

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, 1998

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

Item 5. Other Events

The Chase Manhattan Corporation ("Chase") reported on October 20, 1998 diluted operating earnings per share of \$0.82 in the third quarter of 1998 compared with \$1.19 in the same 1997 period. Third quarter operating earnings were \$738 million in 1998 compared with \$1.081 billion in the third quarter of 1997.

Operating results (revenues and earnings) exclude the impact of credit card securitizations, restructuring costs and special items.

Reported total net income was \$837 million, or \$0.94 per share, in the third quarter of 1998, compared with \$982 million, or \$1.08 per share, in 1997.

A copy of Chase's earnings press release is attached as an exhibit hereto.

This Current Report on Form 8-K may contain statements that are forward-looking within the meaning of the Private Securities Litigation Reform 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. Factors that would affect the prospects of Chase's business are discussed in its Annual Report to Stockholders on Form 10-K for the year ended December 31, 1997.

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 - 1998 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 23, 1998

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 - 1998 Third Quarter Earnings	6

The Chase Manhattan Corporation
270 Park Avenue
New York, NY 10017-2070

[CHASE LETTERHEAD]
News Release

Chase Reports Third Quarter Operating Earnings of \$738 million

New York, October 20, 1998 -- The Chase Manhattan Corporation (NYSE:CMB) today reported third quarter operating earnings of \$738 million, compared with operating earnings of \$1.081 billion in the same quarter of 1997. Diluted operating earnings per share were \$0.82 in the third quarter of 1998, compared with \$1.19 in the same 1997 period.

Reported total net income was \$837 million, or \$0.94 per share in the third quarter. Reported total net income in the third quarter of 1997 was \$982 million, or \$1.08 per share.

Third Quarter 1998 Financial Highlights

- - Total operating revenues were down three percent from third quarter 1997 levels, as double-digit growth in Chase's National Consumer Services and Global Services franchises offset a 20 percent revenue decline in Global Banking.
- - Chase's Tier One capital ratio rose to 8.3 percent at September 30, 1998, from 8.2 percent on June 30, 1998 and 7.8 percent on September 30, 1997. During the quarter, the corporation repurchased a net amount of 7.4 million shares under its repurchase program.
- - Total operating noninterest expenses rose four percent, with salary expense lower than in the third quarter of 1997. Operating noninterest expenses were approximately \$100 million, or four percent, lower than in the second quarter of 1998.
- - Total commercial net charge-offs were \$200 million, as previously estimated, primarily reflecting conditions in Asia and Russia.

"Difficult global market conditions affected third quarter earnings negatively. At the same time, our broadly diversified revenue streams and sound risk management systems have enabled Chase to differentiate itself in an adverse environment," said Walter V. Shipley, chairman and chief executive officer. "Looking ahead, we will continue to maximize the long-term growth potential of this exceptional franchise by maintaining a disciplined approach to risk, capital and expense management."

Investor contact: John Borden 212-270-7318
Press contact: Kathleen Baum 212-270-5089

Financial Performance

Shareholder Value Added (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 an explicit charge for allocated capital. Additional refinements have been made to the methodology for the allocation of capital to businesses. Prior periods have been restated to reflect these changes.

THE CHASE MANHATTAN CORP	Third Quarter			Nine Months	
Dollars, in millions	1998	O(U)3Q97	O(U)2Q98	1998	O(U) %
Operating Revenues	\$4,508	\$(156)	\$(543)	\$14,474	8%
Cash Operating Earnings	801	(321)	(342)	3,058	(2)
Shareholder Value Added	68	(390)	(373)	936	(20)
Cash Return on Common Equity	14%	--	--	19%	--

Line-Of-Business Results

GLOBAL BANK	Third Quarter			Nine Months	
Dollars, in millions	1998	O(U)3Q97	O(U)2Q98	1998	O(U) %
	-----	-----	-----	-----	-----
Operating Revenues	\$1,890	\$(461)	\$(641)	\$6,918	3%
Cash Operating Earnings	451	(302)	(334)	2,030	(4)
Shareholder Value Added	(20)	(321)	(335)	632	(17)
Cash Return on Common Equity	12%	--	--	19%	--

Cash operating earnings in the Global Bank declined to \$451 million in the third quarter of 1998; revenues fell 20 percent to \$1.890 billion. For the nine months period, operating revenues rose three percent and cash return on common equity was 19 percent.

A significant factor reducing Global Bank revenues and earnings in the third quarter of 1998 was the decrease in equity-related investment gains to \$60 million, from \$370 million in the preceding period and \$249 million in the

year-ago quarter.

Trading revenues and associated net interest income totaled \$259 million for the quarter, a 60 percent decline from last year's third quarter and a 50 percent decline from the previous quarter. However, securities gains realized during the quarter were \$261 million, representing a portion of the increased value in Chase's investment portfolio, which is managed as part of the corporation's overall risk management process. Remaining unrealized gains in Chase's investment portfolio were approximately \$1 billion, before taxes, at September 30, 1998, up from approximately \$150 million, before taxes, three months ago.

Investment banking fees were \$322 million in the quarter, up 5 percent from the year-ago quarter, although down by \$116 million from second quarter levels. Strong growth in fee income from loan syndications and merger and acquisition advisory was offset by substantially reduced underwriting fees in high yield and emerging markets.

