

HUNTINGTON BANCSHARES INC/MD

Form 8-K

May 07, 2007

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

**FORM 8-K  
CURRENT REPORT**

**Pursuant To Section 13 Or 15(d) of The Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): May 7, 2007**

**Huntington Bancshares Incorporated**

(Exact name of registrant  
as specified in charter)

**Maryland**  
(State or other jurisdiction of  
incorporation)

**0-2525**  
(Commission File Number)

**31-0724920**  
(IRS Employer Identification No.)

**Huntington Center  
41 South High Street  
Columbus, Ohio 43287**

(Address of principal executive offices)

Registrant's telephone number, including area code: (614) 480-8300

Not applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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This Current Report on Form 8-K is being filed May 7, 2007 by Huntington Bancshares Incorporated to include the unaudited pro forma financial information referred to in Item 9.01(b) below relating to the proposed merger of Huntington Bancshares Incorporated and Sky Financial Group, Inc.

***Section 9 Financial Statements and Exhibits***

**Item 9.01 Financial Statements and Exhibits**

(b) Pro forma financial information.

1. In connection with the proposed merger of Huntington Bancshares Incorporated and Sky Financial Group, Inc., attached as an exhibit is the Unaudited Pro Forma Condensed Combined Consolidated Financial Information of Huntington Bancshares Incorporated and Sky Financial Group, Inc.

(d) Exhibits.

- 99.1 Unaudited Pro Forma Condensed Combined Consolidated Financial Information of Huntington Bancshares Incorporated and Sky Financial Group, Inc.
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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Huntington Bancshares Incorporated

Date: May 7, 2007

By: /s/ Richard A. Cheap

Name: Richard A. Cheap

Title: General Counsel and Secretary