

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: October 20, 1999

Commission file number 1-5805

THE CHASE MANHATTAN CORPORATION
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

13-2624428
(I.R.S. Employer
Identification No.)

270 Park Avenue, New York, NY
(Address of principal executive offices)

10017
(Zip Code)

Registrant's telephone number, including area code (212) 270-6000

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Item 5. Other Events

The Chase Manhattan Corporation ("Chase") announced on October 20, 1999 operating diluted earnings per share of \$1.37 in the third quarter of 1999, up 67 percent from \$0.82 per share in the third quarter of 1998. Reported diluted earnings per share were \$1.37 in the 1999 third quarter, up 46 percent from \$0.94 in the third quarter of 1998. For the first nine months of 1999 operating diluted earnings per share were \$4.25, up from \$3.20 per share for the first nine months of 1998, and reported diluted earnings per share were \$4.30, up from \$2.93 per share for the first nine months of 1998. Operating results (revenues, expenses and earnings) exclude the impact of credit card securitizations, restructuring costs and special items.

A copy of Chase's earnings press release is attached as an exhibit hereto. That press release may contain statements that are forward looking within the meaning of the Private Securities Litigation Act of 1995. Such statements are subject to risks and uncertainties and Chase's actual results may differ materially from those set forth in such forward looking statements. Reference is made to Chase's reports filed with the Securities and Exchange Commission, in particular Chase's Annual Report on Form 10-K for the year ended December 31, 1998, for a discussion of factors that may cause such differences to occur.

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Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

The following exhibit is filed with this report:

Exhibit Number	Description
99.1	Press Release - 1999 Third Quarter Earnings.

SIGNATURE

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.

THE CHASE MANHATTAN CORPORATION
(Registrant)

Dated October 20, 1999
- - - - -

by /s/JOSEPH L. SCLAFANI

Joseph L. Sclafani
Executive Vice President and Controller
[Principal Accounting Officer]

EXHIBIT INDEX

Exhibit Number	Description	Page at Which Located
99.1	Press Release - 1999 Third Quarter Earnings	6

{Chase Letterhead}
News Release

Chase Reports 67 Percent Increase In
Third Quarter Operating Earnings Per Share to \$1.37 *

New York, October 20, 1999 -- The Chase Manhattan Corporation (NYSE:CMB) today announced earnings per share on an operating basis of \$1.37 in the third quarter of 1999, up 67 percent from \$0.82 in the 1998 third quarter. Earnings in the third quarter of 1999 were \$1.2 billion, up 61 percent from the prior-year quarter. Earnings per share for the first nine months of 1999 were \$4.25, up 33 percent from \$3.20 for the same period of the prior year. Earnings in the first nine months of 1999 were \$3.7 billion, up 29 percent from the first nine months of 1998.

On a reported basis, earnings per share were \$1.37 in the third quarter of 1999, up 46 percent from \$0.94 in the third quarter of 1998. Net income in the third quarter of 1999 was \$1.2 billion, up 42 percent from the prior-year quarter. Earnings per share for the first nine months of 1999 were \$4.30, up 47 percent from the same period of the prior year. Net income in the first nine months of 1999 was \$3.8 billion, up 42 percent from the corresponding period of the prior year. Reported earnings in all periods include any nonrecurring items.

Third Quarter Financial Highlights

- Operating revenues of \$5.4 billion, up 26 percent
- Operating earnings per share of \$1.37, up 67 percent
- Return on average common stockholders' equity of 22 percent, with Shareholder Value Added (SVA) of \$539 million
- Common stock repurchases of \$780 million, on a net basis, with a Tier 1 capital ratio of 8.2 percent

"This is another strong quarter, with each of our major business lines - Global Banking, Global Services, and National Consumer Services - producing income growth of 25 percent or more and return on equity in excess of 20 percent," said William B. Harrison, Jr., president and chief executive officer. "These earnings continue to demonstrate Chase's disciplined approach to managing capital and making investments that propel future growth. Those investments are ongoing, and in particular our Chase.com initiatives and our announced acquisition of Hambrecht & Quist will accelerate our ability to take advantage of the significant growth opportunities that we see in the Chase franchise."

*All earnings per share numbers are on a diluted basis.

Press contacts:	Jim Finn	212-270-7438
	John Meyers	212-270-7454
Investor contact:	John Borden	212-270-7318

Line of Business Results

-----		-----			-----	
GLOBAL BANK		Third Quarter			Nine Months	
-----		-----			-----	
(dollars in millions)	1999	O(U)1998	O(U) 2Q1999	1999	O(U) 1998	
	----	-----	-----	----	-----	
Operating Revenues	\$2,234	61%	(12)%	\$7,179	\$1,415	25%
Cash Operating Earnings	674	124	(25)	2,371	641	37
Shareholder Value Added	247	N/M	(48)	1,117	595	114
Cash Return on Common Equity	20.7%	1,110bp	(770)bp	24.9%	610bp	--

Cash operating earnings in the Global Bank were \$674 million in the 1999 third quarter, compared with \$301 million in the prior-year quarter, and \$893 million in the 1999 second quarter. Operating revenues of \$2.23 billion in the third quarter of 1999 were 61 percent higher than in the 1998 third quarter and compared with \$2.55 billion in the 1999 second quarter. Cash operating earnings in the 1999 third quarter were more than double the amount in the same quarter of the prior year, but less than the 1999 second quarter when the company benefited from unusually high market-sensitive revenues. Shareholder value added in the 1999 third quarter was \$247 million, compared with shareholder value added of negative \$104 million in the 1998 third quarter, and shareholder value added of \$478 million in the 1999 second quarter. For the first nine months of the year, shareholder value added increased to \$1.12 billion, compared with \$522 million for the same period of the prior year.

- - Total trading revenues were \$679 million, compared with \$76 million in the

prior-year quarter and \$733 million in the 1999 second quarter. Results reflect strong performance across the full range of trading products, tempered by a decline in overall market activity from the second quarter.

- - Investment banking fees were \$486 million in the 1999 third quarter, compared with \$322 million in the prior-year quarter. Results reflect market share gains in loan syndications, mergers and acquisitions advisory, and corporate bond underwriting. The 1999 third quarter is the second highest quarter ever; year-to-date 1999 results are up 24 percent over the same nine month period of 1998.
- - Private equity-related gains in the 1999 third quarter were \$377 million, compared with \$60 million in the prior-year quarter and \$513 million in the 1999 second quarter. Results include gains on investments in companies that had initial public offerings and on sales of companies in the telecommunications and internet marketplace.

