The Huntington National Bank

CIDI Resolution Plan: Public Summary

July 1, 2018

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, 2017, 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 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

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. The CIDI Resolution Plan includes strategies involving the failure of HNB under various economic conditions.

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, 2017.

[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: HBI and HNB.

A "material entity" under the IDI Rule is a company that is significant to the activities of a critical service[3] 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 ultimate 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 15,770 average full-time equivalent employees in 2017. 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, small business, consumer banking services, mortgage banking services, automobile financing, recreational vehicle and marine financing, equipment leasing, investment management, trust services, brokerage services, insurance programs, and other financial products and services. At December 31, 2017, HNB had 10 private client group offices and 956 branches across Ohio, Michigan, Pennsylvania, Indiana, Illinois, Wisconsin, West Virginia, and Kentucky.

On August 16, 2016, HBI completed the acquisition of FirstMerit Corporation (FMER) in a stock and cash transaction valued at approximately $3.7 billion. FMER was the parent holding company of FirstMerit Bank, N.A., a diversified financial services company headquartered in Akron, Ohio, with operations in Ohio, Michigan, Wisconsin, Illinois, and Pennsylvania. Through its core operations, FMER provided a complete range of banking and other financial services to consumers and businesses. FMER added approximately $26.8 billion of total assets, $15.5 billion of total loans and leases, and $21.2 billion of total deposits to HBI. FMER 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 2017 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.

As of December 31, 2017, the Company's assets were $104.2 billion with liabilities of $93.4 billion. HBI's assets on a stand-alone basis were $14.5 billion with liabilities of $3.7 billion. Investments in HNB of $11.7 billion represented the largest portion of the Company's assets.

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[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.

The Board of Governors of the Federal Reserve System ("FRB") establishes capital requirements, including well-capitalized standards for consolidated bank holding companies. At December 31, 2017, HBI was "well-capitalized" under the FRB's regulatory capital adequacy guidelines.

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 99.9% 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 leasing, investment management, trust services, brokerage services, insurance programs, and other financial products and services.

HNB's net income was $1.3 billion in 2017, with revenue of $4.2 billion. As of December 31, 2017, HNB's assets were approximately $104.1 billion with liabilities of approximately $92.4 billion. Loans and leases of $70.1 billion represent the largest portion of HNB's assets. HNB's primary source of funding is retail and commercial core deposits. To the extent HNB is unable to obtain sufficient liquidity through core deposits, it may meet its funding needs through non-core deposits, Federal Home Loan Bank ("FHLB") advances, wholesale debt instruments, and asset securitizations.

The Office of the Comptroller of the Currency ("OCC") establishes capital requirements for national banks, including HNB. At December 31, 2017, HNB was "well-capitalized" under the OCC's regulatory capital adequacy guidelines.

B. Description of Core Business Lines

HNB has identified four CBLs under the IDI Rule, which are described below. During 2017, several organizational changes were made to the CBLs. In May 2017, Home Lending, which had been identified as a separate CBL in HNB's prior Resolution Plan, was moved into the Consumer and Business Banking CBL. In December 2017, Commercial Real Estate ("CRE"), which had previously been combined with Vehicle Finance, is now included as a business unit in the Commercial Banking CBL. Vehicle Finance remains a separate CBL.

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. Business Banking is defined as serving companies with revenues up to $20 million.

Commercial Banking

Through a relationship banking model, Commercial Banking provides a wide array of products and services to middle market, large corporate, and government public sector customers located primarily within the Company's geographic footprint. Commercial Banking is divided into five business units: commercial lending, asset finance, capital markets/institutional corporate banking, 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 providing 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, 2017 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, 2017, which is filed with the FDIC and available at *www.fdic.gov.*

Exhibit C.1 HNB Consolidated Balance Sheet as of December 31, 2017

(dollar amounts in millions)	HNB
Assets	
Cash and due from banks	$ 1,117
Interest-bearing deposits in banks	350
Loans held for sale	488
Available-for-sale and other securities	14,871
Held-to-maturity securities	9,091
Loans and leases	70,054
Allowance for loan and lease losses	(687)
Net loans and leases	69,367
Premises and equipment	862
Goodwill	1,944
Other intangible assets	580
Accrued income and other assets	5,380
Total assets	**$ 104,050**
Liabilities and Shareholders' Equity	
Deposits	$ 78,841
Short-term borrowings	7,581
Long-term debt	4,362
Accrued expenses and other liabilities	1,570
Total liabilities	92,354
Total shareholders' equity	11,696
Total liabilities and equity	**$ 104,050**

Capital

Regulatory capital and shareholders' equity is centrally managed. The Company has an active program for managing capital and maintaining a comprehensive process for assessing overall capital adequacy. HNB's capital is generated primarily through the retention of earnings. Other potential sources of capital include issuance of common and preferred stock. The primary objectives are to maintain capital at each material entity at an amount commensurate with the Company's overall risk profile and risk tolerance objectives, to meet both regulatory and market expectations, and to provide flexibility needed for future growth and business opportunities.

