



The Huntington National Bank

CIDI Resolution Plan: Public Summary

December 1, 2022

Forward-Looking Statements

This document contains certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements include, but not limited to, certain plans, expectations, goals, projections, and statements, which are not historical facts and are subject to numerous assumptions, risks, and uncertainties. Statements that do not describe historical or current facts, including statements about beliefs and expectations, are forward-looking statements. Forward-looking statements may be identified by words such as expect, anticipate, believe, intend, estimate, plan, target, goal, or similar expressions, or future or conditional verbs such as will, may, might, should, would, could, or similar variations. Factors that could cause results to differ materially from those contemplated by such forward-looking statements can be found in the Annual Report on Form 10-K for the year ended December 31, 2021, filed by Huntington Bancshares Incorporated (“HBI” or the “Company”) with the Securities and Exchange Commission (“SEC”), and documents subsequently filed by HBI with the SEC. All forward-looking statements speak only as of the date they are made and are based on information available at that time. HBI and its subsidiaries do not assume any obligation to update forward-looking statements to reflect circumstances or events that occur after the date the forward-looking statements were made or to reflect the occurrence of unanticipated events except to the extent required by applicable law or regulation. As forward-looking statements involve significant risks and uncertainties, caution should be exercised against placing undue reliance on such statements.

Where You Can Find More Information

Further financial detail on The Huntington National Bank (“HNB”) is disclosed in the Federal Financial Institutions Examination Council (“FFIEC”) Form 031 (the “Call Reports”) as filed with the Federal Deposit Insurance Corporation (“FDIC”), which is available on the FDIC’s website at www.fdic.gov.

Contents

Introduction	4
A. Material Entities.....	5
B. Description of Core Business Lines.....	7
C. Summary Financial Information	8
D. Material Supervisory Authorities	9
E. Principal Officers	10
F. Resolution Planning Corporate Governance Structure and Processes.....	11
G. Description of Material Management Information Systems	12

Introduction

The Federal Deposit Insurance Corporation (“FDIC”) has adopted a rule (“IDI Rule”) requiring each insured depository institution (“IDI”) with \$50 billion or more in total assets (“CIDI”) to periodically submit a resolution plan (“CIDI Resolution Plan”) to the FDIC.¹ HNB has more than \$50 billion in total assets and is required to submit a CIDI Resolution Plan under the IDI Rule.

The IDI Rule requires a CIDI to submit a resolution plan that should enable the FDIC, as receiver, to resolve the CIDI in the event of its failure under Sections 11 and 13 of the Federal Deposit Insurance Act (“FDIA”)² in a manner that: (1) ensures that depositors receive access to their insured deposits within one business day of the institution’s failure (two business days if the failure occurs on a day other than Friday), (2) maximizes the net present value return from the sale or disposition of its assets, and (3) minimizes the amount of any loss to be realized by the institution’s creditors.

This Public Summary consists of an executive summary that describes the business of HNB and the key elements of HNB’s CIDI Resolution Plan. Unless otherwise indicated, information in this Public Summary is provided as of December 31, 2021.

¹ 12 C.F.R § 360.10.

² 12 U.S.C. §§ 1821 and 1823.

A. Material Entities

For purposes of the CIDI Resolution Plan, HNB has identified two “material entities” under the IDI Rule: Huntington Bancshares Incorporated (“HBI” or the “Company”) and The Huntington National Bank (“HNB”).

A “material entity” under the IDI Rule is a company that is significant to the activities of a critical service³ or a core business line (“CBL”)⁴ of a CIDI. The CIDI Resolution Plan addresses strategies that could be useful in ensuring the orderly resolution of each material entity in the event of material financial distress or failure. Each of the material entities is described below.

Huntington Bancshares Incorporated

HBI is the parent in the Company’s organizational structure. It is a publicly-traded company listed on the NASDAQ exchange under the ticker symbol “HBAN.”

HBI is a multi-state diversified regional financial holding company organized under Maryland law in 1966 and headquartered in Columbus, Ohio, with 18,442 average full-time equivalent employees in 2021. HNB, organized in 1866, is a wholly owned banking subsidiary of HBI, and is the only banking entity within the Company’s organizational structure. HNB provides full-service commercial and consumer banking services, mortgage banking services, automobile financing, recreational vehicle and marine financing, equipment financing, inventory finance, investment management, trust services, brokerage services, insurance products and services, and other financial products and services. As of June 30, 2022, HNB’s 1,032 branches and private client group offices are primarily located in Ohio, Colorado, Illinois, Indiana, Kentucky, Michigan, Minnesota, Pennsylvania, West Virginia, and Wisconsin.

On June 9, 2021, HBI closed the acquisition of TCF Financial Corporation (“TCF”) in an all-stock transaction valued at \$7.2 billion. TCF was a financial holding company headquartered in Detroit, Michigan with operations across the Midwest. The acquisition brought increased scale and market density, as well as added new markets and capabilities. TCF added approximately \$46.4 billion of total assets, \$33.2 billion of total loans and leases, and \$38.7 billion of total deposits to HBI. TCF was merged into HNB’s existing operations, business segments, and legal entity structure.

