IN THE COURT OF COMMON PLEAS CUYAHOGA COUNTY, OHIO

LISA PARKER, et al.,	Plaintiffs,	Case No. CV 08-657360
V.		Judge Richard J. McMonagle
NATIONAL CITY CORP., et al.,		
	Defendants.	

NOTICE OF PROPOSED SETTLEMENT OF CLASS ACTION

TO: ALL PERSONS AND ENTITIES WHO (1) ON OR AFTER DECEMBER 1, 2006 WERE PARTICIPANTS IN THE HARBOR FEDERAL SAVINGS BANK EMPLOYEE STOCK OWNERSHIP PLAN (THE "HARBOR ESOP") AND HAD ALLOCATED TO THEIR ESOP ACCOUNTS SHARES OF NATIONAL CITY CORPORATION ("NATIONAL CITY" OR THE "COMPANY") COMMON STOCK, (2) ON OR AFTER DECEMBER 1, 2006 ACQUIRED SHARES OF NATIONAL CITY COMMON STOCK IN CONNECTION WITH RESTRICTED STOCK OR OPTIONS ISSUED PURSUANT TO THE HARBOR 1998 STOCK INCENTIVE PLAN (THE "HARBOR SIP"), OR (3) OTHERWISE PURCHASED OR ACQUIRED SHARES OF NATIONAL CITY COMMON STOCK DIRECTLY OR INDIRECTLY TRACEABLE TO THE HARBOR ESOP OR TO RESTRICTED STOCK OR OPTIONS ISSUED PURSUANT TO THE HARBOR SIP; PROVIDED HOWEVER, THAT IN ALL CIRCUMSTANCES THE SHARES SO PURCHASED OR ACQUIRED ARE TRACEABLE TO THE REGISTRATION STATEMENT ON FORM S-8 THAT NATIONAL CITY FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON DECEMBER 1, 2006 (THE "REGISTRATION STATEMENT") FOR ALLOCATION OF NATIONAL CITY SHARES ISSUABLE UNDER THE HARBOR ESOP AND THE HARBOR SIP.

THIS NOTICE WAS AUTHORIZED BY THE COURT. IT IS NOT A LAWYER SOLICITATION. PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY.

WHY SHOULD I READ THIS NOTICE?

This Notice is given pursuant to an order issued by the Common Pleas Court in Cuyahoga County, Ohio (the "Court"). This Notice serves to inform you of the proposed settlement of this class action lawsuit (the "Settlement") and the hearing (the "Fairness Hearing") to be held by the Court to consider the fairness, reasonableness and adequacy of the Settlement as set forth in the Stipulation and Agreement of Settlement among the Plaintiffs and Defendants National City Corporation, David A. Daberko, Jeffrey D. Kelly, Thomas A. Richlovsky, Jon E. Barfield, James S. Broadhurst, Christopher M. Connor, Bernadine P. Healy, S. Craig Lindner, Paul A. Ormond, Gerald L. Shaheen, Jerry Sue Thornton, Morry Weiss and David L. Zoeller (the "Individual Defendants") (the Company and the Individual Defendants shall be referred to together as the "Defendants"), dated as of April 1, 2010 (the "Settlement Agreement"), on file with the Court. This Notice is intended to inform you how this lawsuit and proposed Settlement may affect your rights and what steps you may take in relation to it. This Notice is not an expression of any opinion by the Court as to the merits of the claims or defenses asserted in the lawsuit.

WHAT IS THIS LAWSUIT ABOUT?

I. The Allegations.

Plaintiffs allege that Defendants violated Sections 11, 12 and 15 of the Securities Act of 1933, 15 U.S.C. §§ 77k, 771 and 77o, by making allegedly false statements in the Registration Statement on Form S-8 that National City filed with the Securities and Exchange Commission on December 1, 2006 (the "Registration Statement") in connection with National City's merger with Harbor Florida Bancshares, Inc. ("Harbor"). The Registration Statement became effective on December 1, 2006 and allocated certain shares of National City common stock issuable under the Harbor ESOP and the Harbor SIP. As a result of the merger, all outstanding shares of Harbor common stock were exchanged for shares of National City common stock according to a specified ratio. At the time of the exchange, the public market price for National City shares was approximately \$36 per share.