GLOBAL SERVICES	Third Quarter			Nine Months		
(dollars in millions)	1999	0(U)1998	0(U) 2Q1999	1999	0(U)1998	
Operating Revenues	\$801	13%	3%	\$2,308	\$249	12%
Cash Operating Earnings	150	25	8	397	48	14
Shareholder Value Added	55	4	17	116	(34)	(23)
Cash Return on Common Equity	20.7%	(310)bp	100bp	18.5%	(460)bp	--

Cash operating earnings for Global Services in the 1999 third quarter were \$150 million, up 25 percent over the prior-year quarter, and up eight percent over the 1999 second quarter. Operating revenues were \$801 million, up 13 percent over the 1998 third quarter, reflecting the benefit of acquisitions completed in 1998, offset partially by a decline in excess deposit balances in cash management services. Shareholder value added of \$55 million increased four percent over the prior year quarter and 17 percent over the 1999 second quarter.

NATIONAL CONSUMER SERVICES	Third Quarter			Nine Months		
(dollars in millions)	1999	0(U)1998	0(U)2Q1999	1999	0(U)1998	
Operating Revenues	\$2,498	9%	2%	\$7,343	\$658	10%
Cash Operating Earnings	435	25	4	1,251	227	22
Shareholder Value Added	173	101	5	481	235	96
Cash Return on Common Equity	21.8%	440bp	20bp	21.3%	400bp	--

Cash operating earnings for National Consumer Services in the 1999 third quarter rose 25 percent from the 1998 third quarter to \$435 million. Operating revenues of \$2.50 billion rose nine percent over the 1998 third quarter. Shareholder value added increased to \$173 million in the 1999 third quarter compared with \$86 million in the 1998 third quarter and rose to \$481 million for the first nine months.

- - Operating revenues from cardmember services were \$1,003 million, a three percent increase from third quarter 1998 levels, and cash operating earnings rose 36 percent. These results reflect increased card usage, the impact of pricing initiatives that were implemented in late 1998 and significantly improved credit quality.
- - Home finance revenues increased to \$307 million, a 17 percent increase from third quarter 1998, and cash operating earnings rose 18 percent, primarily as a result of growth in originations and servicing levels.
- - Regional consumer banking revenues were \$611 million, up nine percent over the prior-year third quarter, and cash operating earnings rose 11 percent. Results reflect higher deposit balances coupled with growth in consumer banking fees.
- - Revenues from diversified consumer services were \$262 million, up 13 percent over the 1998 third quarter. Cash operating earnings reflect growth in managed assets in auto finance and higher levels of customer investment activity, offset partially by higher expenses due to increased business volumes.
- - Middle Market revenues were \$252 million, up four percent from third quarter 1998. Cash operating earnings increased 15 percent over the prior year quarter. These results reflect growth in loan volume along with improved credit quality and disciplined expense management.

Additional Financial Information

- - Total operating noninterest expenses were \$2.98 billion in the third quarter of 1999, 14 percent above the same 1998 quarter. In the first nine months of 1999, expenses were \$8.88 billion, 12 percent above the same period of the prior year. Both increases were driven primarily by incentive costs tied to higher market-sensitive revenues and on-going technology-related investments. Third quarter 1999 expenses remained relatively flat compared with second quarter 1999.
- - On a managed basis, including securitizations, credit costs were \$642 million in the third quarter of 1999, up from \$637 million in the second quarter of 1999 and \$566 million in the third quarter of 1998. Nonperforming assets at September 30, 1999 were \$2.02 billion, compared with \$1.63 billion at June 30, 1999 and \$1.53 billion at September 30, 1998, driven by an increase in foreign commercial nonperforming loans. Commercial net charge-offs in the third quarter of 1999 were \$102 million, compared to \$86 million in the second quarter of 1999 and \$92 million in the third quarter of 1998. The company has reclassified net charge-offs of \$108 million in the 1998 third quarter as a charge against trading revenues related to risk management instruments.
- - Total assets at September 30, 1999 were \$371 billion compared with \$357 billion at June 30, 1999 and \$356 billion at September 30, 1998. Estimated risk-weighted assets increased to \$296 billion from \$292 billion at June 30, 1999, and from \$285 billion one year ago. The company repurchased approximately \$780 million, net, in common stock during the quarter. At September 30, 1999, the estimated Tier 1 capital ratio was 8.2 percent.
- - Operating results (revenues, expenses and earnings) exclude the impact of credit card securitizations, restructuring costs and special items. There were no special items in the third quarter of 1999. The 1998 third quarter included interest income from prior years' tax refunds of \$123 million (after-tax) and costs incurred for accelerated vesting of stock-based incentive awards of \$24 million (after-tax). Special items in the 1999 second quarter included a \$61 million (after-tax) gain on the sale of One New York Plaza, a \$46 million (after-tax) gain on the sale of branches in Beaumont, Texas, and a \$65 million (after-tax) special contribution to The Chase Manhattan Foundation.
- - On September 28, 1999, the company announced its agreement to acquire Hambrecht & Quist Group (H&Q) for \$50 per share in cash or \$1.35 billion. On October 19, 1999, H&Q announced that earnings for the fiscal year ended September 30, 1999, are expected to be \$4.45 per share. H&Q is one of the leading providers of investment banking services to companies in the highest growth sectors of the global economy, where media, telecommunications, information technology and the Internet converge. The acquisition is expected to be completed by December 31, 1999.

Chase's news releases and quarterly financial results are available on the Internet at www.Chase.com

THE CHASE MANHATTAN CORPORATION
SUMMARY OF SELECTED FINANCIAL HIGHLIGHTS
(in millions, except per share and ratio data)

As of or for the period ended	Third Quarter		% Over/(Under)	Nine Months		% Over/(Under)
	1999	1998	1998	1999	1998	1998
OPERATING BASIS (a)						
Operating Revenue	\$ 5,429	\$ 4,325	26%	\$ 16,538	\$ 14,269	16%
Operating Noninterest Expense	2,975	2,614	14%	8,880	7,942	12%
Credit Costs (b)	642	566	13%	1,934	1,798	8%
Operating Earnings	\$ 1,187	\$ 738	61%	\$ 3,711	\$ 2,870	29%
Operating Earnings Per Common Share:						
Basic	\$ 1.42	\$ 0.84	69%	\$ 4.39	\$ 3.29	33%
Diluted	1.37	0.82	67%	4.25	3.20	33%
Cash Operating Earnings	\$ 1,257	\$ 801	57%	\$ 3,930	\$ 3,058	29%
Cash Operating Earnings Per Common Share - Diluted	1.46	0.89	64%	4.50	3.42	32%
Shareholder Value Added (SVA)	539	68	693%	1,736	936	85%
Operating Performance Ratios:						
Return on Average Managed Assets (c)	1.23 %	0.77 %		1.30 %	0.99 %	
Return on Average Common Equity (c)	21.7	13.1		22.2	17.8	
Common Dividend Payout Ratio	29	42		28	33	
Efficiency Ratio (d)	55	60		53	55	
Selected Balance Sheet Items at Period End: (e)						
Managed Loans				\$ 191,486	\$185,544	3%
Total Managed Assets				389,072	375,422	4%

