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February 19, 2021

VIA E-Apps

R. Ryan Schilling  
Banking Supervisor  
Applications & Enforcement  
Federal Reserve Bank of Cleveland  
150 East Fourth Street  
Cincinnati, Ohio 45202

Re: Application to the Federal Reserve by Huntington Bancshares Incorporated to Acquire TCF Financial Corporation – Supplemental Response to the Additional Information Request dated February 2, 2021

Dear Mr. Schilling:

Please find attached our supplemental response (the “Supplemental Response”) to an additional information request, dated February 2, 2021, concerning the application by Huntington Bancshares Incorporated (“Huntington”), requesting approval of the Board of Governors of the Federal Reserve System (the “Federal Reserve”) to acquire by merger TCF Financial Corporation (“TCF”), with Huntington as the surviving entity, pursuant to sections 3(a)(3) and 3(a)(5) of the Bank Holding Company Act. The Supplemental Response has a Supplement Response-Public Version, a Supplemental Response-Confidential Version, a Public Exhibits Volume and a Confidential Exhibits Volume.

R. Ryan Schilling  
February 19, 2021  
Page 2

Request for Confidential Treatment

Confidential treatment is respectfully requested under the federal Freedom of Information Act, 5 U.S.C. § 552, and the Federal Reserve's implementing regulations, for (a) the information in the Supplemental Response-Confidential Version that is redacted from the Supplemental Response-Public Version and (b) the information contained in the Confidential Exhibits Volume (together, the "Confidential Information"). The Confidential Information includes, for example, information regarding the business strategies and plans and pro forma financial information of Huntington, The Huntington National Bank ("Huntington Bank"), TCF and TCF National Bank ("TCF Bank"), and information regarding other matters of a similar nature. This information is not the type of information that would otherwise be made available to the public under any circumstances. All such information, if made public, could result in substantial and irreparable harm to Huntington, Huntington Bank, TCF and TCF Bank. Certain information in the Confidential Information also includes confidential supervisory information, which is protected from disclosure. In addition, potential investors could be influenced or misled by such information, which is not reported in any documents filed or to be filed in accordance with the disclosure requirements of applicable securities laws, as a result of which Huntington and TCF could be exposed to potential inadvertent violations of law or exposure to legal claims. Accordingly, confidential treatment is respectfully requested with respect to the Confidential Information under 5 U.S.C. §§ 552(b)(4) and (b)(8) and the Federal Reserve's implementing regulations. Please contact Richard K. Kim or me if this request for confidentiality cannot be honored for any reason, to allow Huntington, Huntington Bank, TCF and/or TCF Bank to take appropriate steps to protect such information from disclosure.

If you have any questions about this submission or confidential treatment request, please feel free to contact Richard K. Kim at 212/403-1354 or me at 212/403-1330.

Sincerely,



Jeffrey A. Watiker

Enclosures

Cc: Richard K. Kim

**Supplemental Response to Federal Reserve Additional  
Information Request dated February 2, 2021**

**Financial Stability**

Data referenced in this section are requested as of September 30, 2020.

9. For TCF, provide the total amount for each of the following FR Y-15 line items. For both Huntington and TCF, provide the five largest counterparties rolled up to the parent company and their corresponding amounts.
- a. Total exposure (Y832)
  - b. Total intra-financial system assets (M362)
  - c. Total intra-financial system liabilities (M370)
  - d. Total securities outstanding (M376)
  - e. Payments activity (M390)
  - f. Assets held as a custodian on behalf of customers (M405)
  - g. Total underwriting activity (M408)
  - h. OTC derivative contracts settled bilaterally (M410)
  - i. Total notional amount of OTC derivatives (M411)
  - j. Total adjusted trading and AFS securities (N255)
  - k. Assets valued using Level 3 measurement inputs (G506)
  - l. Foreign claims on an ultimate-risk basis (M422)
  - m. Total cross-jurisdictional liabilities (M426)
  - n. Total short-term wholesale funding, by maturity (Y890, Y891, Y892, Y893)
  - o. Total short-term wholesale funding (Y894)
  - p. Average risk-weighted assets (Y895)
  - q. Short-term wholesale funding metric (Y896)

Responsive information *concerning Huntington* was provided in our response dated February 12, 2021 (the "February 12th Response").

Please see Confidential Exhibit A for the total amount *for TCF* for each of the above FR Y-15 line items. Responsive information concerning the five largest counterparties rolled up to the parent company and their corresponding amounts *for TCF* will be provided under separate cover.

12. To the extent not already provided in the notifications, identify whether Huntington or TCF are involved in each of the following activities, discuss the nature of this involvement, and provide a brief listing of other firms that engage in the same activity in the United States. For both Huntington and TCF, separately, provide measures of the scale of each activity specified, for both the most recent quarter and

the most recently completed year. Measures should be stated both in U.S. dollars and as a share of overall U.S. activity; derivatives should be stated as notional dollar amounts. Responses may be confined to information maintained in the regular course of business.

- a. **Short-term lending**
  - i. **Reverse bilateral repurchase agreements (volume)**
  - ii. **Reverse tri-party repurchase agreements (volume)**
  - iii. **Fed funds (volume)**
  - iv. **Tri-party repo dealing (volume)**
  
- r. **Commercial lending**
  - i. **Syndicated lending (volume)**
  - ii. **Syndicated pipeline commitments (volume)**
  - iii. **Lending to small and medium-sized enterprises (volume)**
  - iv. **Unfunded commitments (volume)**
  
- s. **Underwriting services**
  - i. **Issuance of new equities (volume)**
  - ii. **Corporate bonds (volume)**
  - iii. **Commercial paper (volume)**
  - iv. **Asset backed securities (volume)**
  - v. **Other debt securities (volume)**
  
- t. **Total provisions of services in the following sectors.**
  - i. **Prime brokerage (number of funds and fund sponsors, and total assets under management)**
  - ii. **Securities lending (report value of securities lent as a custodian and securities lent from trading book)**
  - iii. **Corporate trust**
  - iv. **Correspondent banking**
  - v. **Wealth management (total assets under management)**
  - vi. **Insurance (by segment, including reinsurance)**

Responsive information *concerning Huntington* was provided in the February 12th Response.

Please see Exhibit 1 and Confidential Exhibit B for responsive information *concerning TCF*.

15. Provide TCF's Method 1 score and Method 2 score as of September 30, 2020, calculated pursuant to the Board's GSIB surcharge rule (see 12 CFR part 217, subpart H).

Please see Confidential Exhibit C for responsive information.

Confidential Questions

■ [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]