Plaintiffs further allege that, unbeknownst to the Class, the Registration Statement, which incorporated by reference certain of National City's 2006 financial reports, contained false statements and material omissions relating to National City's overall financial health and the stability of its loan portfolio. Plaintiffs allege that, as a result of the allegedly material misrepresentations and omissions in the Registration Statement, the price of National City's stock was artificially inflated at the time the Registration Statement became effective. Plaintiffs allege that when the true state of National City's business and operations was finally revealed, National City's stock price fell, including the shares held by, or allocated to the Harbor ESOP accounts of, the members of the Class. Defendants deny Plaintiffs' allegations, and have vigorously defended the litigation.

The Court has not ruled as to whether the Defendants are liable to Plaintiffs or to the Class. This Notice is not intended to be an expression of any opinion by the Court with respect to the truth of the allegations in this lawsuit or the merits of the claims or defenses asserted. This Notice is solely to advise you of the pendency of the action and proposed Settlement thereof and your rights in connection with that Settlement.

II. Status of the Case.

This action was filed on April 21, 2008, in the Common Pleas Court for Cuyahoga County, Ohio. On May 22, 2009, Defendants moved to dismiss Plaintiffs' Amended Complaint, which Plaintiffs opposed. Prior to and during this Action, Plaintiffs'

Counsel conducted an extensive investigation of the claims and the underlying events and transactions alleged in the Action and analyzed materials produced by Defendants and third parties, and researched the applicable law with respect to the claims of Plaintiffs and the Class against Defendants and the potential defenses thereto. Based on their investigation and review, Plaintiffs and Plaintiffs' Counsel have concluded that the terms and conditions of this Stipulation are fair, reasonable and adequate to the Class Members and in their best interests, and have agreed to settle the claims raised in the Action pursuant to the terms and provisions of this Stipulation.

HOW DO I KNOW IF I AM A SETTLEMENT CLASS MEMBER?

If you purchased or otherwise acquired (or are the legal representative, heir, executor, administrator, successor or assign of person who purchased or otherwise acquired) National City common stock pursuant or traceable to the Registration Statement on Form S-8 filed by National City with the Securities and Exchange Commission that became effective on December 1, 2006, including shares of National City common stock allocated to the accounts of participants in the Harbor ESOP on or after December 1, 2006, you are a Settlement Class Member. Thus, Settlement Class Members include (i) all participants in the Harbor ESOP who had allocated to their Harbor ESOP accounts shares of National City common stock on or after December 1, 2006 through March 31, 2008, (ii) all persons who acquired National City common stock on or after December 1, 2006 in connection with restricted stock or options issued under the Harbor SIP, and (iii) all persons who on or after December 1, 2006 received shares of National City stock, which were previously allocated in the Harbor ESOP or issued under the Harbor SIP, as transferees or successors-in-interest of the persons set forth in (i) and (ii) above. Defendants, members of Defendants' immediate families and their legal representatives, heirs, executors, administrators, successors and assigns and any entity in which any Defendant has or had a controlling interest, as set forth in the Settlement Agreement, are excluded from the Settlement Class.

WHAT IS THE MONETARY VALUE OF THE PROPOSED SETTLEMENT?

The Settlement, if approved, will result in the creation of a cash settlement fund in the amount of \$5.25 million (the "Settlement Fund"). The Settlement Fund, plus accrued interest and minus the costs of Notice and attorneys' fees and expenses as approved by the Court, will be distributed to Settlement Class Members pursuant to the Plan of Allocation that is described in the next section of this Notice.

WHAT IS THE PROPOSED PLAN OF ALLOCATION?

