

WACHTELL, LIPTON, ROSEN & KATZ

MARTIN LIPTON
HERBERT M. WACHTELL
THEODORE N. MIRVIS
EDWARD D. HERLIHY
DANIEL A. NEFF
ANDREW R. BROWNSTEIN
MARC WOLINSKY
STEVEN A. ROSENBLUM
JOHN F. SAVARESE
SCOTT K. CHARLES
JODI J. SCHWARTZ
ADAM O. EMMERICH
RALPH M. LEVENE
RICHARD G. MASON
DAVID M. SILK
ROBIN PANOVKA
DAVID A. KATZ
ILENE KNABLE GOTTS
JEFFREY M. WINTNER
TREVOR S. NORWITZ
BEN M. GERMANA
ANDREW J. NUSSBAUM
RACHELLE SILVERBERG

STEVEN A. COHEN
DEBORAH L. PAUL
DAVID C. KARP
RICHARD K. KIM
JOSHUA R. CAMMAKER
MARK GORDON
JEANNEMARIE O'BRIEN
WAYNE M. CARLIN
STEPHEN R. DIPRIMA
NICHOLAS G. DEMMO
IGOR KIRMAN
JONATHAN M. MOSES
T. EIKO STANGE
JOHN F. LYNCH
WILLIAM SAVITT
ERIC M. ROSOF
GREGORY E. OSTLING
DAVID B. ANDERS
ANDREA K. WAHLQUIST
ADAM J. SHAPIRO
NELSON O. FITTS
JOSHUA M. HOLMES
DAVID E. SHAPIRO

51 WEST 52ND STREET
NEW YORK, N.Y. 10019-6150
TELEPHONE: (212) 403-1000
FACSIMILE: (212) 403-2000

GEORGE A. KATZ (1965-1989)
JAMES H. FOGELSON (1967-1991)
LEONARD M. ROSEN (1965-2014)

OF COUNSEL

MARTIN J.E. ARMS
MICHAEL H. BYOWITZ
KENNETH B. FORREST
SELWYN B. GOLDBERG
PETER C. HEIN
MEYER G. KOPLOW
JOSEPH D. LARSON
LAWRENCE S. MAKOW
DOUGLAS K. MAYER
PHILIP MINDLIN
DAVID S. NEILL
HAROLD S. NOVIKOFF
LAWRENCE B. PEDOWITZ

ERIC S. ROBINSON
PATRICIA A. ROBINSON*
ERIC M. ROTH
PAUL K. ROWE
DAVID A. SCHWARTZ
MICHAEL J. SEGAL
ELLIOTT V. STEIN
WARREN R. STERN
LEO E. STRINE, JR.**
PAUL VIZCARRONDO, JR.
PATRICIA A. VLAHAKIS
AMY R. WOLF

DAMIAN G. DIDDEN
IAN BOCZKO
MATTHEW M. GUEST
DAVID E. KAHAN
DAVID K. LAM
BENJAMIN M. ROTH
JOSHUA A. FELTMAN
ELAINE P. GOLIN
EMIL A. KLEINHAUS
KARESSA L. CAIN
RONALD C. CHEN
GORDON S. MOODIE
DONGJU SONG
BRADLEY R. WILSON
GRAHAM W. MELI
GREGORY E. PESSIN
CARRIE M. REILLY
MARK F. VEBLEN
SARAH K. EDDY
VICTOR GOLDFELD
BRANDON C. PRICE
KEVIN S. SCHWARTZ
MICHAEL S. BENN

SABASTIAN V. NILES
ALISON ZIESKE PREISS
TIJANA J. DVORNIC
JENNA E. LEVINE
RYAN A. McLEOD
ANITHA REDDY
JOHN L. ROBINSON
JOHN R. SOBOLEWSKI
STEVEN WINTER
EMILY D. JOHNSON
JACOB A. KLING
RAAJ S. NARAYAN
VIKTOR SAPEZHNIKOV
MICHAEL J. SCHOBEL
ELINA TETELBAUM
ERICA E. BONNETT
LAUREN M. KOFKE
ZACHARY S. PODOLSKY
RACHEL B. REISBERG
MARK A. STAGLIANO
CYNTHIA FERNANDEZ
LUMERMANN
CHRISTINA C. MA