Regulatory Capital

Beginning in 2015, HNB became subject to the Basel III capital requirements, including the standardized approach for calculating risk-weighted assets in accordance with subpart D of the final capital rule. The Basel III capital requirements emphasize common equity tier 1 (“CET1”) capital, the most loss-absorbing form of capital, and implement strict eligibility criteria for regulatory capital instruments. CET1 capital primarily includes common shareholders’ equity less certain deductions for goodwill and other intangibles net of related taxes, and deferred tax assets that arise from tax loss and credit carryforwards. Tier 1 capital is primarily comprised of CET1 capital, perpetual preferred stock and certain qualifying capital instruments that are subject to phase-out from tier 1 capital. Tier 2 capital primarily includes qualifying subordinated debt and qualifying allowance for loan and lease losses.

As of December 31, 2017, HNB met all capital adequacy requirements and had regulatory capital ratios in excess of the levels established for well-capitalized institutions. HNB’s period-end capital amounts and capital ratios are shown in Exhibit C.2. The implementation of the Basel III capital requirements is transitional and phases in from January 1, 2015 through the end of 2018.

Exhibit C.2 Capital Adequacy as of December 31, 2017

(dollar amounts in millions)	HNB	HNB Well-capitalized minimums
Regulatory Capital		
Common Equity Tier 1 risk-based capital	$ 8,856	
Tier 1 risk-based capital	9,727	
Tier 2 risk-based capital	1,790	
Total risk-based capital	11,517	
Assets		
Total risk-weighted assets	$ 80,383	
Ratios		
Tier 1 leverage ratio	9.70%	5.00%
Common Equity Tier 1 ratio	11.02%	6.50%
Tier 1 risk-based capital ratio	12.10%	8.00%
Total risk-based capital ratio	14.33%	10.00%

Liquidity and Sources of Funding

The overall objective of the Company's liquidity risk management is to ensure that cost-effective funding can be obtained to meet current and future obligations, and can maintain sufficient levels of on-hand liquidity, under both normal business-as-usual ("BAU") and unanticipated stressed circumstances. To meet this objective, the Asset and Liability Management Committee ("ALCO") was appointed by the HBI Board-level Risk Oversight Committee ("ROC") to oversee liquidity risk management on a consolidated basis, and the establishment of liquidity risk policies and limits. Contingency funding plans are in place which measure forecasted sources and uses of funds under various scenarios to prepare for unexpected liquidity shortages. Liquidity risk is reviewed continuously at both the HBI and HNB material entity levels. In addition, liquidity working groups meet regularly to identify and monitor liquidity positions, provide policy guidance, review funding strategies, and oversee the adherence to, and maintenance of, contingency funding plans.

The primary source of funding is retail and commercial core deposits. Core deposits consist of noninterest-bearing and interest-bearing demand deposits, money market deposits, savings and other domestic deposits, and certificates of deposits less than $250,000. As of December 31, 2017, these core deposits funded 70% of total assets (105% of total loans). At December 31, 2017, total core deposits represented 96% of total deposits.

Core deposits may increase the need for liquidity, as certificates of deposit mature or are withdrawn before maturity and as non-maturity deposits, such as checking and savings account balances, are withdrawn. To the extent sufficient liquidity is not raised through core deposits, liquidity needs may be met through sources of wholesale funding and asset securitizations. Wholesale funding sources include non-core deposits, FHLB advances, and other wholesale debt instruments.

Exhibit C.3 reflects the Company's deposit composition detail for the prior two years.