The cost of this Notice and any Court-approved costs and attorneys' fees will be deducted from the Settlement Fund. The remainder of the Settlement Fund, plus accrued interest, will be paid to Settlement Class Members in accordance with the following Plan of Allocation:

I. Definitions

- A. Except as indicated in this Plan of Allocation, the capitalized terms used herein shall have the meanings ascribed to them in the Settlement Agreement.
 - B. "Claimant" means each member of the Settlement Class who submits a valid and timely Proof of Claim.
 - C. "Current Participants" means Claimants who are current Plan participants or beneficiaries thereof.
 - D. "Former Participants" means Claimants who are former Plan participants or beneficiaries thereof.
 - E. "Harbor SIP" means the Harbor 1998 Stock Incentive Plan.
- F. The "Plan" means the Harbor Federal Savings Bank Employee Stock Ownership Plan ("Harbor ESOP"), and all predecessor or successor plans, individually and collectively, including but not limited to the National City Savings and Investment Plan ("National City SIP") and The PNC Financial Services Group, Inc. Incentive Savings Plan ("PNC ISP"), and any trust(s) created under such Plans.
- G. The "Purchase Price" means the lesser of (i) the price at which a Claimant purchased or otherwise acquired National City shares traceable to the Registration Statement or (ii) \$36.68.
- H. "Transferee" means any person who on or after December 1, 2006 acquired any shares of National City common stock from someone who in turn acquired those shares directly or indirectly through the Harbor ESOP or the Harbor SIP, pursuant to or traceable to the Registration Statement filed with the Securities and Exchange Commission on December 1, 2006 in connection with National City's merger with Harbor Florida Bancshares, Inc.
- I. For purposes of the Plan of Allocation, (1) shares of National City common stock allocated to the accounts of participants in the Harbor ESOP on or after December 1, 2006 shall be deemed to have been purchased or otherwise acquired by such participant pursuant or traceable to the Registration Statement at the time of such allocation, and (2) shares of National City common stock allocated to the accounts of participants in the Harbor ESOP on or after December 1, 2006 shall be deemed to have been sold by such participant either (i) when such participant received a cash distribution from the Harbor ESOP in consideration of shares previously allocated to the account of such participant, or (ii) when the participant sold shares received in a distribution from the Harbor ESOP.

II. Calculation Of Recognized Losses

A. For each Claimant, the Claims Administrator shall determine the approximate alleged net loss relating to the Claimant's interest in the Harbor ESOP ("Harbor ESOP Net Loss") as follows:

- 1. For shares of National City stock allocated to participants' accounts in the Harbor ESOP, shares must have sustained a loss in order to have a recognized loss.
- 2. For shares allocated to the account of a participant in the Harbor ESOP on or after December 1, 2006 and sold at or above \$36.68, there is no recognized loss.
- For shares allocated to the account of a participant in the Harbor ESOP on or after December 1, 2006 and sold on or before April 21, 2008, the recognized loss is the Purchase Price minus the sale price.
- 4. For shares allocated to the account of a participant in the Harbor ESOP on or after December 1, 2006 that were retained through April 21, 2008 and then sold on or before December 31, 2008, the recognized loss is the lesser of:
 - a) the Purchase Price minus the sale price; or
 - b) the Purchase Price minus \$6.03.
- 5. For shares allocated to the account of a participant in the Harbor ESOP on or after December 1, 2006 and held through December 31, 2008, the recognized loss is the Purchase Price minus \$6.03.
- B. The aggregate Harbor ESOP Net Losses of all Claimants as calculated above is the "Total Harbor ESOP Net Loss."
- C. For each Claimant, the Claims Administrator shall determine the approximate alleged net loss relating to the Harbor SIP ("Harbor SIP Net Loss") as follows:
 - 1. For restricted shares awarded as of December 1, 2006:
 - a) For any share sold at or above \$36.68, there is no recognized loss.
 - b) For shares sold below \$36.68 on or before April 21, 2008, the recognized loss is \$36.68 minus the sale price.
 - c) For shares retained through April 21, 2008 and then sold below \$36.68 on or before December 31, 2008, the recognized loss is the lesser of:
 - i) \$36.68 minus the sale price; or
 - ii) \$30.65.
 - d) For shares held through December 31, 2008, the recognized loss is \$30.65.
 - 2. For options that were:
 - a) Exercised after December 1, 2006 and the resulting shares were sold on the date of exercise, there is no recognized loss.
 - b) Exercised after December 1, 2006 and the resulting shares were sold after the date of exercise and on or before April 21, 2008, the recognized loss is, if any, the lesser of:
 - i) \$36.68 minus the sale price; or
 - ii) the exercise price minus the sale price;
 - c) Exercised after December 1, 2006 and the resulting shares were retained through April 21, 2008 and then sold on or before December 31, 2008, the recognized loss is, if any, the least of:
 - i) \$36.68 minus the sale price;
 - ii) the exercise price minus the sale price;
 - iii) the exercise price minus \$6.03; or
 - iv) \$30.65.
 - d) Exercised after December 1, 2006 and the resulting shares were retained after the date of exercise through December 31, 2008, the recognized loss is, if any, the lesser of:

