on loans held in the warehouse and portfolio, earns fee income from the origination and servicing of mortgage loans, and recognizes gains or losses from the sale of mortgage loans.

C. Summary Financial Information

The balance sheets of HBI and HNB are presented below, as of December 31, 2014. The information regarding HNB is based on HNB's Consolidated Report of Condition and Income on FFIEC Form 031 for the year ended December 31, 2014, which is filed with the FDIC and available at www.fdic.gov.

Exhibit C.1 Consolidated Balance Sheets as of December 31, 2014

(dollar amounts in millions)	Huntington Bancshares Incorporated	Huntington National Bank
Assets		
Cash and due from banks	$ 1,221	$ 1,207
Interest-bearing deposits in banks	65	493
Loans held for sale	416	416
Available-for-sale and other securities	9,385	9,025
Held-to-maturity securities	3,380	3,380
Loans and leases	47,656	47,633
Allowance for loan and lease losses	(605)	(603)
Net loans and leases	47,051	47,030
Premises and equipment	616	612
Goodwill	523	467
Other intangible assets	75	244
Accrued income and other assets	3,566	3,237
Total assets	**$ 66,298**	**$ 66,111**
Liabilities and Shareholders' Equity		
Deposits	$ 51,732	$ 52,115
Short-term borrowings	2,397	3,221
Long-term debt	4,336	2,752
Accrued expenses and other liabilities	1,505	1,567
Total liabilities	59,970	59,654
Total shareholders' equity	6,328	6,457
Total liabilities and equity	**$ 66,298**	**$ 66,111**

Capital

Both regulatory capital and shareholder's equity are managed at HBI and HNB. HBI has an active program for managing capital and maintaining a comprehensive process for assessing overall capital adequacy. Capital is generated primarily through the retention of earnings, net of dividends. Other potential sources of capital include issuance of common and preferred stock. The primary objectives are to maintain capital at an amount commensurate with HBI and HNB's risk profile and risk tolerance objectives, to meet both regulatory and market expectations, and to provide flexibility needed for future growth and the execution of its strategies.

Beginning in the 2015 first quarter, HBI became subject to the Basel III capital requirements including the standardized approach for calculating risk-weighted assets in accordance with subpart D of the final capital rule. The Basel III capital requirements emphasize common equity tier 1 capital, the most loss-absorbing form of capital, and implement strict eligibility criteria for regulatory capital instruments. Common equity tier 1 capital primarily includes common shareholders' equity less certain deductions for goodwill and other intangibles net of related taxes, Mortgage Servicing Rights ("MSRs") net of related taxes that arise from tax loss and credit carryforwards. Tier 1 capital is primarily comprised of common equity tier 1 capital, perpetual preferred stock and certain qualifying capital instruments (TRUPS) that are subject to phase-out from tier 1 capital. Tier 2 capital primarily includes qualifying subordinated debt and qualifying allowance for loan and lease losses. The implementation of the Basel III capital requirements is transitional and phases-in through the end of 2018.

Regulatory Capital

The following table presents certain regulatory capital data for both HBI and HNB.

Exhibit C.2 Capital Adequacy as of December 31, 2014

(dollar amounts in millions)	Huntington Bancshares Incorporated	Huntington National Bank	Well-capitalized minimums
Regulatory Capital:			
Tier 1 risk-based capital	$ 6,266	$ 6,136	
Tier 2 risk-based capital	1,122	820	
Total risk-based capital	$ 7,388	$ 6,956	
Assets:			
Total risk-weighted assets	$ 54,479	$ 54,387	
Ratios:			
Tier 1 leverage ratio	9.74%	9.56%	5.00%
Tier 1 risk-based capital ratio	11.50%	11.28%	6.00%
Total risk-based capital ratio	13.56%	12.79%	10.00%