AS REPORTED BASIS						
Revenue	\$ 5,191	\$ 4,218	23%	\$ 15,951	\$ 13,596	17%
Noninterest Expense (Excluding Restructuring Costs)	2,981	2,647	13%	8,994	7,981	13%
Restructuring Costs	-	-	-	-	529	NM
Provision for Loan Losses	398	272	46%	1,167	932	25%
Net Income	\$ 1,187	\$ 837	42%	\$ 3,753	\$ 2,636	42%
Net Income Per Common Share:						
Basic	\$ 1.42	\$ 0.96	48%	\$ 4.44	\$ 3.02	47%
Diluted	1.37	0.94	46%	4.30	2.93	47%
Cash Dividends Declared	0.41	0.36	14%	1.23	1.08	14%
Share Price at Period End				75.38	43.13	75%
Book Value at Period End				26.01	26.24	(1%)
Common Shares Outstanding:						
Average Common Shares:						
Basic	821.6	848.3	(3%)	832.6	847.4	(2%)
Diluted	849.7	871.1	(2%)	860.9	871.2	(1%)
Common Shares at Period End				823.2	845.5	(3%)
Performance Ratios:						
Return on Average Total Assets (c)	1.29 %	0.92 %		1.38 %	0.95 %	
Return on Average Common Equity (c)	21.7	14.9		22.5	16.3	
Selected Balance Sheet Items at Period End:						
Loans				\$ 173,458	\$166,572	4%
Total Assets				371,044	356,450	4%
Deposits				219,623	200,319	10%
Total Stockholders' Equity				22,341	23,218	(4%)
Capital Ratios:						
Tier I Capital Ratio				8.2 %	(f) 8.3 %	
Total Capital Ratio				11.8 (f)	12.1	
Tier I Leverage				6.7 (f)	6.6	
Full-Time Equivalent Employees				73,018	71,344	2%

(a) Excludes the impact of credit card securitizations, restructuring costs and special items. For a reconciliation of Reported Results as shown on the Consolidated Statement of Income to results on an Operating Basis, see page 10.

(b) Includes provision for loan losses, foreclosed property expense and credit costs related to the securitized credit card portfolio.

(c) Based on annualized amounts.

(d) Noninterest expense as a percentage of the total of net interest income and noninterest revenue (excluding restructuring costs, foreclosed property expense, special items and costs associated with the REIT).

(e) Excludes the impact of credit card securitizations.

(f) Estimated

Certain amounts throughout the financial tables have been reclassified to conform to the current presentation.

NM - Not meaningful

Unaudited

THE CHASE MANHATTAN CORPORATION
Lines of Business Results
(in millions, except ratios)

	Global Bank			National Consumer Services			Global Services			Total (a)		
	-----			-----			-----			-----		
Third Quarter	1999	Over/(Under) 1998		1999	Over/(Under) 1998		1999	Over/(Under) 1998		1999	Over/(Under) 1998	
Operating Revenue	\$ 2,234	\$ 844	61%	\$ 2,498	\$ 203	9%	\$ 801	\$ 91	13%	\$ 5,429	\$ 1,104	26%
Operating Earnings	663	372	128	399	92	30	134	19	17	1,187	449	61
Cash Operating Earnings	674	373	124	435	87	25	150	30	25	1,257	456	57
Average Common Equity	12,707	719	6	7,802	51	1	2,827	860	44	21,328	(353)	(2)
Average Managed Assets (b)	231,811	(12,896)	(5)	129,561	10,789	9	15,462	3,981	35	382,094	802	-
Shareholder Value Added (SVA)	247	351	NM	173	87	101	55	2	4	539	471	693
Cash Return on Common Equity	20.7%	1,110bp		21.8%	440bp		20.7%	(310)bp		23.0%	870bp	
Cash Efficiency Ratio	49	(1,700)		50	(100)		71	(100)		53	(600)	

GLOBAL BANK
KEY FINANCIAL MEASURES

	Third Quarter 1999			Over/(Under) 1998		
	Operating Revenues	Cash Operating Earnings	Cash Efficiency Ratio	Operating Revenues	Cash Operating Earnings	Cash Efficiency Ratio
	-----	-----	-----	-----	-----	-----
Global Markets	\$ 922	\$ 280	54%	64%	359%	(2,600)bp
Global Investment Banking	402	94	61	100	571	(3,100)
Corporate Lending	398	144	27	(1)	2	(100)
Chase Capital Partners	294	165	13	NM	NM	NM
Global Private Bank	229	49	63	8	7	-
Other Global Banking	(11)	(58)	NM	NM	NM	NM
	-----	-----	-----	-----	-----	-----
Totals	\$ 2,234	\$ 674	49%	61%	124%	(1,700)bp
	=====	=====				

NATIONAL CONSUMER SERVICES
KEY FINANCIAL MEASURES

	Third Quarter 1999			Over/(Under) 1998		
	Operating Revenues	Cash Operating Earnings	Cash Efficiency Ratio	Operating Revenues	Cash Operating Earnings	Cash Efficiency Ratio
	-----	-----	-----	-----	-----	-----
Chase Cardmember Services	\$ 1,003	\$ 133	35%	3%	36%	(100)bp
Regional Consumer Banking	611	103	70	9	11	(100)
Chase Home Finance	307	73	55	17	18	(100)
Diversified Consumer Services	262	36	57	13	-	400
Middle Markets	252	63	53	4	15	(200)
Other NCS	63	27	NM	NM	NM	NM
	=====	=====				
Totals	\$ 2,498	\$ 435	50%	9%	25%	(100)bp
	=====	=====				

Note: SVA is Chase's primary measure of business unit performance. SVA represents operating earnings excluding the amortization of goodwill and certain intangibles (i.e., cash operating earnings), less preferred dividends and an explicit charge for allocated capital. Additionally, organizational changes within each of Chase's three major franchises are reflected in the lines of business results. The Middle Markets business, which previously reported into the Global Bank franchise, now reports into the National Consumer franchise. The Global Asset Management and Mutual Funds business, which previously was in Corporate, now reports into the Global Bank franchise. Prior periods have been restated.