GLOBAL SERVICES	Third Quarter			Nine Months	
	-----			-----	
Dollars, in millions	1998	O(U)3Q97	O(U)2Q98	1998	O(U) %
	-----	-----	-----	-----	-----
Operating Revenues	\$666	\$65	\$24	\$1,937	12%
Cash Operating Earnings	122	10	6	359	17
Shareholder Value Added	63	10	4	185	39
Cash Return on Common Equity	27%	--	--	27%	--

Third quarter results for Global Services were highlighted by double-digit revenue growth in each of its three major business lines - Chase Treasury Solutions, Global Investor Services and Global Trust. Despite significant expenses required to prepare for Year 2000 and European Monetary Union, shareholder value added increased sharply from the prior year period. Cash return on common equity held steady at 27 percent for both the third quarter and the nine month periods.

NATIONAL CONSUMER SERVICES	Third Quarter			Nine Months	
	-----			-----	
Dollars, in millions	1998	O(U)3Q97	O(U)2Q98	1998	O(U) %
	-----	-----	-----	-----	-----
Operating Revenues	\$2,055	\$201	\$52	\$5,989	11%
Cash Operating Earnings	302	(6)	4	894	7
Shareholder Value Added	78	(44)	--	226	(20)
Cash Return on Common Equity	18%	--	--	18%	--

Cash operating earnings were \$302 million in the third quarter, essentially flat to year-ago levels and compared to the previous quarter. Cash operating earnings for the nine month period were up seven percent and cash return on common equity was 18 percent. Shareholder value added in the third quarter of 1998 declined by \$44 million from the prior-year quarter, as a result of increased capital from recent acquisitions.

Revenues from cardmember services grew 16 percent in the quarter to \$979 million, with growth primarily driven by portfolio acquisitions. As anticipated, charge-offs rose in the quarter, reflecting the effect of newly-acquired portfolios. These factors, combined with increased marketing costs, resulted in a modest decline in cash operating earnings.

Regional consumer banking revenues rose five percent, as a result of deposit growth in excess of \$1.5 billion, and higher fee income from product and pricing initiatives. Cash operating earnings rose seven percent from prior-year levels.

Home finance revenues grew by eight percent, benefiting from significantly higher volume of mortgage originations partially offset by the impact of higher levels of prepayments on the mortgage portfolio. Cash operating earnings grew three percent in the third quarter.

Revenues from diversified consumer services rose 17 percent in the third quarter, with continued strong growth in Chase's auto finance, insurance and consumer investment businesses. Cash operating earnings rose 19 percent.

Additional Financial Information

- Operating results (revenues and earnings) exclude the impact of credit card securitizations, restructuring costs and special items. Special items in the third quarter of 1998 include \$191 million in pre-tax interest income (\$123 million after tax), resulting from tax refunds in prior years, and a \$37 million pre-tax charge (\$24 million after tax) for the accelerated vesting of stock-based awards. Special items in the same 1997 quarter include an \$85 million pre-tax charge (\$54 million after tax) for the accelerated vesting of stock-based awards and merger-related restructuring costs.
- Credit exposure to hedge funds was \$2.7 billion at September 30, 1998, including loans, resale agreements, mark-to-market foreign exchange and derivatives contracts and undrawn commitments to extend credit. Of this amount, approximately \$1.7 billion is secured by cash and treasury securities, approximately \$700 million by other securities, and approximately \$300 million is unsecured. Chase has made a \$300 million investment in Long-Term Capital Management. In addition, Chase has approximately \$400 million invested in other hedge funds with no single investment larger than \$25 million. These other investments are included in trading assets, are marked-to-market and have produced a year-to-date return of negative four percent.
- Chase's exposure to emerging markets in Asia and Latin America has declined substantially in the past nine months, as detailed in the attached tables. In addition, at September 30, 1998, Chase had approximately \$200 million of lending and trading-related exposure to Russia, a decline of over \$250 million from August 31, 1998. Chase also had approximately \$450 million in resale agreements secured by non-ruble denominated Russian debt, at September 30, 1998.
- The provision for credit losses in the third quarter of 1998 was \$455 million, compared with \$190 million in the year-ago quarter and \$338 million in the second quarter of 1998. Nonperforming assets at September 30, 1998 were \$1.533 billion compared with \$1.036 billion at September 30, 1997 and \$1.365 billion at June 30, 1998.
- Total assets at September 30, 1998 were \$356 billion, down approximately \$10 billion from the second quarter of 1998 and from year-ago levels. As a result, Chase was able to repurchase net \$351 million of its stock during the third quarter and still increase its Tier One capital ratio to 8.3 percent at the end of the quarter.

All per share results reflect a two-for-one stock split that became effective June 15, 1998.

