



**Supervisory Condition Letter #2016-07  
July 2016**

July 19, 2016

Mark N. DuHamel  
Executive Vice President and Chief Financial Officer  
FirstMerit Bank, N.A.  
106 South Main Street  
Akron, OH 44308

**Subject: Request of FirstMerit Bank, National Association, for an Extension of the Filing Date for its 2016 Dodd-Frank Act Stress Test ("DFAST") Submission**

Dear Mr. DuHamel:

This letter is in response to your correspondence dated June 20, 2016, requesting an extension of the requirement under 12 CFR 46.7 to report the results of annual stress testing by July 31, 2016. As discussed below, the OCC has determined than an extension is appropriate.

**Discussion**

Twelve CFR part 46 establishes stress testing requirements for national banks and Federal savings associations with assets of more than \$10 billion. Covered banks and savings associations with assets of more than \$10 billion but less than \$50 billion in assets are required to conduct annual stress tests and submit their results to the OCC by July 31 of each year. Twelve CFR 46.4(a)(1) provides that the "OCC may accelerate or extend any specified deadline for stress testing, reporting, or publication of disclosures of the stress test results."

FirstMerit Corporation and Huntington Bancshares, Inc. ("Huntington") have signed an Agreement and Plan of Merger pursuant to which Huntington would acquire FirstMerit Corporation, including its principal bank subsidiary, FirstMerit Bank, National Association ("FirstMerit," or "the bank"). FirstMerit Corporation expects to be acquired on August 1, 2016. Pursuant to the Agreement and Plan of Merger, FirstMerit will be merged into The Huntington National Bank after the acquisition of FirstMerit Corporation. Upon consummation of this transaction, FirstMerit would cease to be an entity and would no longer be subject to the annual stress test rule. The Huntington National Bank previously submitted the results of the annual stress test to the OCC by the required April 5, 2016 date, which included forecasts of the

FirstMerit acquisition based on FirstMerit data. Therefore, the OCC has determined that an extension to December 31, 2016 for FirstMerit to complete its stress test is appropriate in the event that the merger of FirstMerit into The Huntington National Bank is not consummated by that date. The Huntington National Bank's submission obviates the need for a separate submission by FirstMerit. If FirstMerit ceases to exist by December 31, 2016, then a separate submission by FirstMerit would not be a useful supervisory resource.

### **Conditions on Approval of Extensions**

For the reasons described above, the OCC has determined that it will grant an extension until December 31, 2016, for FirstMerit's stress testing submission pursuant to 12 CFR 46.4(a)(1), subject to the conditions set forth below. FirstMerit must meet these conditions, unless notified otherwise in writing by the OCC.

1. For stress test results submitted by the December 31, 2016 deadline, FirstMerit will use financial data as of December 31, 2015, the standard date provided in 12 CFR part 46.
2. FirstMerit will submit its results using the reporting forms and planning horizon provided by the OCC.
3. Pursuant to 12 CFR 46.8, FirstMerit will publish a summary of its stress testing results between March 15, 2017 and March 31, 2017.

The above-listed conditions of this approval are “condition[s] imposed in writing [by the OCC] in connection with any action on any application, notice, or other request” within the meaning of 12 USC 1818 and, as such, are enforceable under 12 USC 1818.

If you have any questions concerning this matter, please contact Examiner-in-Charge Len Farrell at (216) 416-0814.

Sincerely,

/s \_\_\_\_\_  
Toney Bland  
Senior Deputy Comptroller  
Midsize and Community Bank Supervision