(a) Total column includes Chase.com and the effects remaining at the Corporate level after the implementation of management accounting policies.

(b) Excludes the impact of credit card securitizations.

NM - Not meaningful

bp - basis points

Unaudited

THE CHASE MANHATTAN CORPORATION
Lines of Business Results
(in millions, except ratios)

Nine Months	Global Bank			National Consumer Services			Global Services			Total (a)		
	-----			-----			-----			-----		
	1999	Over/(Under) 1998		1999	Over/(Under) 1998		1999	Over/(Under) 1998		1999	Over/(Under) 1998	
Operating Revenue	\$ 7,179	\$ 1,415	25%	\$ 7,343	\$ 658	10%	\$ 2,308	\$ 249	12%	\$16,538	\$ 2,269	16%
Operating Earnings	2,338	639	38	1,131	232	26	351	17	5	3,711	841	29
Cash Operating Earnings	2,371	641	37	1,251	227	22	397	48	14	3,930	872	29
Average Common Equity	12,588	598	5	7,726	(1)	-	2,821	840	42	21,997	998	5
Average Managed Assets (b)	232,104	(20,986)	(8)	127,119	9,130	8	15,576	3,206	26	381,904	(7,520)	(2)
Shareholder Value Added (SVA)	1,117	595	114	481	235	96	116	(34)	(23)	1,736	800	85
Cash Return on Common Equity	24.9%		610bp	21.3%		400bp	18.5%		(460)bp	23.6%		460bp
Cash Efficiency Ratio	45		(500)	50		-	73		100	52		(200)

GLOBAL BANK
KEY FINANCIAL MEASURES

	Nine Months 1999			Over/(Under) 1998		
	-----			-----		
	Operating Revenues	Cash Operating Earnings	Cash Efficiency Ratio	Operating Revenues	Cash Operating Earnings	Cash Efficiency Ratio
Global Markets	\$ 3,192	\$ 1,097	47%	34%	73%	(1,100)bp
Global Investment Banking	1,096	232	66	15	13	200
Corporate Lending	1,164	418	27	1	7	(100)
Chase Capital Partners	1,058	608	10	82	95	(600)
Global Private Bank	661	133	65	4	(5)	300
Other Global Bank	8	(117)	NM	NM	NM	NM
Totals	\$ 7,179	\$ 2,371	45%	25%	37%	(500)bp
	=====	=====				

NATIONAL CONSUMER SERVICES
KEY FINANCIAL MEASURES

	Nine Months 1999			Over/(Under) 1998		
	-----			-----		
	Operating Revenues	Cash Operating Earnings	Cash Efficiency Ratio	Operating Revenues	Cash Operating Earnings	Cash Efficiency Ratio
Chase Cardmember Services	\$ 3,020	\$ 383	35%	5%	17%	- bp
Regional Consumer Banking	1,779	304	70	9	18	(300)
Chase Home Finance	870	205	56	16	15	100
Diversified Consumer Services	845	148	52	29	80	(300)
Middle Markets	729	172	55	2	6	-
Other NCS	100	39	NM	NM	NM	NM
Totals	\$ 7,343	\$ 1,251	50%	10%	22%	- bp
	=====	=====				

Note: SVA is Chase's primary measure of business unit performance. SVA represents operating earnings excluding the amortization of goodwill and certain intangibles (i.e., cash operating earnings), less preferred dividends and an explicit charge for allocated capital. Additionally, organizational changes within each of Chase's three major franchises are reflected in the lines of business results. The Middle Markets business, which previously reported into the Global Bank franchise, now reports into the National Consumer franchise. The Global Asset Management and Mutual Funds business, which previously was in Corporate, now reports into the Global Bank franchise. Prior periods have been restated.

(a) Total column includes Chase.com and the effects remaining at the Corporate level after the implementation of management accounting policies.

(b) Excludes the impact of credit card securitizations.

NM - Not meaningful

bp - basis points

Unaudited

THE CHASE MANHATTAN CORPORATION
CONSOLIDATED STATEMENT OF INCOME
(in millions, except per share data)

	Third Quarter		% Over/(Under)	Nine Months		% Over/(Under)
	1999	1998	1998	1999	1998	1998
INTEREST INCOME						
Loans	\$ 3,288	\$ 3,287		\$ 9,662	\$ 10,008	
Securities	762	874		2,344	2,652	
Trading Assets	399	604		1,228	1,996	
Federal Funds Sold and Securities Purchased						
Under Resale Agreements	352	517		1,122	1,742	
Deposits with Banks	195	150		540	450	
Total Interest Income	4,996	5,432		14,896	16,848	
INTEREST EXPENSE						
Deposits	1,650	1,524		4,806	5,123	
Short-Term and Other Borrowings	870	1,378		2,635	4,365	
Long-Term Debt	306	324		936	954	
Total Interest Expense	2,826	3,226		8,377	10,442	
NET INTEREST INCOME	2,170	2,206	(2%)	6,519	6,406	2%
Provision for Loan Losses	398	272	46%	1,167	932	25%
NET INTEREST INCOME AFTER PROVISION FOR LOAN LOSSES	1,772	1,934	(8%)	5,352	5,474	(2%)
NONINTEREST REVENUE						
Investment Banking Fees	486	322	51%	1,388	1,121	24%
Trust, Custody and Investment Management Fees	457	398	15%	1,332	1,129	18%
Credit Card Revenue	441	381	16%	1,258	1,046	20%
Fees for Other Financial Services	637	522	22%	1,777	1,541	15%
Trading Revenue	462	(69)	NM	1,606	722	122%
Securities Gains	(1)	261	NM	160	442	(64%)
Private Equity Gains	377	60	528%	1,215	723	68%
Other Revenue	162	137	18%	696	466	49%
Total Noninterest Revenue	3,021	2,012	50%	9,432	7,190	31%
NONINTEREST EXPENSE						
Salaries	1,417	1,205	18%	4,217	3,729	13%
Employee Benefits	238	221	8%	731	660	11%
Occupancy Expense	218	198	10%	642	578	11%
Equipment Expense	255	219	16%	737	640	15%
Other Expense	853	804	6%	2,667	2,374	12%
Total Noninterest Expense Before Restructuring Costs	2,981	2,647	13%	8,994	7,981	13%
Restructuring Costs	--	--	--	--	529	NM
Total Noninterest Expense	2,981	2,647	13%	8,994	8,510	6%
INCOME BEFORE INCOME TAX EXPENSE	1,812	1,299	39%	5,790	4,154	39%
Income Tax Expense	625	462	35%	2,037	1,518	34%
NET INCOME	\$ 1,187	\$ 837	42%	\$ 3,753	\$ 2,636	42%
NET INCOME APPLICABLE TO COMMON STOCK	\$ 1,168	\$ 815	43%	\$ 3,698	\$ 2,556	45%
NET INCOME PER COMMON SHARE:						
Basic	\$ 1.42	\$ 0.96	48%	\$ 4.44	\$ 3.02	47%
Diluted	\$ 1.37	\$ 0.94	46%	\$ 4.30	\$ 2.93	47%