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) 3QTR 97	Nine Months		% Over/ (Under) YTD 97
	1998	1997		1998	1997	

OPERATING BASIS (a)						
Operating Revenue	\$4,508	\$ 4,664	(3%)	\$14,474	\$13,404	8%
Operating Noninterest Expense	2,614	2,505	4%	7,942	7,282	9%
Credit Costs (b)	749	445	68%	2,003	1,338	50%
Operating Net Income	\$ 738	\$ 1,081	(32%)	\$ 2,870	\$ 2,999	(4%)
Cash Operating Earnings	\$ 801	\$ 1,122	(29%)	\$ 3,058	\$ 3,122	(2%)
Shareholder Value Added (SVA)	68	458	(85%)	936	1,170	(20%)
Operating Net Income Per Common Share:						
Basic	\$ 0.84	\$ 1.23	(32%)	\$ 3.29	\$ 3.35	(2%)
Diluted	0.82	1.19	(31%)	3.20	3.22	(1%)
Performance Ratios:						
Return on Average Total Assets (annualized)	0.81%	1.19%		1.03%	1.15%	
Return on Average Common Equity (annualized)	13.1	21.7		17.8	20.5	
Common Dividend Payout Ratio	42	25		33	28	
Efficiency Ratio (Excluding REIT Minority Interest)	58	53		55	54	
Selected Balance Sheet Items: (c)						
Loans				\$185,544	\$178,892	4%
Total Assets				375,422	382,379	(2%)

AS REPORTED BASIS						
Revenue	\$ 4,401	\$ 4,415	--	\$13,801	\$12,718	9%
Noninterest Expense (Excluding Restructuring Costs)	2,647	2,596	2%	7,981	7,426	7%
Restructuring Costs	--	71	NM	529	172	208%
Provision for Credit Losses	455	190	139%	1,137	599	90%
Net Income	\$ 837	\$ 982	(15%)	\$ 2,636	\$ 2,834	(7%)
Per Common Share:						
Net Income:						
Basic	\$ 0.96	\$ 1.11	(14%)	\$ 3.02	\$ 3.15	(4%)
Diluted	0.94	1.08	(13%)	2.93	3.04	(4%)
Cash Dividends Declared	0.36	0.31	16%	1.08	0.93	16%
Book Value at Period End	26.24	23.10	14%	26.24	23.10	14%
Market Value at Period End	43.13	59.00	(27%)	43.13	59.00	(27%)
Common Shares:						
Average Common Shares:						
Basic	848.3	844.8		847.4	851.4	
Diluted	871.1	869.4		871.2	884.4	
Common Shares at Period End	845.5	841.1		845.5	841.1	
Performance Ratios:						
Return on Average Total Assets(annualized)	0.92%	1.08%		0.95%	1.08%	
Return on Average Common Equity (annualized)	14.9	19.6		16.3	19.3	
Selected Balance Sheet Items:						
Loans				\$166,572	\$163,087	2%
Total Assets				356,450	366,574	(3%)
Deposits				200,319	181,788	10%
Total Stockholders' Equity				23,218	21,166	10%
Capital Ratios:						
Tier I Risk-Based Capital Ratio				8.3%(d)	7.8%	
Total Risk-Based Capital Ratio				12.1 (d)	11.6	
Tier I Leverage				6.6(d)	6.0	
Full-Time Equivalent Employees				71,344	68,396	

Note: Share-related data for all periods have been restated to reflect a 2 for 1 common stock split, effective June 15, 1998.

(a) Excludes the impact of credit card securitizations, restructuring costs and special items.

(b) Includes provision for credit losses, foreclosed property expenses and charge-offs related to the securitized credit card portfolio.

(c) Excludes the impact of credit card securitizations.

(d) Estimated

NM - Not meaningful

Unaudited

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

Three Months Ended September 30,	Global Banking (a) Over/(Under)1997			National Consumer Services (a) Over/(Under)1997			Global Services (a) Over/(Under)1997			Total (b) Over/(Under)1997		
	1998	\$	% or bp	1998	\$	% or bp	1998	\$	% or bp	1998	\$	% or bp
Operating Revenues	\$1,890	\$(461)	(20%)	\$2,055	\$201	11%	\$666	\$ 65	11%	\$4,508	\$(156)	(3%)
Cash Operating Earnings	451	(302)	(40%)	302	(6)	(2%)	122	10	9%	801	(321)	(29%)
Average Common Equity	13,919	948	7%	6,636	1,285	24%	1,734	56	3%	21,681	2,658	14%
Average Assets (c)	259,540	(7,084)	(3%)	106,493	10,551	11%	8,928	(890)	(9%)	381,327	6,591	2%
Shareholder Value Added (SVA)	(20)	(321)	NM	78	(44)	(36%)	63	10	19%	68	(390)	(85%)
Cash Return on Common Equity	12.4%		(980)bp	17.7%		(440)bp	27.4%		170bp	14.3%		(830)bp
Efficiency Ratio(Operating)	58%		1,300bp	52%		100bp	71%		--	58%		500bp

GLOBAL BANKING
KEY FINANCIAL MEASURES

Three Months Ended September 30,	Operating Revenue Over/(Under)1997			Cash Operating Earnings Over/(Under)1997			Efficiency Ratio Over/ (Under) 1997	
	1998	\$	%	1998	\$	%	1998	
Global Investment Banking	\$205	\$(70)	(26%)	\$ 22	\$(52)	(71%)	86%	3,100bp
Corporate Lending	402	24	6%	134	8	6%	31	100bp
Global Markets	749	(167)	(18%)	180	(126)	(41%)	59	1,300bp
Chase Capital Partners	(29)	(251)	NM	(35)	(159)	NM	NM	NM
Global Asset Management and Private Banking	198	8	4%	34	(6)	(16%)	71	700bp
Middle Market	197	(6)	(3%)	43	(7)	(14%)	57	700bp
Chase Bank of Texas N.A. (Consolidated)	412	55	15%	118	22	23%	57	(100)bp