Exhibit C.3 HBI Deposit Composition

(dollar amounts in millions)	**2016**	**2017**
Deposits		
Demand deposits - noninterest bearing	$ 22,836	$ 21,546
Demand deposits - interest bearing	15,676	18,001
Money market deposits	18,407	20,690
Savings and other domestic deposits	11,975	11,270
Core certificates of deposit	2,535	1,934
Total core deposits	71,429	73,441
Other domestic time deposits of $250,000 or more	394	239
Brokered time deposits and negotiable CDs	3,784	3,361
Deposits in foreign offices	--	--
Total deposits	$ 75,608	$ 77,041

D. Description of Derivatives and Hedging Activities

HNB uses derivative financial instruments to manage exposure to market risk and assist customers with their risk management objectives. Derivative financial instruments are recorded on the balance sheet as either an asset or a liability (in accrued income and other assets or accrued expenses and other liabilities, respectively) and measured at fair value. On the date a derivative contract is entered into, it is designated as either a qualifying hedge of the fair value (fair value hedge) of a recognized asset or liability, a qualifying hedge of the variability of cash flows (cash flow hedge) to be received or paid related to a recognized asset or liability, or a non-qualifying (economic) hedge.

Asset and Liability Management Activities

Through HNB, a variety of derivative financial instruments, principally interest rate swaps, caps, floors, and collars are used to centrally manage the Company's asset and liability management activities to protect against the risk of adverse price or interest rate movements. These instruments provide flexibility in adjusting the Company's sensitivity to changes in interest rates without exposure to loss of principal and higher funding requirements. Asset and liability management activity is arranged to receive hedge accounting treatment. Fair value hedges are used to convert deposits and subordinated and other long-term debt from fixed-rate obligations to floating rate. Cash flow hedges are used to convert floating rate loans made to customers into fixed rate loans.

Exhibit D.1 presents the gross notional values of derivatives used in asset and liability management activities at December 31, 2017, identified by the underlying interest rate-sensitive instruments.

Exhibit D.1 Asset and Liability Derivatives as of December 31, 2017

(dollar amounts in millions)	Fair Value Hedges	Cash Flow Hedges	Total
Instruments associated with:			
Loans	$ ---	$ ---	$ ---
Subordinated notes	950	---	950
Long-term debt	7,425	---	7,425
Total notional value	**$ 8,375**	**$ ---**	**$ 8,375**

Mortgage Banking Activities

HNB also uses derivatives, principally loan sale commitments, in hedging mortgage origination activity. HNB's mortgage origination hedging activity is related to the hedging of the mortgage pricing commitments to customers and the secondary sale to third parties. The value of a newly-originated mortgage is not firm until the interest rate is committed or "locked". The interest rate lock commitments are derivative positions, which are offset by forward commitments to sell loans. HNB uses two types of mortgage-backed securities in its forward commitment to sell loans. The first type of forward commitment is a To Be Announced ("TBA"); the second is a Specified Pool ("SP") mortgage-backed security. HNB uses these derivatives to hedge the value of mortgage-backed securities until they are sold. HNB also uses certain derivative financial instruments to offset changes in the value of Mortgage Servicing Rights ("MSR"). These derivatives consist primarily of forward interest rate agreements and forward mortgage contracts. These derivatives are not designated as qualifying hedges, but are recorded at fair value with changes in fair value reflected in mortgage banking income.

Exhibit D.2 summarizes the derivative assets and liabilities used in mortgage banking activities.

Exhibit D.2 Mortgage Banking Derivatives at December 31, 2017

(dollar amounts in millions)	**2017**
Derivative assets	
Interest rate lock agreements	$ 6
Forward trades and options	1
Total derivative assets	$ 7
Derivative liabilities	
Interest rate lock agreements	$ ---
Forward trades and options	---
Total derivative liabilities	$ ---
Net derivative assets (liability)	**$ 7**

Customer Trading Activities

HNB offers various derivative financial instruments to enable customers to meet their financing, investing, and risk management objectives. Derivative financial instruments offered to customers consist of commodity, foreign exchange, and interest rate contracts. The derivative contracts grant the option holder the right to buy or sell an underlying financial instrument for a predetermined price before the contract expires.

HNB enters into offsetting third-party contracts with approved, reputable counterparties with substantially matching terms and currencies in order to economically hedge significant exposure related to derivative contracts. The interest rate risk of customer derivatives is mitigated by entering into similar derivatives having offsetting terms with other counterparties. The credit risk to these customers is evaluated and included in the calculation of fair value. Foreign currency derivatives help the customer hedge risk and reduce exposure to fluctuations in exchange rates. Transactions are primarily in liquid currencies, with Canadian dollars and Euros comprising a majority of all transactions. The total notional value of derivative financial instruments used by HNB on behalf of customers, including offsetting derivatives, was $22 billion at December 31, 2017.