- i) the exercise price minus \$6.03; or
- ii) \$30.65.
- D. The aggregate Harbor SIP Net Losses of all Claimants as calculated above is the "Total Harbor SIP Net Loss."
- E. For each Claimant, the Claims Administrator shall determine the approximate alleged net loss as a Transferee ("Transferee Net Loss") as follows:
 - 1. For shares sold on or before April 21, 2008, the recognized loss is the Purchase Price minus the sale price.
 - 2. For shares retained through April 21, 2008 and then sold on or before December 31, 2008, the recognized loss is the lesser of:
 - a) The Purchase Price minus the sale price; or
 - b) The Purchase Price minus \$6.03.
 - 3. For shares held through December 31, 2008, the recognized loss is the Purchase Price minus \$6.03.
 - F. The aggregate Transferee Net Losses of all Claimants as calculated above is "Total Transferee Net Loss".
- G. The sum of each Claimant's Harbor ESOP Net Loss, Harbor SIP Net Loss and Transferee Net Loss is the Claimant's "Total Net Loss."
- H. The Claims Administrator shall calculate for each Claimant his or her "Net Loss Percentage" by dividing each Claimant's Total Net Loss by the Total Net Losses of all Claimants.
- I. The Claims Administrator shall then calculate for each Claimant the "Preliminary Dollar Recovery" by multiplying the Claimant's Net Loss Percentage by the Net Proceeds.
- J. The Claims Administrator shall identify all Claimants whose Preliminary Dollar Recovery under paragraph G above is less than or equal to twenty dollars (\$20.00) (the "De Minimis Amount"). All Claimants whose Preliminary Dollar Recovery is less than or equal to the De Minimis Amount shall be deemed to have a Final Dollar Recovery of zero, and the Preliminary Dollar Recovery otherwise allocable to such Claimants shall be reallocated among the other Claimants proportionately in accordance with their Preliminary Dollar Recoveries (the "Reallocation").
- K. The Claims Administrator shall then recalculate in accordance with paragraphs II.A-G above the Net Loss Percentages of the Claimants whose Preliminary Dollar Recovery was greater than the De Minimis Amount to take into account the Reallocation, so as to arrive at each Claimant's "Final Dollar Recovery." If there is no Reallocation, each Claimant's Preliminary Dollar Recovery shall be each Claimant's Final Dollar Recovery. The sum of the Final Dollar Recoveries of all Claimants (the "Total Dollar Recoveries") must equal the Net Proceeds.
- III. Calculation of Harbor ESOP Claim Net Proceeds, Harbor SIP Claim Net Proceeds, and Transferee Claim Net Proceeds
- A. Each Claimant's Final Harbor ESOP Dollar Recovery is the Claimant's Harbor ESOP Net Loss divided by the Claimant's Total Net Loss, multiplied by the Claimant's Final Dollar Recovery. Each Claimant's Final Harbor SIP Dollar Recovery is the Claimant's Harbor SIP Net Loss divided by the Claimant's Total Net Loss, multiplied by the Claimant's Final Dollar Recovery. Each Claimant's Final Transferee Dollar Recovery is the Claimant's Transferee Net Loss divided by Claimant's Total Net Loss, multiplied by the Claimant's Final Dollar Recovery.
- B. The "Harbor ESOP Claim Net Proceeds" are the sum total of all of the Final Harbor ESOP Dollar Recoveries. The "Harbor SIP Claim Net Proceeds" are the sum total of all of the Final Harbor SIP Dollar Recoveries. The "Transferee Claim Net Proceeds" are the sum total of all of the Final Transferee Dollar Recoveries.
- C. The Harbor ESOP Claim Net Proceeds plus the Harbor SIP Claim Net Proceeds plus the Transferee Claim Net Proceeds must equal the Net Proceeds.
- IV. Allocation Of The Net Proceeds To The Settlement Class
- A. Pursuant to ¶¶ 11-22 of the Settlement Agreement, upon Court Order, the Claims Administrator shall direct the Escrow Agent to disburse the Harbor ESOP Claim Net Proceeds to the Trustee of the Plan for distribution to or for the benefit of the members of the Settlement Class. The Claims Administrator shall then direct the Plan trustee or successor trustee or other designee, to allocate the Harbor ESOP Claim Net Proceeds received by the Plan to the members of the Settlement Class according to the allocation/calculation methods described herein.