Capital Planning

The FRB administers the annual Comprehensive Capital Analysis and Review ("CCAR"), an assessment of the capital adequacy of bank holding companies with consolidated assets of $50 billion or more and of the practices used by covered banks to assess capital needs. Under CCAR, the FRB makes a qualitative assessment of capital adequacy on a forward-looking basis and reviews the strength of a bank holding company's capital adequacy process. The FRB also makes a quantitative assessment of capital based on supervisory-run stress tests that assess the ability to maintain capital levels above each minimum regulatory capital ratio and above a tier 1 common ratio of 5% and common equity tier 1 ratio of 4.5%, after making all capital actions included in a bank holding company's capital plan, under baseline and stressful conditions throughout a nine-quarter planning horizon.

Capital plans for 2015 were required to be submitted by January 5, 2015. On March 11, 2015, HBI announced that the FRB did not object to HBI's proposed capital actions included in its capital plan.

Liquidity and Sources of Funding

The overall objective of liquidity risk management is to ensure that HBI can obtain cost-effective funding to meet current and future obligations, and can maintain sufficient levels of on-hand liquidity, under both normal business-as-usual ("BAU") and unanticipated stressed circumstances. To meet this objective, the Asset/Liability Management Committee ("ALCO") was appointed by the Risk Oversight Committee ("ROC") to oversee liquidity risk management and the establishment of liquidity risk policies and limits. Contingency funding plans are in place which measure forecasted sources and use of funds under various scenarios to prepare for unexpected liquidity shortages. Liquidity risk is reviewed monthly for HBI and the Parent. In addition, liquidity working groups meet regularly to identify and monitor liquidity positions, provide policy guidance, review funding strategies, and oversee the adherence to, and maintenance of, contingency funding plans.

Primary source of funding for HBI is retail and commercial core deposits. As of December 31, 2014, these core deposits funded 73% of total assets (102% of total loans). At December 31, 2014, total core deposits represented 94% of total deposits.

Core deposits may increase the need for liquidity as certificates of deposit mature or are withdrawn before maturity and as non-maturity deposits, such as checking and savings account balances, are withdrawn. To the extent sufficient liquidity is not raised through core deposits, liquidity needs may be met through other sources, asset securitization, or asset sale. Other sources include non-core deposits, FHLB advances, and other wholesale debt instruments.

Exhibit C.3 reflects funding composition detail for the prior two years:

Exhibit C.3 Funding Composition as of December 31,

(dollar amounts in millions)	**2014**	**2013**
Deposits:		
Demand deposits - noninterest bearing	$ 15,393	$ 13,650
Demand deposits - interest bearing	6,248	5,880
Money market deposits	18,986	17,213
Savings and other domestic deposits	5,048	4,871
Core certificates of deposit	2,936	3,723
Total core deposits	48,611	45,337
Other domestic time deposits of $250,000 or more	198	274
Brokered time deposits and negotiable CDs	2,522	1,580
Deposits in foreign offices	401	316
Total deposits	51,732	47,507
Short-term borrowings	2,397	2,352
Long-term debt	4,336	2,458
Total interest-bearing liabilities	58,465	52,317
All other liabilities	1,505	1,060
Shareholders' equity	6,328	6,090
Total liabilities and shareholders' equity	**$ 66,298**	**$ 59,467**

Parent Company Liquidity

The Parent's funding requirements consist primarily of dividends to shareholders, debt service, income taxes, operating expenses, funding for non-bank subsidiaries, stock repurchases, and acquisitions. The Parent obtains funding to meet obligations from dividends and interest received from the Bank, interest and dividends received from direct subsidiaries, net taxes collected from subsidiaries included in the federal consolidated tax return, fees for services provided to subsidiaries, and the issuance of debt securities.