E. Memberships in Material Payment, Clearing, and Settlement Systems

HNB participates in, and is a direct member of, several payment, clearing, and settlement systems. These systems are used for cash and securities transactions. Examples of these systems are listed in Exhibit E.1 with the type of system represented.

Exhibit E.1 Material Payment, Clearing, and Settlement Systems

No.	Financial Market Utility Name	Domestic or International	Description
1	The Chicago Mercantile Exchange ("CME")	Domestic	CME provides clearing and settlement services for futures, options, and over-the-counter ("OTC") derivatives products. These clearing and settlement services are provided by the CME Clearing division of CME's subsidiary, Chicago Mercantile Exchange Inc.
2	Clearing House Payments Company [Small Value Payments Company ("SVPCo")]	Domestic	SVPCo is the check image exchange business of the Clearing House Payments Company, providing check imaging and related services to financial institutions of all sizes. HNB uses SVPCo to distribute checks to other SVPCo members, including through an Image Payments Network that allows financial institutions to exchange images and share best practices.
3	Depository Trust and Clearing Corporation ("DTCC")	Domestic	DTCC is a central securities depository providing depository and book-entry services for eligible securities and other financial assets to its participants, which are principally banks and broker-dealers. HNB uses two DTCC subsidiaries, the Depository Trust Company ("DTC") and the National Securities Clearing Corporation ("NSCC"). DTC processes the movement of securities for trades that are cleared and settled in the Continuous Net Settlement system, operated by the NSCC. The NSCC provides clearing, settlement, risk management, central counterparty services and a guarantee of completion for certain transactions for broker-to-broker trades involving equities, corporate and municipal debt, American depository receipts, exchange-traded funds, and unit investment trusts.
4	FedACH Services	Domestic	FedACH Services is an electronic payment system providing automated clearing house ("ACH") services that is owned and operated by the FRB. The ACH system exchanges batched debit and credit payments among business, consumer and government accounts. The system processes pre-authorized recurring and non-recurring payments.
5	Federal Reserve Check Clearing	Domestic	Federal Reserve Check Clearing plays a material role as the intermediary network involved with the clearing and settlement of interbank payments. The Fed Clearing network processes checks drawn on banks that are not members of a local or private sector clearinghouse.

No.	Financial Market Utility Name	Domestic or International	Description
6	Federal Reserve National Settlement	Domestic	Federal Reserve National Settlement allows participants in clearing arrangements to exchange and settle transactions on a multilateral basis through designated master accounts held at FRBs.
7	Fedwire Funds Service	Domestic	Fedwire Funds is a wire transfer service provider. Fedwire is a real-time gross settlement system. Payments are continuously settled on an individual, order-by-order basis without netting.
8	Fedwire Securities Settlement	Domestic	Fedwire Securities is a national securities book-entry system. Fedwire Securities conducts real-time transfers of securities and related funds, on an individual and gross basis. Fedwire Securities conducts issuance, transfer and settlement for all marketable Treasury securities, for many federal government agency and government-sponsored enterprise securities and for certain international organizations' securities.
9	FX Alliance ("FXall")	International	FXall provides electronic foreign exchange ("FX") trading solutions to institutional clients worldwide. Its systems are designed to execute transactions in various FX products, including spot, forwards, swaps, and non-deliverable forwards, as well as bank deposits and precious metals.
10	Inter-Continental Exchange ("ICE")	International	ICE operates a network of regulated exchanges and clearing houses, and is a provider of global data and listing services. ICE's futures exchanges and clearinghouses serve global commodity and financial markets, providing risk management and capital efficiency.
11	MasterCard	Domestic	MasterCard is a global payments technology company that connects consumers, businesses, banks and governments enabling them to use electronic payments instead of cash and checks.
12	National Automated Clearing House Association ("NACHA")	Domestic	NACHA provides automated clearing of debit and credit transactions using the ACH Network. HNB uses this provider as both an originating and receiving depository financial institution to facilitate payments and receipt of funds on behalf of HNB customers.
13	Society for Worldwide Interbank Financial Telecommunications ("SWIFT")	International	SWIFT provides a network that enables financial institutions worldwide to send and receive information about financial transactions in a secure, standardized and reliable environment. Business Identifier Codes (BICs, previously Bank Identifier Codes) are popularly known as "SWIFT codes".
14	Viewpointe Archive Services ("Viewpointe")	Domestic	Viewpointe provides check image and settlements services to financial institutions. HNB uses its services to settle checks that are sent from other banks.