NM - Not meaningful
Unaudited

THE CHASE MANHATTAN CORPORATION
NONINTEREST REVENUE AND NONINTEREST EXPENSE DETAIL
(in millions)

	Third Quarter		% Over/(Under)	Nine Months		% Over/(Under)
	1999	1998	1998	1999	1998	1998
NONINTEREST REVENUE						
Fees for Other Financial Services:						
Service Charges on Deposit Accounts	\$ 104	\$ 92	13%	\$ 289	\$ 275	5%
Fees in Lieu of Compensating Balances	106	85	25%	287	256	12%
Mortgage Servicing Fees	96	43	123%	238	149	60%
Commissions on Letters of Credit and Acceptances	69	72	(4%)	207	218	(5%)
Brokerage and Investment Services	43	35	23%	136	102	33%
Insurance Fees (a)	44	40	10%	124	103	20%
Loan Commitment Fees	44	31	42%	111	101	10%
Other Fees	131	124	6%	385	337	14%
	=====	=====		=====	=====	
Total	\$ 637	\$ 522	22%	\$1,777	\$1,541	15%
	=====	=====		=====	=====	
Trading-Related Revenue: (b)						
Interest Rate Contracts	\$ 223	\$ 66	238%	\$ 805	\$ 292	176%
Foreign Exchange Spot and Option Contracts	199	250	(20%)	616	796	(23%)
Equities and Commodities	129	19	579%	303	124	144%
Debt Instruments and Other	128	(259)	NM	525	51	929%
	=====	=====		=====	=====	
Total	\$ 679	\$ 76	793%	\$2,249	\$1,263	78%
	=====	=====		=====	=====	
Other Revenue:						
Residential Mortgage Origination/Sales Activities	\$ 95	\$ 105	(10%)	\$ 275	\$ 241	14%
Gains on Sales of a Nonstrategic Building and Branches	--	--	--	166 (c)	--	NM
All Other Revenue	67	32	109%	255	225	13%
	=====	=====		=====	=====	
Total	\$ 162	\$ 137	18%	\$ 696	\$ 466	49%
	=====	=====		=====	=====	
NONINTEREST EXPENSE						
Other Expense:						
Professional Services	\$ 170	\$ 180	(6%)	\$ 510	\$ 483	6%
Marketing Expense	128	108	19%	356	306	16%
Telecommunications	96	90	7%	284	258	10%
Amortization of Intangibles	70	63	11%	219	188	16%
Travel and Entertainment	54	58	(7%)	163	177	(8%)
Minority Interest (d)	12	12	--	37	36	3%
Foreclosed Property Expense	6	(4)	NM	14	2	600%
Special Contribution to the Foundation	--	--	--	100 (e)	--	NM
All Other	317	297	7%	984	924	6%
	=====	=====		=====	=====	
Total	\$ 853	\$ 804	6%	\$2,667	\$2,374	12%
	=====	=====		=====	=====	

(a) Insurance amounts exclude certain insurance fees related to credit cards and mortgage products, which are included in those revenue captions.

(b) Charge-offs for risk management instruments are included in trading revenue. All prior periods have been restated. Trading-related revenue includes net interest income attributable to trading activities.

(c) Includes a \$95 million gain on the sale of One New York Plaza and a \$71 million gain on the sale of branches in Beaumont, Texas, both in the 1999 second quarter.

(d) Includes REIT minority interest of \$11 million in each quarter and \$33 million in each nine month period.

(e) Represents a \$100 million special contribution to The Chase Manhattan Foundation in the 1999 second quarter.

NM - Not meaningful

Unaudited

THE CHASE MANHATTAN CORPORATION
OPERATING INCOME RECONCILIATION
(in millions, except per share data)

	THIRD QUARTER 1999				THIRD QUARTER 1998			
	REPORTED RESULTS (a)	CREDIT CARD (b)	SPECIAL ITEMS (c)	OPERATING BASIS	REPORTED RESULTS (a)	CREDIT CARD (b)	SPECIAL ITEMS (c)	OPERATING BASIS
EARNINGS								
Market-Sensitive Revenue	\$ 1,541	\$ -	\$ -	\$ 1,541	\$ 719	\$ -	\$ -	\$ 719
Less Market-Sensitive Revenue	3,650	238	-	3,888	3,499	298	(191)	3,606
Total Revenue	5,191	238	-	5,429	4,218	298	(191)	4,325
Noninterest Expense	2,975	-	-	2,975	2,651	-	(37)	2,614
Operating Margin	2,216	238	-	2,454	1,567	298	(154)	1,711
Credit Costs	404	238	-	642	268	298	-	566
Income Before Income Tax Expense	1,812	-	-	1,812	1,299	-	(154)	1,145
Income Tax Expense	625	-	-	625	462	-	(55)	407
Net Income	\$ 1,187	\$ -	\$ -	\$ 1,187	\$ 837	\$ -	\$ (99)	\$ 738
NET INCOME PER COMMON SHARE								
Basic	\$ 1.42			\$ 1.42	\$ 0.96			\$ 0.84
Diluted	\$ 1.37			\$ 1.37	\$ 0.94			\$ 0.82