HBI operates its business through four reportable operating segments based on an internally-aligned segment leadership structure (as defined in its 2021 Annual Report): Consumer and Business Banking, Commercial Banking, Vehicle Finance, and The Huntington Private Client Group and Regional Banking (“PCG and Regional Banking”). A fifth segment, Treasury / Other, includes technology and operations along with other unallocated assets, liabilities, revenue, and expense.

HBI itself does not directly engage in critical operations or have activities which meet the definition of a CBL. The Company’s subsidiaries do not have significant operational dependency on HBI. However, the Company does provide its subsidiaries with capital and funding, which enables those subsidiaries to engage in providing HBI’s critical services and CBLs.

³ Under the IDI Rule, “critical services” means services and operations of the CIDI, such as servicing, information technology support and operations, human resources and personnel that are necessary to continue day-to-day operations of the CIDI.

⁴ Under the IDI Rule, a “core business line” means those business lines of the CIDI, including associated operations, services, functions and support that, in the view of the CIDI, upon failure would result in a material loss of revenue, profit, or franchise value.

As of December 31, 2021, the Company's assets were \$174.1 billion with total liabilities of \$154.7 billion. HBI's assets on a stand-alone basis were \$23.2 billion with total liabilities of \$3.9 billion. Investments in HNB of \$19.3 billion represented the largest portion of the Company's assets.

The Huntington National Bank

HNB, organized in 1866, is a wholly-owned banking subsidiary of HBI, and is the only banking entity within the Company's organizational structure. HNB's assets represent 99.6% of HBI's consolidated assets and contribute the vast majority of HBI's consolidated revenue and net income. In addition to holding the majority of the assets, HNB provides virtually all Critical Services, employs nearly all key personnel, owns key real estate, and provides operational and financial support to the four CBLs described in *Section B*.

HNB provides full-service commercial and consumer banking services, mortgage banking services, automobile financing, recreational vehicle and marine financing, equipment financing, inventory finance, investment management, trust services, brokerage services, insurance products and services, and other financial products and services.

HNB's net income was \$1.5 billion in 2021, with revenue of \$5.9 billion. As of December 31, 2021, HNB's assets were approximately \$173.4 billion with liabilities of approximately \$154.1 billion. Loans and leases of \$111.8 billion represent the largest portion of HNB's assets.

B. Description of Core Business Lines

HNB has identified four CBLs under the IDI Rule, which are described below.

Consumer and Business Banking

Consumer and Business Banking provides a wide array of financial products and services to consumer and small business customers including, but not limited to, checking accounts, savings accounts, money market accounts, certificates of deposit, investments, consumer loans, credit cards, and small business loans. Other financial services available to consumer and small business customers include mortgages, insurance, interest rate risk protection, foreign exchange, and treasury management.

Commercial Banking

Through a relationship banking model, Commercial Banking provides a comprehensive set of product offerings and capabilities to middle market, large corporate, specialized industries and government/public sector customers located within the Company's geographic footprint, as well as nationally. Commercial Banking is divided into five business units: Commercial Lending, Asset Finance, Capital Markets, CRE, and Treasury Management.

Vehicle Finance

Vehicle Finance products and services include providing financing to consumers for the purchase of automobiles, light-duty trucks, recreational vehicles and marine craft at franchised and other select dealerships, and financing to franchised dealerships for the acquisition of new and used inventory.

The Huntington Private Client Group and Regional Banking

The core business of PCG and Regional Banking is The Huntington Private Bank, which consists of Private Banking, Wealth and Investment Management, and Retirement Plan Services. The Huntington Private Bank provides high net worth customers with deposit, lending (including specialized lending options), and banking services. The Huntington Private Bank also delivers wealth management and legacy planning through investment and portfolio management, fiduciary administration, and trust services. This group also provides retirement plan services to corporate businesses. PCG and Regional Banking also provides corporate trust services and institutional and mutual fund custody services.

C. Summary Financial Information

HNB's consolidated balance sheet as of December 31, 2021, is presented in Exhibit C.1. This information is based on HNB's Consolidated Report of Condition and Income on FFIEC Form 031 for the year ended December 31, 2021, which is filed with the FDIC and available at www.fdic.gov.

Exhibit C.1 HNB Consolidated Balance Sheet as of December 31, 2021

(dollar amounts in millions)	HNB
Assets	
Cash and due from banks	\$ 1,346
Interest-bearing deposits in banks	4,132
Loans held for sale	1,676
Available-for-sale and other securities	28,459
Held-to-maturity securities	12,452
Loans and leases	111,836
Allowance for loan and lease losses	(2,030)
Net loans and leases	109,806
Goodwill	5,298
Other intangible assets	607
Other assets	9,638
Total assets	\$ 173,414
Liabilities and Shareholders' Equity	
Deposits	\$ 146,383
Short-term borrowings	1,867
Long-term debt	2,811
Other liabilities	3,057
Total liabilities	154,118
Total shareholders' equity	19,296
Total liabilities and equity	\$ 173,414

D. Material Supervisory Authorities

HNB is a national banking association chartered under the laws of the United States and is subject to comprehensive primary supervision, regulation and examination by the OCC. As a national bank, the activities of HNB are limited to those authorized under the National Bank Act and related regulations and interpretations by the OCC. As a member of the Deposit Insurance Fund, HNB is also subject to regulation and examination by the FDIC. In addition, the Bank is subject to supervision, regulation and examination by the Consumer Financial Protection Bureau (“CFPB”), which is the primary administrator of most federal consumer financial statutes and the primary consumer financial regulator of banking organizations with \$10 billion or more in assets.