NATIONAL CONSUMER SERVICES
KEY FINANCIAL MEASURES

Three Months Ended September 30,	Operating Revenue Over/(Under)1997			Cash Operating Earnings Over/(Under)1997			Efficiency Ratio Over/ (Under) 1997	
	1998	\$	%	1998	\$	%	1998	
Cardmember Services	\$979	\$139	16%	\$104	\$(6)	(5%)	38%	100bp
Regional Consumer Banking(a)	591	29	5%	97	6	7%	70	(100)bp
Chase Home Finance	262	20	8%	66	2	3%	56	400bp
Diversified Consumer Services	247	36	17%	58	9	19%	47	100bp

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 an explicit charge for allocated capital. Additional refinements were made to the methodology for the allocation of capital to businesses. Prior periods have been restated to reflect these changes.

- (a) Only the global banking portion of Chase Bank of Texas, N.A. is reported in the total Global Banking line of business results. The consumer- and global services-related results for Chase Texas are reported as part of NCS and Global Services lines of business results, respectively.
- (b) Total column includes Corporate results.
- (c) Excludes the impact of credit card securitizations.

bp - basis points
NM - Not meaningful
Unaudited

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

Nine Months Ended September 30,	Global Banking (a)			National Consumer Services (a)			Global Services (a)			Total (b)		
	Over/(Under) 1997			Over/(Under) 1997			Over/(Under) 1997			Over/(Under) 1997		
	1998	\$	% or bp	1998	\$	% or bp	1998	\$	% or bp	1998	\$	% or bp
Operating Revenues	\$6,918	\$210	3%	\$5,989	572	11%	\$1,937	\$215	12%	\$14,474	\$1,070	8%
Cash Operating Earnings	2,030	(80)	(4%)	894	60	7%	359	51	17%	3,058	(64)	(2%)
Average Common Equity	13,878	978	8%	6,641	1,338	25%	1,728	49	3%	20,999	2,416	13%
Average Assets (c)	268,669	10,052	4%	105,892	12,528	13%	9,182	72	1%	389,377	25,885	7%
Shareholder Value Added (SVA)	632	(132)	(17%)	226	(56)	(20%)	185	52	39%	936	(234)	(20%)
Cash Return on Common Equity	19.1%		(180)bp	17.5%		(260)bp	27.3%		380bp	19.0%		(240)bp
Efficiency Ratio (Operating)	49%		300bp	51%		(100)bp	71%		(100)bp	55%		100bp

GLOBAL BANKING
KEY FINANCIAL MEASURES

Nine Months Ended September 30,	Operating Revenue			Cash Operating Earnings			Efficiency Ratio	
	Over/(Under) 1997			Over/(Under) 1997			Over/(Under) 1997	
	1998	\$	%	1998	\$	%	1998	
Global Investment Banking	\$951	\$ 278	41%	\$226	\$ 66	41%	60%	--
Corporate Lending	1,169	22	2%	377	(2)	--	31	--
Global Markets	2,580	(128)	(5%)	799	(144)	(15%)	50	500bp
Chase Capital Partners	587	46	9%	316	22	8%	15	100bp
Global Asset Management and Private Banking	594	64	12%	109	6	6%	68	100bp
Middle Market	587	(29)	(5%)	130	(24)	(15%)	55	600bp
Chase Bank of Texas N.A. (Consolidated)	1,185	164	16%	325	62	24%	57	(300)bp

NATIONAL CONSUMER SERVICES
KEY FINANCIAL MEASURES

Nine Months Ended September 30,	Operating Revenue			Cash Operating Earnings			Efficiency Ratio	
	Over/(Under) 1997			Over/(Under) 1997			Over/(Under) 1997	
	1998	\$	%	1998	\$	%	1998	
Cardmember Services	\$2,882	\$ 459	19%	\$345	\$ 80	30%	37%	(200)bp
Regional Consumer Banking (a)	1,727	42	3%	268	(8)	(3%)	72	100bp
Chase Home Finance	748	38	5%	189	7	4%	55	200bp
Diversified Consumer Services	686	81	13%	142	11	8%	49	200bp

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 an explicit charge for allocated capital. Additional refinements were made to the methodology for the allocation of capital to businesses. Prior periods have been restated to reflect these changes.

(a) Only the global banking portion of Chase Bank of Texas, N.A. is reported in the total Global Banking line of business results. The consumer- and global services-related results for Chase Texas are reported as part of NCS and Global Services lines of business results, respectively.

(b) Total column includes Corporate results.

