

HUNTINGTON BANCSHARES INC/MD  
Form FWP  
March 09, 2016

**Issuer Free Writing Prospectus**

**Filed Pursuant to Rule 433**

**Registration Statement No. 333-190078**

**March 9, 2016**

**Huntington Bancshares Incorporated**

**3.15% Senior Notes Due March 14, 2021 (the Notes )**

**SUMMARY OF TERMS DATED MARCH 9, 2016**

Issuer	Huntington Bancshares Incorporated
Security	3.15% Senior Notes Due 2021
Note Type	Senior Notes
Legal Format	SEC Registered (Registration Statement
	No. 333-190078)
Aggregate Principal Amount Offered	\$1,000,000,000
Minimum Denominations	\$2,000
Minimum Increments	\$1,000
Trade Date	March 9, 2016
Settlement Date	March 14, 2016 (T+3)
Maturity Date	March 14, 2021
Interest Payment Dates	Each March 14 and September 14, commencing on September 14, 2016
Reference Benchmark	UST 1.125% Notes, due February 28, 2021
Benchmark Yield	1.393%
Spread to Benchmark	T+ 180 basis points
Reoffer Yield	3.193%
Coupon	3.150%
Redemption Provision	The Issuer may redeem the Notes, in whole or in part, on or after February 14, 2021, the date that is one month prior to the maturity date, at a redemption price equal to 100% of the principal amount of the Notes redeemed, plus accrued and unpaid interest thereon to the redemption date.
Price to Investors	99.803% of the face amount
Underwriting Discount	0.350% of the face amount
Listing	None
Joint Book-Running Managers	Goldman, Sachs & Co.

Merrill Lynch, Pierce, Fenner & Smith

Incorporated

Morgan Stanley & Co. LLC

The Huntington Investment Company

446150AJ3

US446150AJ36

CUSIP Number

ISIN Number

The Issuer has filed a registration statement (File Number 333-190078) (including a prospectus and a preliminary prospectus supplement) with the Securities and Exchange Commission for the offering to which this communication relates. Before you invest, you should read the prospectus and the preliminary prospectus supplement related to that registration statement and other documents that the Issuer has filed with the Securities and Exchange Commission for more complete information about the Issuer and this offering. You may get these documents for free by visiting EDGAR on the website of the Securities and Exchange Commission at [www.sec.gov](http://www.sec.gov). Copies of the prospectus, preliminary prospectus supplement and any subsequently filed prospectus supplement relating to the offering may be obtained from Goldman, Sachs & Co., Attn: Prospectus Department, 200 West Street, New York, NY 10282, telephone: 866-471-2526, facsimile: 212-902-9316, email: [prospectus-ny@ny.email.gs.com](mailto:prospectus-ny@ny.email.gs.com), Merrill Lynch, Pierce, Fenner & Smith Incorporated, at (800) 294-1322 or [dg.prospectus\\_requests@baml.com](mailto:dg.prospectus_requests@baml.com) and Morgan Stanley & Co. LLC, telephone: 866-718-1649.

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