D. Description of Derivatives and Hedging Activities

HBI uses derivative financial instruments to manage exposure to market risk and assist customers with their risk management objectives. Derivative financial instruments are recorded on the balance sheet as either an asset or a liability and measured at fair value. On the date a derivative contract is entered into, HBI designates it as either a qualifying hedge of the fair value (fair value hedge) of a recognized asset or liability, qualifying hedge of the variability of cash flows (cash flow hedge) to be received or paid related to a recognized asset or liability, or a non-qualifying (economic) hedge.

HBI uses a variety of derivative financial instruments, principally interest rate swaps, caps, floors, and collars in asset and liability management activities to protect against the risk of adverse price or interest rate movements. These instruments provide flexibility in adjusting HBI's sensitivity to changes in interest rates without exposure to loss of principal and higher funding requirements. Asset and liability management activity is arranged to receive hedge accounting treatment and is classified as either fair value or cash flow hedges. Fair value hedges are used to convert subordinated and other long-term debt from fixed-rate obligations to floating rate. Cash flow hedges are used to convert floating rate loans made to customers into fixed rate loans.

Exhibit D.1 presents the gross notional values of derivatives used in HBI's asset and liability management activities at December 31, 2014, identified by the underlying interest rate-sensitive instruments.

Exhibit D.1 Asset and Liability Derivatives (as of December 31, 2014)

(dollar amounts in millions)	Fair Value Hedges	Cash Flow Hedges	Total
Instruments associated with:			
Loans	$ ---	$ 9,300	$ 9,300
Deposits	69	---	69
Subordinated notes	475	---	475
Long-term debt	2,285	---	2,285
Total notional value	**$ 2,829**	**$ 9,300**	**$ 12,129**

HBI also uses derivatives, principally loan sale commitments, in hedging mortgage origination activity. HBI's mortgage origination hedging activity is related to the hedging of the mortgage pricing commitments to customers and the secondary sale to third parties. The value of a newly-originated mortgage is not firm until the interest rate is committed or locked. The interest rate lock commitments are derivative positions, which are offset by forward commitments to sell loans. HBI uses two types of mortgage-backed securities in its forward commitment to sell loans. The first type of forward commitment is a To Be Announced ("TBA"), the second is a Specified Pool ("SP") mortgage-backed security. HBI uses these derivatives to hedge the value of mortgage-backed securities until they are sold. HBI also uses certain derivative financial instruments to offset changes in the value of MSRs. These derivatives consist primarily of forward interest rate agreements and forward mortgage contracts. None of these derivatives are designated as hedges.

Exhibit D.2 summarizes the derivative assets and liabilities used in mortgage banking activities.

Exhibit D.2 Mortgage Banking Derivatives (as of December 31, 2014)

(dollar amounts in thousands)	**2014**
Derivative assets:	
Interest rate lock agreements	$ 4,064
Forward trades and options	35
Total derivative assets	$ 4,099
Derivative liabilities:	
Interest rate lock agreements	$ (259)
Forward trades and options	(3,760)
Total derivative liabilities	$ (4,019)
Net derivative assets (liability)	**$ 80**

HBI offers various derivative financial instruments to enable customers to meet their risk management objectives. Derivative financial instruments offered to customers consist of commodity, foreign exchange, and interest rate contracts. The commodity and foreign exchange derivative contracts grant the option holder the right to buy or sell an underlying financial instrument for a predetermined price before the contract expires. HBI may enter into offsetting third-party contracts with approved, reputable counterparties with substantially matching terms and currencies in order to economically hedge significant exposure related to derivatives.

The interest rate risk of customer derivatives is mitigated by entering into similar derivatives having offsetting terms with other counterparties. The credit risk to these customers is evaluated and included in the calculation of fair value. Foreign currency derivatives help the customer hedge risk and reduce exposure to fluctuations in exchange rates. Transactions are primarily in liquid currencies with Canadian dollars ("CAD") and Euros ("EUR") comprising a majority of all transactions.

E. Memberships in Material Payment, Clearing and Settlement Systems

HBI, through HNB, participates in payment, clearing, and settlement systems. Examples of these systems are listed below with the type of system represented.