(c) Excludes the impact of credit card securitizations.

bp - basis points
Unaudited

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

	Third Quarter 1998	Third Quarter 1997	% Over/(Under) 3QTR 97	Nine Months 1998	Nine Months 1997	% Over/(Under) YTD 97
INTEREST INCOME						
Loans	\$3,287	\$3,294	--	\$10,008	\$9,529	5%
Securities	874	720	21%	2,652	2,177	22%
Trading Assets	604	732	(17%)	1,996	2,063	(3%)
Federal Funds Sold and Securities Purchased Under Resale Agreements	517	623	(17%)	1,742	1,879	(7%)
Deposits with Banks	150	149	1%	450	369	22%
Total Interest Income	5,432	5,518	(2%)	16,848	16,017	5%
INTEREST EXPENSE						
Deposits	1,524	1,714	(11%)	5,123	4,797	7%
Short-Term and Other Borrowings	1,378	1,451	(5%)	4,365	4,263	2%
Long-Term Debt	324	284	14%	954	814	17%
Total Interest Expense	3,226	3,449	(6%)	10,442	9,874	6%
NET INTEREST INCOME	2,206	2,069	7%	6,406	6,143	4%
Provision for Credit Losses	455	190	139%	1,137	599	90%
NET INTEREST INCOME AFTER PROVISION FOR CREDIT LOSSES	1,751	1,879	(7%)	5,269	5,544	(5%)
NONINTEREST REVENUE						
Investment Banking Fees	322	308	5%	1,121	767	46%
Trust, Custody and Investment Management Fees	398	338	18%	1,129	969	17%
Credit Card Revenue	381	281	36%	1,046	766	37%
Fees for Other Financial Services	522	505	3%	1,541	1,466	5%
Trading Revenue	114	505	(77%)	927	1,401	(34%)
Securities Gains	261	58	350%	442	189	134%
Revenue from Equity-Related Investments	60	249	(76%)	723	605	20%
Other Revenue	137	102	34%	466	412	13%
Total Noninterest Revenue	2,195	2,346	(6%)	7,395	6,575	12%
NONINTEREST EXPENSE						
Salaries	1,205	1,292	(7%)	3,729	3,526	6%
Employee Benefits	221	206	7%	660	647	2%
Occupancy Expense	198	194	2%	578	574	1%
Equipment Expense	219	192	14%	640	575	11%
Other Expense	804	712	13%	2,374	2,104	13%
Total Noninterest Expense Before Restructuring Costs	2,647	2,596	2%	7,981	7,426	7%
Restructuring Costs	--	71	NM	529	172	208%
Total Noninterest Expense	2,647	2,667	(1%)	8,510	7,598	12%
INCOME BEFORE INCOME TAX EXPENSE	1,299	1,558	(17%)	4,154	4,521	(8%)
Income Tax Expense	462	576	(20%)	1,518	1,687	(10%)
NET INCOME	\$837	\$ 982	(15%)	\$ 2,636	\$ 2,834	(7%)
NET INCOME APPLICABLE TO COMMON STOCK	\$ 815	\$ 941	(13%)	\$ 2,556	\$ 2,687	(5%)
NET INCOME PER COMMON SHARE:						
Basic	\$0.96	\$1.11	(14%)	\$ 3.02	\$ 3.15	(4%)
Diluted	\$0.94	\$1.08	(13%)	\$ 2.93	\$ 3.04	(4%)

NM - Not meaningful
Certain amounts have been reclassified to conform to the current presentation.
Unaudited

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

	Third Quarter		%	Nine Months		%
	1998	1997	Over/(Under) 3QTR 97	1998	1997	Over/(Under) YTD 97
NONINTEREST REVENUE						
Fees for Other Financial Services:						
Service Charges on Deposit Accounts	\$ 92	\$ 94	(2%)	\$ 275	\$ 280	(2%)
Fees in Lieu of Compensating Balances	85	81	5%	256	236	8%
Commissions on Letters of Credit and Acceptances	72	78	(8%)	218	224	(3%)
Mortgage Servicing Fees	43	59	(27%)	149	177	(16%)
Loan Commitment Fees	31	30	3%	101	86	17%
Other Fees	199	163	22%	542	463	17%
	-----	-----		-----	-----	
Total	\$ 522	\$ 505	3%	\$1,541	\$1,466	5%
	-----	-----		-----	-----	
Trading-Related Revenue: (a)						
Interest Rate Contracts	\$ 142	\$ 157	(10%)	\$ 378	\$ 539	(30%)
Foreign Exchange Revenue	263	226	16%	819	562	46%
Debt Instruments and Other	(146)	264	NM	271	739	(63%)
	-----	-----		-----	-----	
Total	\$ 259	\$ 647	(60%)	\$1,468	\$1,840	(20%)
	-----	-----		-----	-----	
Other Revenue:						
Residential Mortgage Origination/Sales Activities	\$ 105	\$ 37	184%	\$ 241	\$ 98	146%
Gains on Sale of Partially-Owned Investments	--	--	--	--	44	NM
All Other Revenue	32	65	(51%)	225	270	(17%)
	-----	-----		-----	-----	
Total	\$ 137	\$ 102	34%	\$ 466	\$ 412	13%
	-----	-----		-----	-----	
NONINTEREST EXPENSE						
Other Expense:						
Professional Services	\$ 180	\$ 139	29%	\$ 483	\$ 408	18%
Marketing Expense	108	90	20%	306	300	2%
Telecommunications	90	77	17%	258	225	15%
Travel and Entertainment	58	49	18%	177	161	10%
Amortization of Intangibles	63	41	54%	188	123	53%
Minority Interest (b)	12	19	(37%)	36	58	(38%)
Foreclosed Property Expense	(4)	6	NM	2	9	(78%)
All Other	297	291	2%	924	820	13%
	-----	-----		-----	-----	
Total	\$ 804	\$ 712	13%	\$2,374	\$2,104	13%
	-----	-----		-----	-----	

(a) Includes net interest income attributable to trading activities.