	NINE MONTHS 1999				NINE MONTHS 1998			
	REPORTED RESULTS (a)	CREDIT CARD (b)	SPECIAL ITEMS (c)	OPERATING BASIS	REPORTED RESULTS (a)	CREDIT CARD (b)	SPECIAL ITEMS (c)	OPERATING BASIS
EARNINGS								
Market-Sensitive Revenue	\$ 5,012	\$ -	\$ -	\$ 5,012	\$ 3,549	\$ -	\$ -	\$ 3,549
Less Market-Sensitive Revenue	10,939	753	(166)	11,526	10,047	864	(191)	10,720
Total Revenue	15,951	753	(166)	16,538	13,596	864	(191)	14,269
Noninterest Expense	8,980	-	(100)	8,880	7,979	-	(37)	7,942
Operating Margin	6,971	753	(66)	7,658	5,617	864	(154)	6,327
Credit Costs	1,181	753	-	1,934	934	864	-	1,798
Income Before Restructuring Costs	5,790	-	(66)	5,724	4,683	-	(154)	4,529
Restructuring Costs	-	-	-	-	529	-	(529)	-
Income Before Income Tax Expense	5,790	-	(66)	5,724	4,154	-	375	4,529
Income Tax Expense	2,037	-	(24)	2,013	1,518	-	141	1,659
Net Income	\$ 3,753	\$ -	\$ (42)	\$ 3,711	\$ 2,636	\$ -	\$ 234	\$ 2,870
NET INCOME PER COMMON SHARE								
Basic	\$ 4.44			\$ 4.39	\$ 3.02			\$ 3.29
Diluted	\$ 4.30			\$ 4.25	\$ 2.93			\$ 3.20

Note: Charge-offs and provisions for risk management instruments, included in credit costs prior to 1999, are now netted against trading revenue. All prior periods have been restated.

(a) Represent results as reported in Chase's financial statements, except that revenues are categorized between market-sensitive and less market-sensitive revenues, foreclosed property expense is reclassified from noninterest expense to credit costs, and restructuring costs have been separately displayed. Market-sensitive revenue includes investment banking fees, trading-related revenue (including trading-related net interest income), securities gains and private equity gains.

(b) This column excludes the impact of credit card securitizations.

(c) Includes restructuring costs and special items. The 1999 nine months results included \$166 million in gains from sales of nonstrategic assets, of which \$95 million was from the sale of One New York Plaza and \$71 million was from the sale of branches in Beaumont, Texas, and a special contribution of \$100 million. The 1998 third quarter and nine months included interest income from prior years' tax refunds of \$191 million and costs incurred for accelerated vesting of stock-based incentive awards of \$37 million. The 1998 nine months also included a \$510 million charge taken in connection with initiatives to streamline support functions, and merger-related restructuring costs of \$19 million.

Unaudited

THE CHASE MANHATTAN CORPORATION
CONSOLIDATED BALANCE SHEET
(in millions)

	September 30,		% Over/(Under)
	1999	1998	1998
ASSETS			
Cash and Due from Banks	\$ 16,490	\$ 14,585	13%
Deposits with Banks	5,856	3,877	51%
Federal Funds Sold and Securities Purchased Under Resale Agreements	28,368	23,591	20%
Trading Assets:			
Debt and Equity Instruments	26,069	28,491	(9%)
Risk Management Instruments	31,123	33,313	(7%)
Securities	55,113	57,465	(4%)
Loans (Net of Allowance for Loan Losses of \$3,555 in 1999 and \$3,554 in 1998)	169,903	163,018	4%
Other Assets	38,122	32,110	19%
TOTAL ASSETS	\$ 371,044	\$ 356,450	4%
LIABILITIES			
Deposits:			
Domestic:			
Noninterest-Bearing	\$ 49,722	\$ 46,231	8%
Interest-Bearing	78,993	76,115	4%
Foreign:			
Noninterest-Bearing	6,363	3,877	64%
Interest-Bearing	84,545	74,096	14%
Total Deposits	219,623	200,319	10%
Federal Funds Purchased and Securities Sold Under Repurchase Agreements	43,879	43,156	2%
Commercial Paper	5,996	4,239	41%
Other Borrowed Funds	7,046	7,761	(9%)
Trading Liabilities	37,084	44,491	(17%)
Accounts Payable, Accrued Expenses and Other Liabilities, Including the Allowance for Credit Losses of \$170 in 1999 and 1998	15,343	16,312	(6%)
Long-Term Debt	16,644	14,216	17%
Guaranteed Preferred Beneficial Interests in Corporation's Junior Subordinated Deferrable Interest Debentures	2,538	2,188	16%
TOTAL LIABILITIES	348,153	332,682	5%
PREFERRED STOCK OF SUBSIDIARY	550	550	--
STOCKHOLDERS' EQUITY			
Preferred Stock	928	1,028	(10%)
Common Stock	882	882	--
Capital Surplus	9,635	9,852	(2%)
Retained Earnings	16,210	12,722	27%
Accumulated Other Comprehensive Income (Loss)	(1,038)	701	NM
Treasury Stock, at Cost	(4,276)	(1,967)	117%
TOTAL STOCKHOLDERS' EQUITY	22,341	23,218	(4%)
TOTAL LIABILITIES, PREFERRED STOCK OF SUBSIDIARY AND STOCKHOLDERS' EQUITY	\$ 371,044	\$ 356,450	4%

NM - Not meaningful
Unaudited

THE CHASE MANHATTAN CORPORATION
CONSOLIDATED STATEMENT OF CHANGES
IN STOCKHOLDERS' EQUITY
(in millions)

	Nine Months	
	1999	1998
Preferred Stock		
Balance at Beginning of Year	\$ 1,028	\$ 1,740
Issuance of Stock	-	200
Redemption of Stock	(100)	(912)
Balance at End of Period	\$ 928	\$ 1,028
Common Stock		
Balance at Beginning of Year	\$ 882	\$ 441
Issuance of Common Stock for a Two-for-One Stock Split	-	441
Balance at End of Period	\$ 882	\$ 882
Capital Surplus		
Balance at Beginning of Year	\$ 9,836	\$ 10,360
Issuance of Common Stock for a Two-for-One Stock Split	-	(441)
Shares Issued and Commitments to Issue Common Stock for Employee Stock-Based Awards and Related Tax Effects	(201)	(67)
Balance at End of Period	\$ 9,635	\$ 9,852
Retained Earnings		
Balance at Beginning of Year	\$ 13,544	\$ 11,086
Net Income	3,753	2,636
Cash Dividends Declared:		
Preferred Stock	(55)	(80)
Common Stock	(1,032)	(920)
Balance at End of Period	\$ 16,210	\$ 12,722
Accumulated Other Comprehensive Income (Loss)		
Balance at Beginning of Year	\$ 392	\$ 112
Other Comprehensive Income (Loss)	(1,430)	589
Balance at End of Period	\$(1,038)	\$ 701
Treasury Stock, at Cost		
Balance at Beginning of Year	\$(1,844)	\$(1,997)
Purchase of Treasury Stock	(4,172)	(1,038)
Reissuance of Treasury Stock	1,740	1,068
Balance at End of Period	\$(4,276)	\$(1,967)
Total Stockholders' Equity	\$ 22,341	\$ 23,218