Exhibit E.1 Material Payment, Clearing, and Settlement Systems

No.	Financial Market Utility Name	Domestic or International	Description
1	The Chicago Mercantile Exchange ("CME")	Domestic	CME provides clearing and settlement services for futures, options, and over-the-counter derivatives products. These clearing and settlement services are provided by the CME Clearing division of CME's subsidiary, Chicago Mercantile Exchange Inc.
2	Clearing House Payments Company [Small Value Payments Company ("SVPCO")]	Domestic	SVPCO is the check image exchange business of The Clearing House, providing check imaging and related services to financial institutions of all sizes. HNB uses SVPCO to distribute checks to other SVPCO members, including through an Image Payments Network that allows financial institutions to exchange images and share best practices.
3	Depository Trust and Clearing Corporation	Domestic	Depository Trust and Clearing Corporation ("DTCC") is a central securities depository providing depository and book-entry services for eligible securities and other financial assets to its participants, which are principally banks and broker-dealers. HNB uses two DTCC subsidiaries, the Depository Trust Company ("DTC") and the National Securities Clearing Corporation ("NSCC"). DTC processes the movement of securities for trades that are cleared and settled in the Continuous Net Settlement ("CNS") system, operated by the NSCC. The NSCC provides clearing, settlement, risk management, central counterparty services and a guarantee of completion for certain transactions for broker-to-broker trades involving equities, corporate and municipal debt, American depositary receipts, exchange-traded funds, and unit investment trusts.
4	FedACH Services	Domestic	FedACH is an electronic payment system providing ACH services that is owned and operated by the FRB. The ACH system exchanges batched debit and credit payments among business, consumer and government accounts. The system processes pre-authorized recurring and non-recurring payments.
5	Federal Reserve Check Clearing	Domestic	FRB plays a material role as the intermediary institution involved with the clearing and settlement of interbank payments. The Fed Clearing network processes checks drawn on banks that are not members of a local or private sector clearinghouse.

No.	Financial Market Utility Name	Domestic or International	Description
6	Fedwire Funds Service	Domestic	Fedwire Funds is a wire transfer service provider that is owned and operated by the FRB. Fedwire is a real-time gross settlement system. Payments are continuously settled on an individual, order-by-order basis without netting.
7	Fedwire Securities Settlement	Domestic	Fedwire Securities is a national securities book-entry system that is owned and operated by the FRB. Fedwire Securities conducts real-time transfers of securities and related funds, on an individual and gross basis. Fedwire Securities conducts issuance, transfer and settlement for all marketable Treasury securities for many federal government agency and government-sponsored enterprise securities and for certain international organizations' securities.
8	MasterCard	Domestic	MasterCard is a global payments technology company that connects consumers, businesses, banks and governments, enabling them to use electronic payments instead of cash and checks.
9	Society for Worldwide Interbank Financial Telecommunications (SWIFT)	International	SWIFT provides a network that enables financial institutions worldwide to send and receive information about financial transactions in a secure, standardized and reliable environment. SWIFT also sells software and services to financial institutions, much of it for use on the SWIFTNet Network, and ISO 9362.

F. Description of Foreign Operations

HBI has limited foreign activities, which include a limited purpose foreign branch in the Cayman Islands that accepts deposits from existing HNB customers. HBI also operates a limited purpose office in Hong Kong to process commercial letters of credit on behalf of customers who are importing from Asian vendors.

G. Material Supervisory Authorities

The Parent and HNB are subject to various laws and regulations and the supervision and examination by several material supervisory authorities.

HBI is subject to supervision and examination by the FRB by virtue of its status as a registered bank holding company under the Bank Holding Company Act and its election to be treated as a financial holding company under the Gramm-Leach-Bliley Act. HBI is also subject to supervision by the Securities and Exchange Commission ("SEC") and the Financial Industry Regulatory Authority ("FINRA") for securities broker-dealer activities and the SEC for swaps and other derivatives activities.