(b) Includes minority interest related to the REIT of \$11 million in each quarter.

NM - Not meaningful

Certain amounts have been reclassified to conform to the current presentation.

Unaudited

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

THIRD QUARTER 1998

	REPORTED RESULTS	CREDIT CARD SECURITIZATIONS	SPECIAL ITEMS	OPERATING BASIS
EARNINGS				
Total Revenue	\$ 4,401	\$ 298	\$ (191)	\$ 4,508
Noninterest Expense	2,651		(37)	2,614
	-----	-----	-----	-----
Operating Margin	1,750	298	(154)	1,894
Credit Costs	451	298	-	749
	-----	-----	-----	-----
Income Before Restructuring Costs	1,299	-	(154)	1,145
Restructuring Costs	-	-	-	-
	-----	-----	-----	-----
Income Before Taxes	1,299	-	(154)	1,145
Tax Expense	462	-	(55)	407
	-----	-----	-----	-----
Net Income	\$ 837	\$ -	\$ (99)	\$ 738
	-----	-----	-----	-----
NET INCOME PER COMMON SHARE				
Basic	\$ 0.96			\$ 0.84
Diluted	\$ 0.94			\$ 0.82

THIRD QUARTER 1997

	REPORTED RESULTS	CREDIT CARD SECURITIZATIONS	SPECIAL ITEMS	OPERATING BASIS
EARNINGS				
Total Revenue	\$ 4,415	\$ 249	\$ -	\$ 4,664
Noninterest Expense	2,590	-	(85)	2,505
	-----	-----	-----	-----
Operating Margin	1,825	249	85	2,159
Credit Costs	196	249	-	445
	-----	-----	-----	-----
Income Before Restructuring Costs	1,629	-	85	1,714
Restructuring Costs	71	-	(71)	-
	-----	-----	-----	-----
Income Before Taxes	1,558	-	156	1,714
Tax Expense	576	-	57	633
	-----	-----	-----	-----
Net Income	\$ 982	\$ -	\$ 99	\$ 1,081
	-----	-----	-----	-----
NET INCOME PER COMMON SHARE				
Basic	\$ 1.11			\$ 1.23
Diluted	\$ 1.08			\$ 1.19

NOTES:

Reported results represent amounts shown in Chase's financial statements, except restructuring costs have been separately displayed and foreclosed property expense is included in credit costs.

Credit Card Securitizations excludes the impact of credit card securitizations.

1998 special items include \$191 million pre-tax income (\$123 million after-tax) for prior years' tax refunds and a \$37 million pre-tax charge (\$24 million after-tax) for the accelerated vesting of stock-based awards.

1997 special items include an \$85 million pre-tax charge (\$54 million after-tax) for the accelerated vesting of stock-based awards and merger-related restructuring costs.

Unaudited

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

NINE MONTHS 1998

	REPORTED RESULTS	CREDIT CARD SECURITIZATIONS	SPECIAL ITEMS	OPERATING BASIS
EARNINGS				
Total Revenue	\$ 13,801	\$ 864	\$(191)	\$ 14,474
Noninterest Expense	7,979	-	(37)	7,942
	-----	-----	-----	-----
Operating Margin	5,822	864	(154)	6,532
Credit Costs	1,139	864	-	2,003
	-----	-----	-----	-----
Income Before Restructuring Costs	4,683	-	(154)	4,529
Restructuring Costs	529	-	(529)	-
	-----	-----	-----	-----
Income Before Taxes	4,154	-	375	4,529
Tax Expense	1,518	-	141	1,659
	-----	-----	-----	-----
Net Income	\$ 2,636	\$ -	\$ 234	\$ 2,870
	-----	-----	-----	-----
NET INCOME PER COMMON SHARE				
Basic	\$ 3.02			\$ 3.29
Diluted	\$ 2.93			\$ 3.20

NINE MONTHS 1997

	REPORTED RESULTS	CREDIT CARD SECURITIZATIONS	SPECIAL ITEMS	OPERATING BASIS
EARNINGS				
Total Revenue	\$ 12,718	\$ 730	\$ (44)	\$ 13,404
Noninterest Expense	7,417	-	(135)	7,282
	-----	-----	-----	-----
Operating Margin	5,301	730	91	6,122
Credit Costs	608	730	-	1,338
	-----	-----	-----	-----
Income Before Restructuring Costs	4,693	-	91	4,784
Restructuring Costs	172	-	(172)	-
	-----	-----	-----	-----
Income Before Taxes	4,521	-	263	4,784
Tax Expense	1,687	-	98	1,785
	-----	-----	-----	-----
Net Income	\$ 2,834	\$ -	\$ 165	\$ 2,999
	-----	-----	-----	-----
NET INCOME PER COMMON SHARE				
Basic	\$ 3.15			\$ 3.35
Diluted	\$ 3.04			\$ 3.22

NOTES:

Reported results represent amounts shown in Chase's financial statements, except restructuring costs have been separately displayed and foreclosed property expense is included in credit costs.

Credit Card Securitizations excludes the impact of credit card securitizations.