- B. With respect to Current Participants, as promptly as possible, after deposit of the Harbor ESOP Claim Net Proceeds into the Plan, the trustee shall allocate into the Plan account of each Current Participant his or her Final Harbor ESOP Dollar Recovery, as calculated in Section III above, less any expenses or administrative charges approved by the Court. The deposited amount shall be allocated among the Current Participant's investment options in accordance with the existing investment elections for current contributions into the Plan then in effect and treated thereafter for all purposes under the Plan as assets of the Plan properly credited to that Current Participant's account.
- C. With respect to Former Participants, as promptly as possible, the Plan's trustee will reactivate an account in the Plan for each Former Participant and allocate into each such account the Former Participant's Final Harbor ESOP Dollar Recovery as calculated in Section III above, less any expenses or administrative charges approved by the Court, which sum shall be invested in a suitable short term investment vehicle, the primary purpose of which is the preservation of assets, pending distribution to the Former Participant. The deposited amount, plus interest, shall then, as soon as is practical, be distributed to the Former Participant in the same manner as a qualified distribution from the Plan pursuant to ERISA and the Internal Revenue Code.
- D. Pursuant to ¶¶ 11-22 of the Settlement Agreement, upon Court Order, the Claims Administrator shall direct the Escrow Agent to disburse the Harbor SIP Claim Net Proceeds to those Claimants with a Final Harbor SIP Dollar Recovery and the Final Transferee Claim Net Proceeds to those Claimants with a Final Transferee Dollar Recovery, calculated in Section III above. Disbursements shall be made by personal check mailed to a Claimant by first-class mail.
- E. Members of the Settlement Class who do not submit timely claims that include the information required by the Proof of Claim shall not be eligible to receive any recovery under this Plan of Allocation, but they shall be fully bound by the Settlement set forth in the Settlement Agreement, including the releases therein, and any orders of the Court entered in connection therewith.
- V. Notice To Litigants' Counsel Of Loss Calculation Methodology and Results
- A. At least fifteen (15) days prior to the submission of the Class Distribution Order to the Court, the Claims Administrator shall provide to counsel for Defendants and Plaintiffs the methodology used in calculating losses described herein (or as otherwise modified by the Court or the Parties) as well as a sampling of the summaries, compilations, calculations, or tabulations of the claims and amounts described herein, including a complete listing setting out the amount of allocations to each Claimant.
- VI. Qualifications And Continuing Jurisdiction
- A. In light of the manner in which the data are kept and the ease with which they can be analyzed, it may be appropriate to simplify some of the features of these calculations. Such simplifications are acceptable as long as two basic features of the distribution are preserved: (1) that each Claimant receives a share of the Net Proceeds based approximately on the decline in the value of National City stock (i) held in his or her Harbor ESOP account over the Class Period, (ii) received through the Harbor SIP, or (iii) acquired as a transferee, in comparison with the respective decline in value of National City stock either (x) held in the Harbor ESOP accounts of other Claimants or (y) received by other Claimants through the Harbor SIP, or (z) acquired by other Claimants as a Transferee, as the case may be; and (2) that the distribution of the Harbor ESOP Net Proceeds take place through the Plan or a similar plan so as to realize the tax advantages of investment in the Plan. Any such changes will be presented to the Court for approval.
- B. The Court will retain jurisdiction over the Plan of Allocation to the extent necessary to ensure that it is fully and fairly implemented.

