

HUNTINGTON BANCSHARES INC/MD  
Form 8-K  
July 17, 2014

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

July 16, 2014

Huntington Bancshares Incorporated

(Exact name of registrant as specified in its charter)

Maryland

1-34073

31-0724920

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

41 South High Street, Columbus, Ohio

43287

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

614-480-8300

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)  
 Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)  
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))  
 Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On July 16, 2014, the Board of Directors of Huntington Bancshares Incorporated elected Eddie R. Munson to serve as a director of the company. Mr. Munson has been appointed to the Audit Committee.

**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On July 16, 2014, the Board of Directors of Huntington Bancshares Incorporated adopted an amendment to its Bylaws. The Bylaws were amended to provide that no person shall be appointed, nominated or elected a director of the corporation after having attained the age of 72 years. Previously, this limitation applied to persons having attained the age of 70 years.

**Item 8.01 Other Events.**

On July 16, 2014, Huntington issued a press release announcing the appointment of Eddie R. Munson as a director. A copy of the press release is attached as Exhibit 99.1 hereto.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits:

Exhibit 3.1 - Huntington Bancshares Incorporated, Amended and Restated Bylaws  
Exhibit 99.1 – News Release of Huntington Bancshares Incorporated dated July 16, 2014.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Huntington Bancshares Incorporated

*July 17, 2014*

*By: Richard A. Cheap*

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*Name: Richard A. Cheap*

*Title: Secretary*

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Exhibit Index

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
3.1	Huntington Bancshares Incorporated, Amended and Restated Bylaws
99.1	News Release of Huntington Bancshares Incorporated dated July 16, 2014