

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	October 31, 2021
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person* Steinour Stephen D.			2. Issuer Name and Ticker or Trading Symbol Huntington Bancshares Incorporated [HBAN]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>President, CEO & Chairman</u>	
(Last) Huntington Center 41 S. High Street	(First)	(Middle)	3. Date of Earliest Transaction Required to be Reported (Month/Day/Year) 04/14/2021	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(Street) Columbus, OH 43287						
(City)	(State)	(Zip)				

Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction (s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/14/2021		M		25,000.0000	A	\$9.0800	5,623,755.6000	D	
Common Stock	04/14/2021		F		18,868.0000	D	\$16.4750	5,604,887.6000	D	
Dep Shares-int in 6.25% Ser D Non-Cum Perp Pref Stk								20,000.0000	D	
Common Stock								49,512.5290	I	By Executive Deferred Com..
Common Stock								42,337.7700	I	By Issuer's Investment an..
Common Stock								77,717.4500	I	By Issuer's Supplemental ..

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Steinour Stephen D.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. (Over) SEC 1474 (11-11)

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(Last) Huntington Center 41 S. High Street	(First) Stephen	(Middle) D.	3. Date of Earliest Transaction Required to be Reported (Month/Day/Year) 04/14/2021	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(Street) Columbus, OH 43287		(City) (State) (Zip)				

Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction (s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								478,235.0000	I	by Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Steinour Stephen D.

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Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned following Reported Transaction (s)(Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee/Director Stock Option (Right to Buy)	\$9.0800	04/14/2021		M			25,000.0000	5/1/2015	5/1/2021	Common Stock	25,000.0000	\$0.0000	111,097.0000	D	
Employee/Director Stock Option (Right to Buy)	\$8.5700							5/1/2021	5/1/2030	Common Stock	760,135.0000		760,135.0000	D	
Employee/Director Stock Option (Right to Buy)	\$10.0600							5/1/2017	5/1/2026	Common Stock	335,253.0000		335,253.0000	D	
Employee/Director Stock Option (Right to Buy)	\$10.8900							5/1/2016	5/1/2025	Common Stock	277,237.0000		277,237.0000	D	
Employee/Director Stock Option (Right to Buy)	\$13.0900							5/1/2018	5/1/2027	Common Stock	266,903.0000		266,903.0000	D	
Employee/Director Stock Option (Right to Buy)	\$13.7700							5/1/2020	5/1/2029	Common Stock	589,005.0000		589,005.0000	D	
Employee/Director Stock Option (Right to Buy)	\$14.8100							5/1/2019	5/1/2028	Common Stock	484,496.0000		484,496.0000	D	
Employee/Director Stock Option (Right to Buy)	\$16.0800							3/26/2022	3/26/2031	Common Stock	331,439.0000		331,439.0000	D	

Explanation of Responses:

Elizabeth B. Moore, Attorney-in-Fact

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

**Signature of Reporting Person

04/15/2021

Date

Note: File three copies of this Form, one of which must be manually signed.
If space is insufficient, see Instruction 6 for procedure.

Steinour Stephen D.

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