	Huntington Bancshares Incorporated Policy		
	Title: Investor Relations Analyst / Investor Access Policy	Version: 1.2	Page: 1 of 6
Number: ROC-1104	Approved By: Risk Oversight Committee	Policy Level: Executive	
Owner: Director of Investor Relations	Reviewed By: Risk Oversight Committee	Policy Approval Date: December 2016 Anticipated Review Date: December 2017	
This policy must be read and followed in conjunction with all other applicable policies, standards, training, and guidelines as may be in effect at Huntington.			

Policy Statement/Purpose

This policy outlines analysts/investor access standards to Company representatives to assure equitable access, as much as is practically possible given Company resource constraints, and so that analysts/investors can have realistic expectations regarding the nature, frequency, and breadth of such Company representative access.

Executive Summary

Huntington (Company) is committed to providing timely, accurate and complete information consistent with legal and regulatory requirements including Regulation Fair Disclosure (Reg. FD), to enable orderly and fair trading of its securities in the marketplace. Disclosure will be accomplished in a manner that provides all analysts/investors with equal access to Company information (see Disclosure Policy).

Concurrent with its Disclosure Policy, the Company realizes that in order to conduct high quality research, make recommendations, and assess business prospects that have reasonable and adequate bases, analysts/investors must be able to communicate directly with company representatives. Only through such dialogue can analysts/investors fully assimilate and understand the wealth of information in the Company's public disclosure documents.

Applicability/Scope

This policy applies to Company employees and directors so that they know how to comply with requests from those analysts/investors outside the Company. This policy also applies to those analysts/investors outside the Company seeking access to company representatives so that they have a clear understanding and expectations regarding such access.


Key Terms, Definitions and Abbreviations

Analysts: Sell-side analysts working at firms that write equity/fixed income research reports (e.g., Goldman Sachs, Merrill Lynch, etc.) and buy-side analysts that write internal research reports working at investment companies that make equity or fixed income investments (e.g., Fidelity Management & Research, Wellington Management, etc.). Also applies to analysts at rating agencies that rate the Company's debt (e.g., Moody's Investors Service, Standard and Poor's Financial Services, etc.).

Investors: Retail shareholders and/or portfolio managers working at investment companies that make equity or fixed income investments (e.g., Fidelity Management & Research, Vanguard, Ohio State Teacher Pension, etc.).

Rules and Requirements

Roles and Responsibilities

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Company Representatives

The Company has designated the Director of Investor Relations (DIR), Assistant Director of Investor Relations (ADIR), and its Investor Relations Officer(s) (IRO) as the Company's primary representatives. The Company also has designated the Treasurer as a primary representative with analysts from the ratings agencies. These individuals are listed in Attachment A.

The Chief Executive Officer (CEO), Chief Financial Officer (CFO), as well as certain line of business heads and other individuals may also be designated as Company representatives from time to time and for a specific situation relating to matters pertaining to their specific areas of responsibility, consistent with the "Corporate Access" section below.

Objectives

INFORMATION FLOW

The Company will not disrupt or threaten to disrupt the free flow of information to analysts / investors in an attempt to inappropriately influence their view of the Company.

CORPORATE ACCESS

A. The Company will not:


1. Discriminate among recipients of information disclosed by the Company based on the recipient's prior research, opinions, recommendations, earnings estimates, or conclusions;
2. Deny, or threaten to deny, information or access to Company representatives in an attempt to influence the research, recommendations, or actions of analysts and investment professionals; or
3. Attempt to influence the research, recommendations, or actions of analysts or investment professionals by exerting pressure through other business relationships.

B. The Company will provide access to Company representatives to analysts/investors as noted in Item D below, and will make available upon request a copy of this policy.

C. Defining Access

Access is defined as the ability to have a discussion directly with a Company representative, either in a one-on-one or group situation. Such discussions may take one of several forms including, but not limited to:

1. Annual meetings,
2. Telephone or email access to the DIR, ADIR, and/or IRO,
3. Teleconferences,

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4. Meetings initiated by the Company,
5. Meetings concurrent with regularly scheduled brokerage conferences or other special events,
6. Meetings initiated by analysts/investors either at the Company's offices or their own, and
7. Publicly accessible webcasts using freely available Internet technology with pre-notification and the opportunity to pose questions.