F. Description of Foreign Operations

As of December 31, 2017, HNB had no operations that were based or located outside the United States.

G. 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.

H. Principal Officers

Exhibit H.1 identifies members of HNB's executive leadership team as of June 30, 2018.

Exhibit H.1 Executive Leadership Team Members

Name	HNB Title
Stephen D. Steinour	Chairman, President and Chief Executive Officer
Harry Farver	Executive Vice President and Chief Auditor
Andrew J. Harmening	Senior Executive Vice President and Consumer & Business Banking Director
Paul G. Heller	Senior Executive Vice President and Chief Technology and Operations Officer
Helga S. Houston	Senior Executive Vice President and Chief Risk Officer
Jana J. Litsey	Senior Executive Vice President and General Counsel
Howell D. McCullough III	Senior Executive Vice President and Chief Financial Officer
Daniel J. Neumeyer	Senior Executive Vice President and Chief Credit Officer
Sandra E. Pierce	Senior Executive Vice President and PCG & Regional Banking Director
Richard Remiker	Senior Executive Vice President and Commercial Banking Director
Rajeev Syal	Senior Executive Vice President and Chief Human Resources Officer
Mark E. Thompson	Senior Executive Vice President and Corporate Operations Director
Julie C. Tutkovics	Executive Vice President and Chief Marketing & Communications Officer

I. 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 Recovery and Resolution Planning Committee ("RRPC"). The RRPC, 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 RRPC currently consists of individuals with the following position titles:

- Capital Planning Manager
- Corporate Treasurer
- Enterprise Risk Executive
- Liquidity and Capital Director
- Market, Liquidity and Model Risk Director
- Mergers and Acquisitions Director
- Risk Management Section Manager
- Senior Associate General Counsel
- Audit Group Director (ex-officio)

To support resolution planning sustainability, significant resources and effort have been dedicated to resolution planning responsibilities. In 2016, Management established and staffed a permanent Recovery and Resolution Planning group within Corporate Risk Management whose primary focus is on oversight and governance of HNB's resolution planning processes. This Recovery and Resolution Planning group 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.

J. 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 necessary functions, 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.

K. High-Level Description of Resolution Strategies for Material Entities

As required by the IDI Rule, HNB has developed strategies for resolution in the unlikely and hypothetical event of failure. In conformance with the IDI Rule and guidance provided by the FDIC, the strategies assume a hypothetical material event that specifically and singularly affects HNB (i.e. an idiosyncratic event) under varying economic conditions. The strategies further assume that HNB has not taken steps to enhance its capital or liquidity positions. The resolution strategies identify a range of sale and disposition options for HNB.

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In all of the strategies considered, HNB would be subject to the FDIC receivership process under the FDIA. The resolution strategy for HNB contemplates a range of resolution options for FDIC consideration. The options identified are intended to ensure 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), maximize the net present value return from the sale or disposition of its assets, and minimize the amount of any loss to be realized by the institution's creditors.

Resolution options contemplated for HNB include:

Whole Bank Sale: The FDIC, acting as receiver, would negotiate a sale of HNB in its entirety with a third-party buyer through a purchase and assumption transaction on the Friday evening of resolution weekend. Based on the manageable size of the Bank, and the integrated nature of its business and regional concentration, HNB believes this strategy maximizes value to the receivership, will incur no cost to the deposit insurance fund, ensures access to insured deposits within one business day and limits the potential for contagion to affect the financial stability of the U.S.

Multiple Acquirer Strategy: The FDIC would create a new, nationally chartered "bridge bank" and transfer the assets and liabilities, including insured and uninsured deposits, from the HNB receivership to the bridge bank. The establishment of a bridge bank is followed by the divestiture of assets that HNB believes would be salable on a stand-alone basis. The bridge bank is managed to maximize value during a stabilization period and eventually transferred to a new holding company under a simple legal entity structure, the capital stock of which is ultimately sold in an IPO and possibly one or more secondary offerings.

Liquidation Strategy: HNB enters FDIC receivership and all of its banking activities cease. The FDIC transfers insured deposits to a temporary, FDIC-created deposit insurance national bank and begins the process of liquidating HNB's assets at a rapid and highly discounted rate.