Comprehensive Income		
Net Income	\$ 3,753	\$ 2,636
Other Comprehensive Income (Loss)	(1,430)	589
Comprehensive Income	\$ 2,323	\$ 3,225
Unaudited		

			%		%	
		Credit-Related Assets	Over/(Under)	Nonperforming Assets	Over/(Under)	
September 30,	1999	1998	1998	1999	1998	1998
CONSUMER LOANS						
Domestic Consumer:						
1-4 Family Residential Mortgages	\$ 42,134	\$ 39,250	7%	\$ 308	\$ 343	(10%)
Credit Card - Reported	14,246	12,472	14%	--	--	--
Credit Card Securitizations (a)	18,028	18,972	(5%)	--	--	--
Credit Card - Managed	32,274	31,444	3%	--	--	--
Auto Financings	18,429	14,694	25%	73	46	59%
Other Consumer	6,536	8,786	(26%)	5	8	(38%)
Total Domestic Consumer	99,373	94,174	6%	386	397	(3%)
Total Foreign Consumer	2,822	2,976	(5%)	30	21	43%
Total Consumer Loans	102,195	97,150	5%	416	418	--
COMMERCIAL LOANS						
Domestic Commercial:						
Commercial and Industrial	51,994	48,011	8%	458	353	30%
Commercial Real Estate	3,363	5,071	(34%)	50	53	(6%)
Total Domestic Commercial	55,357	53,082	4%	508	406	25%
Total Foreign Commercial	33,934	35,312	(4%)	950	559	70%
Total Commercial Loans	89,291	88,394	1%	1,458	965	51%
Derivative and FX Contracts	31,408	33,547	(6%)	36	19	89%
Total Commercial Credit-Related	120,699	121,941	(1%)	1,494	984	52%
Total Managed Credit-Related	\$ 222,894	\$ 219,091	2%	1,910	1,402	36%
Assets Acquired as Loan Satisfactions				105	131	(20%)
Total Nonperforming Assets				\$ 2,015	\$ 1,533	31%

	Third Quarter		% Over/(Under)	Nine Months		% Over/(Under)
Net Charge-Offs	1999	1998	1998	1999	1998	1998
CONSUMER LOANS						
Domestic Consumer:						
1-4 Family Residential Mortgages	\$ 9	\$ 6	50%	\$ 19	\$ 22	(14%)
Credit Card - Reported	207	187	11%	641	550	17%
Credit Card Securitizations (a)	238	298	(20%)	753	864	(13%)
	-----	-----		-----	-----	
Credit Card - Managed	445	485	(8%)	1,394	1,414	(1%)
Auto Financings	19	17	12%	57	58	(2%)
Other Consumer	49	39	26%	144	123	17%
	-----	-----		-----	-----	
Total Domestic Consumer	522	547	(5%)	1,614	1,617	--
Total Foreign Consumer	9	6	50%	27	14	93%
	-----	-----		-----	-----	
Total Consumer Loans	531	553	(4%)	1,641	1,631	1%
	-----	-----		-----	-----	
COMMERCIAL LOANS						
Domestic Commercial:						
Commercial and Industrial	68	(59)	NM	145	(77)	NM
Commercial Real Estate	(2)	(3)	NM	(13)	(9)	NM
	-----	-----		-----	-----	
Total Domestic Commercial	66	(62)	NM	132	(86)	NM
Total Foreign Commercial	36	154	(77%)	143	326	(56%)
	-----	-----		-----	-----	
Total Commercial Loans	102	92	11%	275	240	15%
	-----	-----		-----	-----	
Total Managed Net Charge-offs (b)	\$ 633	\$ 645	(2%)	\$ 1,916	\$ 1,871	2%

(a) Represents the portion of Chase's credit card receivables that have been securitized.

(b) Excludes charge-offs for risk management instruments of \$108 million in the third quarter of 1998 and \$130 million for the first nine months of 1998, which are netted against trading revenues.

NM - Not meaningful

Unaudited

THE CHASE MANHATTAN CORPORATION
CREDIT RELATED INFORMATION (Continued)

MANAGED CREDIT CARD PORTFOLIO *	As of or For The Three Months Ended September 30,		As of or For The Nine Months Ended September 30,	
	1999	1998	1999	1998
(in millions, except ratios)				
Average Credit Card Receivables	\$32,869	\$31,607	\$32,510	\$31,991
Past Due 90 Days or More and Accruing	\$ 591	\$ 675	\$ 591	\$ 675
As a Percentage of Average Credit Card Receivables	1.80%	2.14%	1.82%	2.11%
Net Charge-offs	\$ 454	\$ 489	\$ 1,416	\$ 1,425
As a Percentage of Average Credit Card Receivables	5.53%	6.19%	5.81%	5.94%

* Includes domestic and international credit card activity.

SELECTED COUNTRY EXPOSURE (a)
(in billions)

	At September 30, 1999					At Dec. 31, 1998		
	Lending- Related (b)	Trading- Related (c)	Gross Local Country Assets	Less Local Funding	Net Cross- Border Exposure (a)	Country Related Resale Agree- ments (a)	Net Cross- Border Exposure	Country Related Resale Agree- ments
LATIN AMERICA								
Brazil	\$ 1.1	\$ 0.3	\$ 1.0	\$ (0.6)	\$ 1.8	\$ 1.2	\$ 2.3	\$ 0.9
Argentina	1.9	0.2	0.3	(0.3)	2.1	0.7	2.3	0.5
Mexico	1.0	0.7	0.4	(0.4)	1.7	0.4	1.8	0.4
Chile	0.8	-	0.1	(0.1)	0.8	-	0.9	-
Colombia	0.7	-	-	-	0.7	-	0.8	-
Venezuela	0.3	-	-	-	0.3	0.2	0.4	-
All Other Latin America (d)	0.4	0.5	0.7	(0.7)	0.9	-	1.0	-
Total Latin America	\$ 6.2	\$ 1.7	\$ 2.5	\$ (2.1)	\$ 8.3	\$ 2.5	\$ 9.5	\$ 1.8
ASIAN IMF COUNTRIES								
South Korea	\$ 0.6	\$ 0.3	\$ 0.9	\$ (0.4)	\$ 1.4	\$ -	\$ 2.4	\$ -
Indonesia	0.9	0.1	0.1	(0.1)	1.0	-	1.2	-
Thailand	0.2	0.1	0.8	(0.4)	0.7	-	0.9	-
Subtotal	1.7	0.5	1.8	(0.9)	3.1	-	4.5	-
OTHER EMERGING ASIA								
Hong Kong	0.6	0.1	4.9	(4.9)	0.7	-	0.8	-
Singapore	0.7	0.1	0.1	(0.1)	0.8	-	0.8	-
Philippines	0.2	0.1	0.2	(0.1)	0.4	0.1	0.6	-
Malaysia	0.2	0.1	0.5	(0.1)	0.7	-	0.6	-
China	0.3	0.1	0.2	(0.1)	0.5	-	0.6	-
All Other Asia	0.3	0.1	0.2	(0.2)	0.4	-	0.5	-
Total Asia excluding Japan, Australia and New Zealand	\$ 4.0	\$ 1.1	\$ 7.9	\$ (6.4)	\$ 6.6	\$ 0.1	\$ 8.4	\$ -
Japan	\$ 3.0	\$ 1.8	\$ 2.1	\$ (2.1)	\$ 4.8	\$ 1.0	\$ 5.2	\$ 1.7
Australia	0.6	0.7	2.7	(2.0)	2.0	-	1.9	-
New Zealand	0.1	0.3	-	-	0.4	0.1	0.6	-
Total Japan, Australia and New Zealand	\$ 3.7	\$ 2.8	\$ 4.8	\$ (4.1)	\$ 7.2	\$ 1.1	\$ 7.7	\$ 1.7