D. Prioritizing requests for access

Given limitations regarding the number of Company representatives and their availability, the Company will follow the guidelines outlined below in prioritizing requests for access:

1. All analysts/investors, without regard to any prioritization criteria, will be granted access to the DIR, ADIR, and/or IRO. Access to other Company representatives will be granted based on the availability of the Company representative consistent with items 2-5 noted below.
2. Sell-side analysts receiving the highest priority will be from well-recognized research firms where the respective analyst has demonstrated, through published research or other means, in-depth knowledge of the Company and/or the industry.
3. Buy-side analysts or investors receiving the highest priority will be those representing the top 50 shareholders, or a firm having the potential to become one of the top 50 shareholders, of the Company's common stock, as determined by shareholder targeting methodologies, and/or by working knowledge of the DIR, ADIR, and/or IRO.
4. Positive or negative recommendations and/or opinions about the Company will not be a basis for granting, denying, or prioritizing requests for access.
5. As much as is practically possible, the Company will generally follow a first-requested-first-granted approach to scheduling requests for access to Company representatives and if specifically requested, will make a good faith effort to grant access to Company representatives other than the DIR, ADIR, and/or IRO.
6. Should a meeting be canceled, the Company will make every effort to reschedule the meeting as quickly as possible consistent with Section V of the Company's Disclosure Policy.

REVIEWING ANALYST REPORTS AND/OR MODELS

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- A. Prior to publication of their reports, analysts may request the DIR, ADIR, and/or IRO review for factual accuracy only those portions of their research report that do not contain or disclose conclusions, recommendations, valuations, or price targets.
- B. The DIR, ADIR, and/or IRO may review for factual accuracy only those portions of an analyst's research report that does not contain or disclose the conclusions, recommendations, valuations, or price targets, prior to publication and with the permission of the Analyst. The Company must not explicitly or implicitly request information that would disclose the conclusions, recommendations, valuations, or price targets, or comment on these matters. The Company will only comment on historical or forward-looking information that is in the public domain.
 - a. (Also refer to "Communications with Analysts" paragraph B. "No Assistance with Analyst Reports" in Investor Relations Disclosure Policy.)

Management Responsibility/Accountability

Investor Relations is responsible for ensuring that review and approval of this policy by the Risk Oversight Committee occurs at least annually.

This policy may be modified, discontinued, or replaced at any time, at Huntington's discretion. Investor Relations under the direction of the Director of Investor Relations is responsible for maintaining this policy.

The Director of Investor Relations is responsible for ensuring that management's responsibilities pursuant to this policy are achieved; including a routing of this policy at least annually to the Leadership Team members and others likely to be contacted directly by analysts / investors.

Risk Evaluation System

In the event a violation is discovered, the Director of Investor Relations, CFO, and Chief Legal Counsel will discuss potential actions to be taken regarding the incident (e.g., 8-K filing). Additional members of Senior Management and/or Board members may be included in the discussion.


Risk Reporting

In the event a violation is discovered, the Director of Investor Relations, CFO, and Chief Legal Counsel will discuss potential actions to be taken regarding the incident (e.g., 8-K filing). Additional members of Senior Management and/or Board members may be included in the discussion.

Risk Boundaries

Investor Relations in conjunction with Finance and Accounting Segment Risk are responsible for creating and monitoring any risk limits that may be deemed necessary.

Violations of Policy

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Noncompliance may be subject the colleague and/or Board member to disciplinary action outlined in Huntington's Code of Conduct and Ethics.

Exceptions to Policy

Exceptions to the policy are not permitted. Only the Company representatives listed in Appendix A can grant access to analysts/investors.


Policy Revision History & Reference Information

Policy Revision History	
Date Approved	Brief Revision Description
July 2012	Jay Gould was replaced as the ADIR by Mark Muth and noted in Attachment A.
December 2015	Todd Beekman was replaced as the DIR by Mark Muth and noted in Attachment A. No replacement ADIR was named.
December 2016	Treasurer was added as a primary representative for the Company with analysts at ratings agencies. Mark DuHamel was noted in Attachment A as Treasurer.

Regulatory Citations

Guiding Policy References	
Reference #	Policy Name
ROC-1103	Investor Relations Public Disclosure Policy

Implementing References	
Reference #	Standard/Procedure/Program Name
	Investor Relations SEC-Disclosure Compliance Procedures

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Appendices and Attachments	
Location/File Name	Description of Appendix or Attachment
Attachment A	Authorized Representatives

Policy Exceptions/Risk Acceptances	
Risk Acceptance ID #	Description of Exception/Acceptance

ATTACHMENT A –AUTHORIZED REPRESENTATIVES

Mark Muth	Senior Vice President	DIR
None Appointed		ADIR
None Appointed		IRO
Mark DuHamel	Executive Vice President	Treasurer