

HUNTINGTON BANCSHARES INC/MD

Form 8-K

December 21, 2011

**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) December 21, 2011**

**HUNTINGTON BANCSHARES INCORPORATED**

(Exact name of registrant as specified in its charter)

|                              |              |                     |
|------------------------------|--------------|---------------------|
| Maryland                     | 1-34073      | 31-0724920          |
| (State or other jurisdiction | (Commission  | (IRS Employer       |
| of incorporation)            | File Number) | Identification No.) |

Huntington Center

41 South High Street

|                                 |       |            |
|---------------------------------|-------|------------|
| Columbus, Ohio                  | 43287 | (Zip Code) |
| (Address of principal executive |       |            |
| Office)                         |       |            |

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)

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- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events.**

The Consent of Deloitte & Touche LLP, dated as of December 21, 2011, is filed herewith and is incorporated by reference into Huntington Bancshares Incorporated's Registration Statement on Form S-4 (File No. 333-178205).

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| <b>Exhibit No.</b> | <b>Description</b>   |
|--------------------|--|
| Exhibit 23.1       | Consent of Deloitte & Touche LLP, Independent Registered Public Accounting Firm. |

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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

Date: December 21, 2011

By: /s/ Donald R. Kimble

Donald R. Kimble

Chief Financial Officer

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**EXHIBIT INDEX**

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