DO I NEED TO CONTACT CLASS COUNSEL IN ORDER TO PARTICIPATE IN DISTRIBUTION OF THE SETTLEMENT FUND?

No. If you have received this Notice and timely submit your Proof of Claim to the designated address, you need not contact the class counsel. If you did not receive this Notice but believe you should have, or if your address changes, please contact the Claims Administrator at:

Parker v. National City Corp. Settlement
Claims Administrator
c/o The Garden City Group, Inc.
P.O. Box 9349
Dublin, OH 43017-4249
Phone: 1-800-231-1815
www.HarborSecuritiesLitigation.com

THERE WILL BE NO PAYMENTS IF THE SETTLEMENT AGREEMENT IS TERMINATED

The Settlement Agreement may be terminated under several circumstances outlined in it. If the Settlement Agreement is terminated, the certification of the Settlement Class for settlement purposes will be vacated, and the Action will proceed as if the Settlement Agreement had not been entered into.

WHAT ARE THE REASONS FOR SETTLEMENT?

The Court has not reached any final decisions in connection with the Plaintiffs' claims against the Defendants. Instead, the Plaintiffs and the Defendants have agreed to a settlement. In reaching the Settlement, they have avoided the cost, delay and uncertainty of further litigation.

As in any litigation, Plaintiffs and the proposed Settlement Class would face an uncertain outcome if they did not agree to the proposed settlement. The parties expected that the case could continue for a lengthy period of time and that if Plaintiffs succeeded, Defendants would file appeals that would delay final resolution of the case. Continuation of the case against Defendants could result in a judgment greater than this Settlement. Conversely, continuing the case could result in no recovery at all or a recovery that is less than the amount of the Settlement.

Plaintiffs and Class Counsel believe that this Settlement is fair and reasonable to the Members of the Settlement Class. They have reached this conclusion for several reasons. If the Settlement is approved, the Settlement Class will receive a significant monetary recovery. Additionally, Class Counsel believe that the significant and immediate benefits of the proposed Settlement are an excellent result for the Class – especially given the risks and uncertainties of continued litigation.

WHO REPRESENTS THE SETTLEMENT CLASS?

The following attorneys are Class Counsel:

SCOTT+SCOTT LLP David R. Scott P.O. Box 192 156 South Main Street Colchester, CT 06415 Phone: (860) 537-5537 Fax: (860) 537-4432

Email: drscott@scott-scott.com

SCOTT+SCOTT LLP Arthur L. Shingler III 600 B Street, Suite 1500 San Diego, CA 92101 Phone: (619) 233-4565 Fax: (619) 233-0508

Email: ashingler@scott-scott.com

SCOTT+SCOTT LLP Geoffrey M. Johnson 12434 Cedar Road Suite 12 Cleveland Heights, OH 44106

Phone: (216) 229-6088 Fax: (216) 229-6092

Email: gjohnson@scott-scott.com

If you have any questions, you are entitled to consult with Class Counsel by contacting counsel at the phone numbers or email addresses listed above.

You may obtain a copy of the Settlement Agreement by contacting the Claims Administrator at:

Parker v. National City Corp. Settlement
Claims Administrator
c/o The Garden City Group, Inc.
P.O. Box 9349
Dublin, OH 43017-4249
Phone: 1-800-231-1815
www.HarborSecuritiesLitigation.com

HOW WILL THE LAWYERS BE PAID?

Class Counsel will file a motion for an award of attorneys' fees and expenses that will be considered at the Fairness Hearing. Class Counsel will limit their application for an award of attorneys' fees to not more than 33-1/3 % of the Gross Settlement Fund, plus reimbursement of expenses incurred in connection with the Action.

CAN I EXCLUDE MYSELF FROM THE SETTLEMENT?

If you do not want to receive a payment from this Settlement, and you want to keep the right to sue or continue to sue Defendants on your own about the legal issues in this case, then you must take steps to get out of the Settlement. This is called excluding yourself from, or "opting out" of, the Class.