1998 special items include \$191 million pre-tax income (\$123 million after-tax) for prior years' tax refunds, a \$37 million pre-tax charge (\$24 million after-tax) for the accelerated vesting of stock-based awards, the \$510 million pre-tax charge (\$320 million after-tax) in the first quarter, taken in connection with initiatives to streamline support functions and realign certain business functions, and merger-related restructuring costs of \$19 million pre-tax (\$13 million after-tax).

1997 special items include a \$44 million pre-tax gain (\$28 million after-tax) from the sale of a partially-owned foreign investment, \$135 million pre-tax charge (\$85 million after-tax) for the accelerated vesting of stock-based awards, and merger-related restructuring costs.

Unaudited

THE CHASE MANHATTAN CORPORATION
CONSOLIDATED BALANCE SHEET
(in millions)

	September 30,		% Over/(Under)
	1998	1997	Sept. 30, 1997
ASSETS			
Cash and Due from Banks	\$ 14,585	\$ 14,367	2%
Deposits with Banks	3,877	4,152	(7%)
Federal Funds Sold and Securities Purchased Under Resale Agreements	23,591	38,958	(39%)
Trading Assets:			
Debt and Equity Instruments	28,491	42,456	(33%)
Risk Management Instruments	33,313	33,296	--
Securities	57,465	47,241	22%
Loans	166,572	163,087	2%
Allowance for Credit Losses	(3,554)	(3,462)	3%
	-----	-----	
Net Loans	163,018	159,625	2%
Other Assets	32,110	26,479	21%
	-----	-----	
TOTAL ASSETS	\$ 356,450	\$ 366,574	(3%)
	-----	-----	
LIABILITIES			
Deposits:			
Domestic:			
Noninterest-Bearing	\$ 46,231	\$ 39,131	18%
Interest-Bearing	76,115	69,587	9%
Foreign:			
Noninterest-Bearing	3,877	3,777	3%
Interest-Bearing	74,096	69,293	7%
	-----	-----	
Total Deposits	200,319	181,788	10%
Federal Funds Purchased and Securities Sold Under Repurchase Agreements	43,156	65,453	(34%)
Commercial Paper	4,239	4,584	(8%)
Other Borrowed Funds	7,761	7,085	10%
Trading Liabilities	44,491	53,498	(17%)
Accounts Payable, Accrued Expenses and Other Liabilities	16,312	17,161	(5%)
Long-Term Debt	14,216	13,899	2%
Guaranteed Preferred Beneficial Interests in Corporation's Junior Subordinated Deferrable Interest Debentures	2,188	1,390	57%
	-----	-----	
TOTAL LIABILITIES	332,682	344,858	(4%)
	-----	-----	
PREFERRED STOCK OF SUBSIDIARY	550	550	--
	-----	-----	
STOCKHOLDERS' EQUITY			
Preferred Stock	1,028	1,740	(41%)
Common Stock	882	441	100%
Capital Surplus	9,852	10,357	(5%)
Retained Earnings	12,722	10,508	21%
Accumulated Other Comprehensive Income	701	144	387%
Treasury Stock, at Cost	(1,967)	(2,024)	(3%)
	-----	-----	
TOTAL STOCKHOLDERS' EQUITY	23,218	21,166	10%
TOTAL LIABILITIES, PREFERRED STOCK OF SUBSIDIARY AND STOCKHOLDERS' EQUITY	\$ 356,450	\$ 366,574	(3%)
	-----	-----	

Certain amounts have been reclassified to conform to the current presentation.

Unaudited

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

Nine Months Ended
September 30,
1998 1997

Preferred Stock:		
Balance at Beginning of Year	\$ 1,740	\$ 2,650
Issuance of Stock	200	--
Redemption of Stock	(912)	(910)
	-----	-----
Balance at End of Period	\$ 1,028	\$ 1,740
	-----	-----
Common Stock:		
Balance at Beginning of Year	\$ 441	\$ 441
Issuance of Common Stock for a Two-for-One Stock Split	441	--
	-----	-----
Balance at End of Period	\$ 882	\$ 441
	-----	-----
Capital Surplus:		
Balance at Beginning of Year	\$ 10,360	\$ 10,459
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	(67)	(102)
	-----	-----
Balance at End of Period	\$ 9,852	\$ 10,357
	-----	-----
Retained Earnings:		
Balance at Beginning of Year	\$ 11,086	\$ 8,610
Net Income	2,636	2,834
Cash Dividends Declared:		
Preferred Stock	(80)	(147)
Common Stock	(920)	(789)
	-----	-----
Balance at End of Period	\$ 12,722	\$ 10,508
	-----	-----
Accumulated Other Comprehensive Income: (a)		
Balance at Beginning of Year	\$ 112	\$ (271)
Other Comprehensive Income	589	415
	-----	-----
Balance at End of Period	\$ 701	\$ 144
	-----	-----
Common Stock in Treasury, at Cost:		
Balance at Beginning of Year	\$ (1,997)	\$ (895)
Purchase of Treasury Stock	(1,038)	(2,036)
Reissuance of Treasury Stock	1,068	907
	-----	-----
Balance at End of Period	\$ (1,967)	\$ (2,024)
	-----	-----
Total Stockholders' Equity	\$ 23,218	\$ 21,166
	-----	-----

Comprehensive Income: (a)		
Net Income	\$ 2,636	\$ 2,834
Other Comprehensive Income	589	415
	-----	-----
Comprehensive Income	\$ 3,225	\$ 3,249
	-----	-----

(a) Effective with the first quarter 1998, Chase adopted SFAS 130, which defines and establishes the standards for reporting comprehensive income. Comprehensive income for Chase includes net income as well as the change in unrealized gains and losses on available-for-sale securities and foreign currency translation adjustments.