HNB, as a national bank, is primarily supervised and examined by the OCC, and with respect to deposit insurance coverage and related matters, by the FDIC. HNB's limited purpose offices located in foreign countries are also regulated by the relevant supervisory authorities in the host country. The Consumer Financial Protection Bureau ("CFPB") has primary supervisory and examination authority for consumer financial products and services.

H. Principal Officers

Exhibit H.1 identifies the Executive Officers of either the Parent or HNB

Exhibit H.1 Executive Officers (as of November 30, 2015)

Name	Title
Stephen D. Steinour	Chairman, President and Chief Executive Officer
Howell D. McCullough III	Chief Financial Officer
David S. Anderson	Principal Accounting Officer and Corporate Controller
Helga S. Houston	Chief Risk Officer
Richard A. Cheap	General Counsel
Barbara H. Benham	Director of Corporate Communications
Daniel J. Neumeyer	Chief Credit Officer
Mark E. Thompson	Corporate Operations Director
Rajeev I. Syal	Chief Human Resources Officer
Mary W. Navarro	Retail and Business Banking Director
Richard Remiker	Commercial Banking Director
Nicholas G. Stanutz	Director of Auto Finance and CRE
James E. Dunlap	Regional Banking and Private Client Group Director
Paul G. Heller	Chief Technology and Operations Officer

I. Resolution Planning Corporate Governance Structure and Processes

HBI has developed a robust and comprehensive governance framework to support its resolution planning obligations under the Rules. This framework is governed by the Resolution Planning Policy, adopted by the Board of Directors, which outlines the roles, responsibilities, and objectives related to HBI's resolution planning activities.

Resolution planning at HBI is coordinated by the Resolution Planning Committee ("RPC"). The RPC, led by a senior officer in the Chief Risk Officer ("CRO") organization, provides oversight of the development, implementation, and submission of the Plans. The RPC currently consists of the following individuals:

- Corporate Treasurer
- General Counsel
- Capital Planning Director
- Financial Planning and Analysis Director
- Enterprise Risk Management Director
- Mergers and Acquisitions Director
- Regulatory Liaison
- Senior Risk Manager
- Audit Group Manager

To support sustainability of its resolution planning, significant resources and effort have been dedicated to resolution planning responsibilities. This effort is year-round and incorporates resolution planning into the BAU process at HBI. Corporate Finance and Corporate Risk Management are the principal functions responsible for the resolution planning process and completion of the Plans. The bifurcated structure reflects HBI's decision to vest ownership with personnel that have the requisite experience and technical expertise to understand and build the core framework and processes to help ensure Resolution Plan expectations are achieved.

The Resolution Plans have been approved, respectively for each of the companies, by the Board of Directors.

J. Description of Material Management Information Systems

HBI utilizes comprehensive Management Information Systems (“MIS”) to provide business units with access to timely, accurate management information in the areas of risk management, accounting, finance, operations, and regulatory reporting.

MIS at HBI generally takes the form of purchased and internally-developed platform and mainframe technologies and user interfaces, along with interface applications used to collect, maintain and report internally to management and externally for regulatory compliance. MIS are also used by business and operational areas to perform necessary functions, provide relevant analytics, receive standard reporting, and create ad hoc reporting necessary to manage their business and operations. MIS capabilities are enabled through a centralized data warehouse and comprehensive systems of record used to aggregate and manage operations. HBI’s key MIS generate numerous reports used during normal business to monitor the financial health, risks, and operations of the Bank.

HBI has policies and governance processes in place to ensure that technology infrastructure and computing systems are consistently planned, implemented, secured, supported, and managed. These processes enable the technology organization to meet the demands of the Bank through continued confidentiality, integrity, and availability to allow for capacity planning, business continuity and metrics management.