(a) Estimated cross-border disclosure is based on the Federal Financial Institutions Examination Council ("FFIEC") guidelines governing the determination of cross-border risk. Under FFIEC guidelines, resale agreements are reported by the country of the issuer of the underlying security. Chase, however, does not consider the cross-border risk of resale agreements to depend upon the country of the issuer of the underlying security and, as a result, has presented these amounts separately in the above table.

(b) Includes loans and accrued interest, interest-bearing deposits with banks, acceptances, other monetary assets, issued letters of credit and undrawn commitments to extend credit.

(c) Includes cross-border trading debt and equity instruments and the mark-to-market exposure of foreign exchange and derivative contracts. The amounts associated with foreign exchange and derivative contracts are presented after taking into account the impact

of legally enforceable master netting agreements.
(d) Excludes Bermuda and Cayman Islands.
Unaudited

THE CHASE MANHATTAN CORPORATION
Condensed Average Consolidated Balance Sheet, Interest and Rates
(Taxable-Equivalent Interest and Rates; in millions)

	Third Quarter 1999			Third Quarter 1998		
	Average Balance	Interest	Rate (Annualized)	Average Balance	Interest	Rate (Annualized)
ASSETS						
Liquid Interest-Earning Assets	\$ 63,983	\$ 946	5.86%	\$ 63,853	\$ 1,271	7.89%
Securities	53,016	767	5.74%	56,897	879	6.13%
Loans	173,246	3,289	7.53%	166,134	3,288	7.86%
Total Interest-Earning Assets	290,245	5,002	6.84%	286,884	5,438	7.52%
Noninterest-Earning Assets	74,600			75,981		
Total Assets	\$364,845			\$362,865		
LIABILITIES						
Interest-Bearing Deposits	\$160,820	1,650	4.07%	\$150,787	1,524 (b)	4.01%
Short-Term and Long-Term Debt	90,399	1,176	5.16%	90,976	1,702	7.42%
Total Interest-Bearing Liabilities	251,219	2,826	4.46%	241,763	3,226	5.29%
Noninterest-Bearing Deposits	48,636			45,684		
Other Noninterest-Bearing Liabilities	42,086			52,021		
Total Liabilities	341,941			339,468		
PREFERRED STOCK OF SUBSIDIARY	550			550		
STOCKHOLDERS' EQUITY						
Preferred Stock	1,026			1,166		
Common Stockholders' Equity	21,328			21,681		
Total Stockholders' Equity	22,354			22,847		
Total Liabilities, Preferred Stock of Subsidiary and Stockholders' Equity	\$364,845			\$362,865		
INTEREST RATE SPREAD			2.38%			2.23%
NET INTEREST INCOME AND NET YIELD ON INTEREST-EARNING ASSETS		\$ 2,176	2.97%		\$ 2,212	3.06%
NET INTEREST INCOME AND NET YIELD ON INTEREST-EARNING ASSETS (a)		\$ 2,508	3.24%		\$ 2,586	3.36% (b)
<hr/>						
	Nine Months 1999			Nine Months 1998		
	Average Balance	Interest	Rate (Annualized)	Average Balance	Interest	Rate (Annualized)
ASSETS						
Liquid Interest-Earning Assets	\$ 61,997	\$ 2,890	6.23%	\$ 71,187	\$ 4,188	7.86%
Securities	54,948	2,355	5.73%	56,511	2,668	6.31%
Loans	173,078	9,666	7.47%	168,128	10,012	7.96%
Total Interest-Earning Assets	290,023	14,911	6.87%	295,826	16,868	7.62%
Noninterest-Earning Assets	74,246			75,623		
Total Assets	\$364,269			\$371,449		
LIABILITIES						
Interest-Bearing Deposits	\$160,809	4,806	4.00%	\$151,240	5,123 (b)	4.53%
Short-Term and Long-Term Debt	89,729	3,571	5.32%	100,300	5,319	7.09%
Total Interest-Bearing Liabilities	250,538	8,377	4.47%	251,540	10,442	5.55%
Noninterest-Bearing Deposits	48,091			45,340		
Other Noninterest-Bearing Liabilities	42,066			51,655		
Total Liabilities	340,695			348,535		
PREFERRED STOCK OF SUBSIDIARY	550			550		
STOCKHOLDERS' EQUITY						
Preferred Stock	1,027			1,365		
Common Stockholders' Equity	21,997			20,999		
Total Stockholders' Equity	23,024			22,364		
Total Liabilities, Preferred Stock of Subsidiary and Stockholders' Equity	\$364,269			\$371,449		
INTEREST RATE SPREAD			2.40%			2.07%
NET INTEREST INCOME AND NET YIELD ON INTEREST-EARNING ASSETS		\$ 6,534	3.01%		\$ 6,426	2.90%
NET INTEREST INCOME AND NET YIELD ON INTEREST-EARNING ASSETS (a)		\$ 7,534	3.27%		\$ 7,519	3.20% (b)

(a) Excludes the impact of the credit card securitizations.

(b) Includes \$191 million pre-tax income for prior years' tax refunds. Excluding this amount, the net yield on interest-earning assets would be 3.11% for the 1998 third quarter and 3.12% for the 1998 first nine months.

Unaudited