

HUNTINGTON BANCSHARES INC/MD

Form 8-K

September 03, 2009

Table of Contents

**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) September 3, 2009

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) | (IRS Employer Identification No.) |

Huntington Center
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 (see General Instruction A.2. below):

- 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))

TABLE OF CONTENTS

Item 8.01 Other Events

Item 9.01 Financial Statements and Exhibits

SIGNATURES

EXHIBIT INDEX

EX-23.1

EX-99.1

EX-99.2

Table of Contents

Item 8.01 Other Events.

Huntington Bancshares Incorporated (Huntington) previously reported in its Quarterly Report on Form 10-Q for the quarter ended June 30, 2009, that we have reorganized our Regional Banking segment to reflect how our assets and operations are now managed. The Regional Banking business segment, which through March 31, 2009 had been managed geographically, is now managed on a product segment approach. The five business segments, including previously existing segments, are now:

Retail and Business Banking

Commercial Banking

Commercial Real Estate

Auto Finance and Dealer Services

Private Financial Group

In addition to the five business segments, the Treasury/Other function includes other unallocated assets, liabilities, revenue, and expense. The Treasury/Other function reconciles the combined information of the five business segments with the consolidated information.

Huntington is filing this Current Report on Form 8-K to conform financial information for its reportable segments and certain related financial information and disclosures previously set forth in our Annual Report on Form 10-K for the year ended December 31, 2008

(Form 10-K) to be consistent with the current presentation. This Form 8-K reflects changes in all segment-related data as a result of the business segment reorganization. The business segment reorganization had no effect on our previously reported consolidated results of operations, financial condition, and cash flows. All other information in our Form 10-K remains unchanged in all material respects and has not otherwise been updated for events occurring after the date of our Form 10-K.

The information in this Form 8-K should be read in conjunction with our Form 10-K, which was filed with the Securities and Exchange Commission on February 24, 2009. Our business segment data were included in the information required by Item 7: Management's Discussion and Analysis of Financial Condition and Results of Operations (under the heading Line of Business Discussion on pages 66-72 of Exhibit 13.1) and Item 8: Financial Statements and Supplementary Data (in Note 24 on pages 126 and 127 of Exhibit 13.1) of our Form 10-K, which was incorporated by reference to our 2008 Annual Report to Shareholders, portions of which were filed as Exhibit 13.1 to our Form 10-K.

Accordingly, the exhibits to this Form 8-K include the following items of the Form 10-K, which have been restated in their entirety to reflect the new segments:

Exhibit 99.1 Item 7: Management's Discussion and Analysis of Financial Condition and Results of Operations

Exhibit 99.2 Item 8: Financial Statements and Supplementary Data.

The information in this Form 8-K is deemed incorporated by reference into our registration statements filed under the Securities Act of 1933, as amended.

Table of Contents

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

23.1 Consent of Deloitte & Touche LLP, Independent Registered Public Accounting Firm

99.1 Item 7: Management's Discussion and Analysis of Financial Condition and Results of Operations.

99.2 Item 8: Financial Statements and Supplementary Data.

Table of Contents

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

Date: September 3, 2009

By: /s/ Donald R. Kimble
Donald R. Kimble, Sr. Executive Vice President and
Chief Financial Officer

Table of Contents

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|--|
| 23.1 | Consent of Deloitte & Touche LLP, Independent Registered Public Accounting Firm |
| 99.1 | Item 7: Management's Discussion and Analysis of Financial Condition and Results of Operations. |
| 99.2 | Item 8: Financial Statements and Supplementary Data. |