* ADMITTED IN THE DISTRICT OF COLUMBIA
** ADMITTED IN DELAWARE

COUNSEL

DAVID M. ADLERSTEIN
SUMITA AHUJA
AMANDA K. ALLEXON
LOUIS J. BARASH
OLIVER J. BOARD
FRANCO CASTELLI
ANDREW J.H. CHEUNG
PAMELA EHRENKRANZ
KATHRYN GETTLES-ATWA

ADAM M. GOGOLAK
NANCY B. GREENBAUM
MARK A. KOENIG
J. AUSTIN LYONS
ALICIA C. McCARTHY
NEIL M. SNYDER
S. CHRISTOPHER SZCZERBAN
JEFFREY A. WATIKER

DIRECT DIAL: (212) 403-1354
DIRECT FAX: (212) 403-2354
E-MAIL: RKIM@WLRK.COM

January 11, 2021

VIA E-Apps

R. Ryan Schilling
Banking Supervisor
Applications & Enforcement
Federal Reserve Bank of Cleveland
150 East Fourth Street
Cincinnati, Ohio 45202

Re: Application to the Federal Reserve by Huntington Bancshares Incorporated to Acquire TCF Financial Corporation

Dear Mr. Schilling:

Enclosed is an application by Huntington Bancshares Incorporated (“Huntington”), Columbus, Ohio, requesting approval of the Board of Governors of the Federal Reserve System (the “Federal Reserve”) to acquire by merger TCF Financial Corporation (“TCF”), Detroit, Michigan, with Huntington as the surviving entity, pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act (the “Application”). The Application also includes a Public Exhibits Volume, a Confidential Exhibits Volume, a Public Memorandum on Competitive Considerations and Statistical Annex Volume and a Confidential Memorandum on Competitive Considerations and Statistical Annex Volume.

R. Ryan Schilling
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Request for Confidential Treatment

Confidential treatment is respectfully requested under the federal Freedom of Information Act, 5 U.S.C. § 552, and the Federal Reserve's implementing regulations, for the information contained in the Confidential Exhibits Volume, as well as the Confidential Memorandum on Competitive Considerations and Statistical Annex Volume to the Application (the "Confidential Materials"). The Confidential Materials include, for example, information regarding the business strategies and plans and pro forma financial information of Huntington, The Huntington National Bank ("Huntington Bank"), TCF and TCF National Bank ("TCF Bank"), and information regarding other matters of a similar nature. This information is not the type of information that would otherwise be made available to the public under any circumstances. All such information, if made public, could result in substantial and irreparable harm to Huntington, Huntington Bank, TCF and TCF Bank. Certain information in the Confidential Materials also includes confidential supervisory information, which is protected from disclosure. In addition, the Confidential Materials include certain personal financial and other information with respect to private individuals, the public disclosure of which would constitute a clearly unwarranted invasion of personal privacy. In addition, potential investors could be influenced or misled by such information, which is not reported in any documents filed or to be filed in accordance with the disclosure requirements of applicable securities laws, as a result of which Huntington and TCF could be exposed to potential inadvertent violations of law or exposure to legal claims. Accordingly, confidential treatment is respectfully requested with respect to the Confidential Materials under 5 U.S.C. §§ 552(b)(4), (b)(6) and (b)(8) and the Federal Reserve's implementing regulations. Please contact me (212/403-1354) or Jeffrey A. Watiker (212/403-1330) if this request for confidentiality cannot be honored for any reason, to allow Huntington, Huntington Bank, TCF and/or TCF Bank to take appropriate steps to protect such information from disclosure.

If you have any questions about this submission or confidential treatment request, please feel free to contact me.

Sincerely,



Richard K. Kim

Enclosures

cc: David Reilly, Office of the Comptroller of the Currency
Helga S. Houston, Huntington Bancshares Incorporated
Jana J. Litsey, Huntington Bancshares Incorporated
Lawrence K. Nesbitt, Huntington Bancshares Incorporated