K. High-Level Description of Resolution Strategies

As required by the Rules, the Parent and HNB have developed strategies for resolution in the unlikely and hypothetical event of failure. In conformance with the Rules, and guidance provided by the FRB and the FDIC, the strategies assume a hypothetical material event that specifically and singularly affects the Parent and HNB (i.e., an idiosyncratic event) under economic conditions consistent with either the baseline, adverse or severely adverse scenarios. The strategies further assume that the Parent and HNB have not taken steps to enhance their capital or liquidity positions. The resolution strategies identify a range of sale and disposition options for the Parent, HNB and other assets of HBI.

The Parent

Upon failure, the Parent would be most efficiently resolved under Chapter 11 of the Bankruptcy Code ("Chapter 11"). In Chapter 11, the Parent would become debtor-in-possession and its present Board of Directors and management would remain in place to control the entity's day-to-day business, subject to bankruptcy court oversight, and manage it to maximize the value of the estate to creditors. Any residual value or assets remaining with respect to the resolution of HNB after payment of resolution expenses, creditors and other senior claims become part of the Parent's bankruptcy estate.

The Plans contemplate that there will likely be no set of businesses around which to reorganize as a long-term "going concern." As such, the Parent would liquidate by selling or otherwise disposing of any remaining assets. Proceeds would then be distributed to creditors pursuant to the priorities set forth in the Bankruptcy Code. Once liquidation is complete, the Parent's existence would be terminated.

Huntington National Bank

In all of the strategies considered, HNB would be subject to the FDIC receivership process under the FDIA. The resolution strategy for HNB contemplates a range of resolution options for FDIC consideration. The options identified are intended to ensure that depositors receive access to their insured deposits within one business day of the institution's failure (two business days if the failure occurs on a day other than Friday), maximize the net present value return from the sale or disposition of its assets, and minimize the amount of any loss to be realized by the institution's creditors. Resolution options contemplated for HNB consider the transition of HNB in whole to another owner, the separation and sale of HNB's deposit franchise, CBLs, or major business lines to multiple acquirers and the recapitalization of a portion of HNB through an initial public offering ("IPO") of securities, or the liquidation of HNB.

Resolution options contemplated for HNB include:

Whole Bank Sale: The FDIC, acting as receiver, would negotiate a sale of HNB in its entirety with a third-party buyer through a purchase and assumption transaction on the Friday evening of resolution weekend. Based on the manageable size of the Bank, and the integrated nature of its business and regional concentration, HNB believes this strategy maximizes value to the receivership, will incur no cost to the deposit insurance fund, ensures access to insured deposits within one business day and limits the potential for contagion to affect the financial stability of the U.S.

Multiple Acquirer Strategy: The FDIC creates a new, nationally chartered "bridge bank" and transfers the assets and liabilities, including insured and uninsured deposits, from the HNB receivership to the bridge bank. The bridge bank is managed to maximize value during a stabilization period and eventually transferred to a new holding company under a simple legal entity structure, the capital stock of which is ultimately sold in an IPO and possibly one or more secondary offerings.

Liquidation Strategy: HNB enters FDIC receivership and all of its banking activities cease. The FDIC transfers insured deposits to a temporary, FDIC-created deposit insurance national bank and begins the process of liquidating HNB's assets at a rapid and highly discounted rate.

L. Conclusion

The Resolution Plans provide for the resolution of the Parent and HNB in a rapid and orderly way, without the need for any government or taxpayer support. HBI employs a traditional banking model with nearly all of the financial and operational activities within HNB. This traditional model and the interconnections that exist between Material Entities would be readily addressed in the event of a failure. The resolution options presented in the Resolution Plans are designed to ensure the depositors have access to insured deposits within one business day, the value from the sale or disposition of assets is maximized, and the loss to creditors is minimized. Further, key components of HNB's business would be able to continue their operations during the period immediately following failure, minimizing overall customer impact. HBI believes it has developed effective and feasible plans for resolution.