

FEDERAL RESERVE BANK *of* CLEVELAND

R. Ryan Schilling
Banking Supervisor
Supervision and Regulation Department

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February 19, 2021

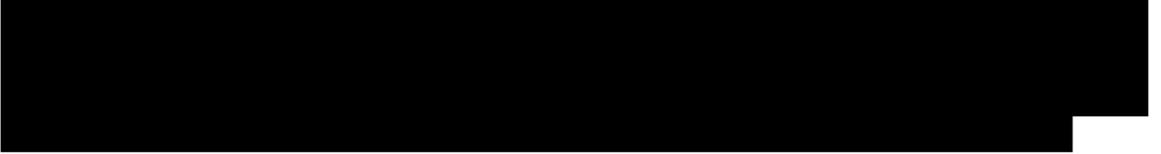
Mr. Jeffrey Watiker **VIA FR SECURED EMAIL**
Counsel
Wachtell, Lipton, Rosen & Katz
51 West 52nd Street
New York, New York 10019

CONFIDENTIAL

Dear Mr. Watiker:

The following relates to the application filed by Huntington Bancshares Incorporated, Columbus, Ohio (“Huntington”), to acquire TCF Financial Corporation, Detroit, Michigan (“TCF”), pursuant to sections 3(a)(3) and (3)(a)(5) of the Bank Holding Company Act of 1956, as amended. Please provide a complete and detailed response to the following additional information items, including those that refer to the pro forma financial information, dated as of September 30, 2020, found in confidential exhibit D dated January 11, 2021 (“Exhibit D”).

To the extent the information requested below is not yet available, provide a date by which the requested information is expected to be made available to the Board of Governors of the Federal Reserve System (“Board”).

1. 
2. 
3. Provide updated pro forma financial statements, capital ratios, and asset quality information, as of December 31, 2020 
4. Provide Huntington’s current strategic/business plan.

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Provide your response via **E-Apps**. Please attend to items number 1 and 2 as soon as possible. The remaining items may be submitted via E-Apps within eight business days to Tani Wolfe, Senior Examiner/Applications Analyst at the Federal Reserve Bank of Cleveland. Any information for which confidential treatment is desired should be so labeled and separately bound in accordance with section 261.17 of the Board's Rules Regarding Availability of Information. Please also send a copy of your response to the Office of the Comptroller of the Currency and the Department of Justice, Antitrust Division. If you have any questions regarding this matter, please contact Tani Wolfe (216-5792179) of the Reserve Bank, Vivian Joel (202-912-4313) of the Board's Division of Supervision and Regulation, or Nate Balk (202-872-7517) of the Board's Legal Division.

Sincerely,

A handwritten signature in black ink, appearing to read "R. Ryan Schilling". The signature is fluid and cursive, with the first name "R. Ryan" and the last name "Schilling" clearly distinguishable.

R. Ryan Schilling
Banking Supervisor

cc: Board of Governors