To exclude yourself from the Settlement, you must send a letter by mail saying that you want to be excluded from the Settlement in *Parker v. National City Corp.*, Case No. CV 089-657360. Be sure to include your name, address, telephone number, date(s), price(s) and number of shares of all acquisitions of National City stock traceable to the Registration Statement, including all transactions concerning shares of National City common stock allocated to your Harbor ESOP account on or after December 1, 2006 through March 31, 2008 and shares of National City stock acquired on or after December 1, 2006 in connection with restricted stock or options issued under the Harbor SIP (including supporting documentation), and your signature. Your exclusion request must be postmarked no later than May 27, 2010 and sent to the Claims Administrator at:

Parker v. National City Corp. Settlement
Exclusions
c/o The Garden City Group, Inc.
P.O. Box 9349
Dublin, OH 43017-4249
Phone: 1-800-231-1815
www.HarborSecuritiesLitigation.com

You cannot exclude yourself by phone or by e-mail. If you make a proper request for exclusion, you will not receive a Settlement payment, and you cannot object to the Settlement. You will not be legally bound by anything that happens in this lawsuit.

CAN I OBJECT TO THE PROPOSED SETTLEMENT, THE REQUESTED ATTORNEYS' FEES, AND/OR THE PLAN OF ALLOCATION?

Yes. If you are a Settlement Class Member, you may object to the terms of the Settlement. Whether or not you object to the terms of the Settlement, you may also object to the requested attorneys' fees and expenses, and/or the Plan of Allocation. In order for any objection to be considered, you must file a written statement, accompanied by proof of Class Membership, with the Court, Class Counsel and Defendants' counsel at the addresses listed herein by May 27, 2010. Attendance at the Fairness Hearing is not necessary; however, persons wishing to be heard orally at the Fairness Hearing are required to indicate in their written objection their intention to appear at the hearing and the identity of any witnesses they may call to testify and exhibits, if any, they intend to introduce into evidence.

WHAT ARE MY RIGHTS AND OBLIGATIONS UNDER THE SETTLEMENT?

If you are a Settlement Class Member and you do not exclude yourself from the Settlement, you may receive the benefit of, and you will be bound by, the terms of the proposed Settlement described in this Notice, upon approval by the Court.

HOW CAN I GET A PAYMENT?

In order to qualify for a payment, you must timely complete and return the Proof of Claim form that accompanies this Notice. Read the instructions carefully; fill out the Proof of Claim form; sign it; and mail it postmarked no later than July 16, 2010. If you do not submit a timely Proof of Claim form with all of the required information, you will not receive a payment from the Settlement Fund; however, unless you expressly exclude yourself from the Settlement as described above, you will still be bound in all other respects by the Settlement, the Judgment, and the release contained in them.

WHAT CLAIMS WILL BE RELEASED BY THE SETTLEMENT?

If the proposed Settlement is approved by the Court, the Court will enter a Judgment that will permanently dismiss this litigation against the Defendants. In addition, on the day the Judgment becomes effective, all Settlement Class Members, on behalf of themselves, their successors and assigns, shall be deemed to have fully, finally and forever released, relinquished and discharged the "Settled Claims," which include all claims (whether known or unknown) of any nature whatsoever that they had or may have against the Released Parties (i) that have been asserted in the Action against any of the Released Parties (whether pleaded in the Action or not), or (ii) that could have been asserted in the Action or in any other court, tribunal, proceeding, or forum by the Plaintiffs or the Class Members or any of them against any of the Released Parties, which also arise out of, relate to, or are based on the Plaintiffs' or the Class Members' acquisition of National City common stock pursuant or traceable to the Registration Statement. Notwithstanding any provision of this paragraph to the contrary, "Settled Claims" does not include any claims that have actually been asserted in the complaint filed in *Tomascik, et al. v. National City Corporation, et al.*, Docket No. 1:09-nc-70002, pending in the United States District Court for the Northern District of Ohio.

The Released Parties are the Defendants and any and all of their families, parent entities, associates, affiliates, successors or subsidiaries and each and all of their respective past, present or future officers, directors, executives, partners, stockholders, representatives, employees, attorneys, financial or investment advisors, consultants, accountants, auditors, investment bankers, commercial bankers, insurers, advisors or agents, heirs, executors, trustees, general or limited partners or partnerships, personal representatives, estates, administrators, predecessors, successors, assigns and any other representatives of any of these persons or entities.