E. Principal Officers

Exhibit F.1 identifies members of HNB's executive leadership team as of September 30, 2022.

Exhibit E.1 Executive Leadership Team Members

Name	HNB Title
Stephen D. Steinour	Chairman, President and Chief Executive Officer
Donald Dennis	Executive Vice President, Chief Diversity, Equity Inclusion & Culture Officer
Paul Heller	Senior Executive Vice President, Chief Technology & Operations Officer
Helga Houston	Senior Executive Vice President, Chief Risk Officer
Michael "Mike" Jones	Senior Executive Vice President and Head of Corporate Ventures, and Chair for Minnesota and Colorado
Scott Kleinman	Senior Executive Vice President and President, Commercial Bank
Jana Litsey	Senior Executive Vice President and General Counsel
Sandra Pierce	Senior Executive Vice President, Private Client Group & Regional Banking Director, and Chair of Michigan
Richard "Rich" Pohle	Executive Vice President, Chief Credit Officer
Thomas "Tom" Shafer	Senior Executive Vice President
Brant Standridge	Senior Executive Vice President and President, Consumer and Business Banking
Rajeev "Raj" Syal	Senior Executive Vice President, Chief Human Resources Officer
Julie Tutkovics	Senior Executive Vice President, Chief Marketing and Communications Officer
Michael Van Treese	Executive Vice President, Chief Auditor
Zachary "Zach" Wasserman	Senior Executive Vice President, Chief Financial Officer

F. Resolution Planning Corporate Governance Structure and Processes

HNB has developed a robust and comprehensive governance framework to support its resolution planning obligations. This framework is governed by the Resolution Planning Policy, which outlines the roles, responsibilities, and objectives related to resolution planning activities.

Resolution planning activities are coordinated by the Resolution Planning Working Group (“RPWG”). The RPWG, led by a Section Manager in the Chief Risk Officer’s (“CRO”) organization, provides oversight over the development, implementation, and submission of HNB’s CIDI Resolution Plan. The RPWG currently consists of individuals with the following position titles:

- Capital Planning and Risk Metrics Reporting Manager
- Market, Liquidity, and Strategic Risk Director
- Risk Management Project Manager
- Technology and Fraud Risk Executive
- Deputy Enterprise Risk Management Director
- Market, Liquidity, and Strategic Risk Officer
- Risk Management Section Manager
- Audit Group Director (ex-officio)
- Deputy General Counsel
- Operational Risk Management Specialist
- Senior Merger & Acquisitions Manager

To support resolution planning sustainability, resources and effort have been dedicated to resolution planning responsibilities. In 2016, Management established and staffed a permanent Resolution Planning Team within Corporate Risk Management whose primary focus is on oversight and governance of HNB’s resolution planning processes. This Resolution Planning Team is also tasked with the development, implementation, and ongoing maintenance of the CIDI Resolution Plan.

Although resolution planning relies on input and support from various areas across the organization, Corporate Risk Management and Corporate Finance are the principal functions responsible for the resolution planning process and completion of the CIDI Resolution Plan. The bifurcated structure reflects Management’s decision to vest ownership with personnel that have the requisite experience and technical expertise to understand and build the core framework and processes to help ensure Resolution Plan expectations are achieved.

The CIDI Resolution Plan was reviewed and approved by HNB’s Board of Directors.

G. Description of Material Management Information Systems

HNB utilizes comprehensive Management Information Systems (“MIS”) to provide business units with access to timely, accurate management information in the areas of risk management, accounting, finance, operations, and regulatory reporting.

MIS generally takes the form of purchased and internally-developed platform and mainframe technologies and user interfaces, along with interface applications used to collect, maintain and report information internally to Management and externally for regulatory compliance. MIS are also used by business and operational areas to perform daily routines, provide relevant analytics, receive standard reporting, and create ad hoc reporting necessary to manage their business and operations. MIS capabilities are enabled through a centralized data warehouse and comprehensive systems of record used to aggregate and manage operations. MIS are used to generate numerous reports in BAU environments to monitor the financial health, risks, and operations of both HBI and HNB.

HNB has policies and governance processes in place to ensure that technology infrastructure and computing systems are consistently planned, implemented, secured, supported, and managed. These processes enable the technology organization to meet the information demands of each material entity through continued confidentiality, integrity, and availability to allow for capacity planning, business continuity, and metrics management.