The above description of the proposed Settlement is only a summary. The complete terms, including the definitions of the Released Parties and Settled Claims, are set forth in the Settlement Agreement (including its exhibits), which may be obtained at www.HarborSecuritiesLitigation.com, or by contacting Class Counsel listed on Page 6 above.

THE FAIRNESS HEARING

A hearing (the "Fairness Hearing") will be held on June 17, 2010, at 9:30 a.m., before the Honorable Richard J. McMonagle at the Cuyahoga County Court of Common Pleas, 1200 Ontario St., Cleveland, Ohio 44113-1678, for the purpose of determining (a) whether the proposed Settlement as set forth in the Agreement is fair, reasonable and adequate and should be approved by the Court; (b) whether the Order and Final Judgment of Dismissal as provided under the Stipulation should be entered, dismissing the Complaint filed herein, on the merits and with prejudice; (c) whether the release by the Class of the Settled Claims, as set forth in the Stipulation, should be provided to the Released Parties; (d) whether Class Counsel should receive an award of attorneys' fees and costs, and the amount of any such award; and (e) whether the Proposed Plan of Allocation should be approved by the Court. The Court may adjourn or continue the Fairness Hearing without further written notice.

Any Settlement Class Member may appear at the Fairness Hearing and be heard on any of the foregoing matters; provided, however, that no such person shall be heard unless his, her or its objection is made in writing and is filed, together with proof of membership in the Settlement Class and with copies of all other papers and briefs to be submitted by him, her or it to the Court at the Fairness Hearing, with the Court no later than May 27, 2010, and showing due proof of service on the following counsel:

David R. Scott SCOTT+SCOTT LLP 156 South Main Street P.O. Box 192 Colchester, CT 06415 Phone: (860) 537-5537 Fax: (860) 537-4432 Arthur L. Shingler III SCOTT+SCOTT LLP 600 B Street, Suite 1500 San Diego, CA 92101 Phone: (619) 233-4565 Fax: (619) 233-0508 Geoffrey M. Johnson SCOTT+SCOTT LLP 12434 Cedar Road, Suite 12 Cleveland Heights, OH 44106 Phone:(216)229-6088 Fax: (216) 229-6092

Attorneys for Plaintiffs Lisa Parker and Stephen Enns

John M. Newman, Jr.
JONES DAY
North Point
901 Lakeside Avenue
Cleveland, OH 44114-1190
Telephone: (216) 586-3939
Facsimile: (216) 579-0212

Unless otherwise directed by the Court, any Settlement Class Member who does not make his, her or its objection in the manner provided shall be deemed to have waived all objections to this Settlement and shall be foreclosed from raising (in this proceeding or on any appeal), any objection to the Settlement, and any untimely objection shall be barred.

Attorneys for Defendants

INJUNCTION

The Court has issued an order enjoining all Class Members, and anyone who acts or purports to act on their behalf, from instituting, commencing, maintaining or prosecuting any action in any court or tribunal that asserts Settled Claims against any Released Party, pending final determination by the Court of whether the Settlement should be approved.

HOW DO I OBTAIN ADDITIONAL INFORMATION?

This Notice contains only a summary of the terms of the proposed Settlement. The records in this litigation may be examined and copied at any time during regular office hours, and subject to customary copying fees, at the Clerk of the Court, Cuyahoga County Court of Common Pleas. In addition, Settlement Documents, including a Proof of Claim form, may be obtained by contacting the Claims Administrator at:

Parker v. National City Corp. Settlement
Claims Administrator
c/o The Garden City Group, Inc.
P.O. Box 9349
Dublin, OH 43017-4249
Phone: 1-800-231-1815
www.HarborSecuritiesLitigation.com

DO NOT WRITE TO OR TELEPHONE THE COURT FOR INFORMATION.

Dated: April 15, 2010

BY ORDER OF THE COMMON PLEAS COURT IN CUYAHOGA COUNTY, OHIO HON. RICHARD J. MCMONAGLE