Prior period amounts have been reclassified to conform to the current presentation.
Unaudited

THE CHASE MANHATTAN CORPORATION
CREDIT RELATED INFORMATION
(in millions)

	September 30, 1998	September 30, 1997	% Over/(Under) Sept. 30, 1997
LOANS OUTSTANDING			
CONSUMER			
Domestic Consumer:			
1-4 Family Residential Mortgages	\$ 39,250	\$ 38,730	1%
Credit Card	12,472	11,618	7%
Other Consumer	23,480	21,712	8%
	-----	-----	
Total Domestic Consumer	75,202	72,060	4%
Total Foreign Consumer	3,951	3,692	7%
	-----	-----	
Total Consumer	79,153	75,752	4%
COMMERCIAL	-----	-----	
Domestic Commercial:			
Commercial and Industrial	48,011	43,908	9%
Commercial Real Estate	5,071	6,555	(23%)
	-----	-----	
Total Domestic Commercial	53,082	50,463	5%
Total Foreign Commercial	34,337	36,872	(7%)
	-----	-----	
Total Commercial	87,419	87,335	--
	-----	-----	
Total Loans	\$166,572	\$163,087	2%
	-----	-----	
NONPERFORMING ASSETS			
CONSUMER			
Domestic Consumer:			
1-4 Family Residential Mortgages	\$ 343	\$ 324	6%
Credit Card	--	--	--
Other Consumer	54	32	69%
	-----	-----	
Total Domestic Consumer	397	356	12%
Total Foreign Consumer	21	21	--
	-----	-----	
Total Consumer	418	377	11%
COMMERCIAL	-----	-----	
Domestic Commercial:			
Commercial and Industrial	353	310	14%
Commercial Real Estate	53	119	(55%)
	-----	-----	
Total Domestic Commercial	406	429	(5%)
Total Foreign Commercial	559	125	347%
	-----	-----	
Total Commercial	965	554	74%
	-----	-----	
Total Nonperforming Loans	1,383	931	49%
	-----	-----	
Derivative and Foreign Exchange Contracts	19	--	NM
Assets Acquired as Loan Satisfactions	131	105	25%
	-----	-----	
Total Nonperforming Assets	\$ 1,533	\$ 1,036	48%
	-----	-----	

	Third Quarter 1998	Third Quarter 1997	% Over/(Under) 3QTR 97	Nine Months 1998	Nine Months 1997	% Over/(Under) YTD 97
NET CHARGE-OFFS						
CONSUMER						
Domestic Consumer:						
1-4 Family Residential Mortgages	\$ 6	\$ 8	(25%)	\$ 22	\$ 21	5%
Credit Card	187	132	42%	550	403	36%
Other Consumer	56	56	--	181	171	6%
	---	---		---	---	
Total Domestic Consumer	249	196	27%	753	595	27%
Total Foreign Consumer	6	3	100%	14	9	56%
	---	---		---	---	
Total Consumer	255	199	28%	767	604	27%
COMMERCIAL	---	---		---	---	
Domestic Commercial:						
Commercial and Industrial	(59)	14	NM	(77)	32	NM
Commercial Real Estate	(3)	(13)	NM	(9)	(23)	NM
	---	---		---	---	
Total Domestic Commercial	(62)	1	NM	(86)	9	NM
Total Foreign Commercial	154	(10)	NM	326	(14)	NM
	---	---		---	---	
Total Commercial	92	(9)	NM	240	(5)	NM
	---	---		---	---	
Derivative and Foreign Exchange Contracts	108	--	NM	130	--	NM
	---	---		---	---	
Total Net Charge-offs	\$ 455	\$ 190	139%	\$1,137	\$599	90%
	---	---		---	---	

THE CHASE MANHATTAN CORPORATION
CREDIT RELATED INFORMATION (Continued)

CREDIT CARD PORTFOLIO (excluding
the impact of securitizations): *

As of or For The
Three Months Ended
September 30,
1998 1997

As of or For The
Nine Months Ended
September 30,
1998 1997

(in millions, except ratios)				
Average Credit Card Receivables	\$ 31,607	\$ 27,630	\$ 31,991	\$ 26,527
Past Due 90 Days or More and Accruing	\$ 675	\$ 528	\$ 675	\$ 528
As a Percentage of Average Credit Card Receivables	2.14%	1.91%	2.11%	1.99%
Net Charge-offs	\$ 489	\$ 379	\$ 1,425	\$ 1,125
As a Percentage of Average Credit Card Receivables	6.19%	5.49%	5.94%	5.65%

* Includes domestic and international credit card activity.

SELECTED COUNTRY EXPOSURE
(in billions)

	At September 30, 1998 (a)				At Dec. 31, 1997
	Lending- Related and Other (b)	Foreign Exchange and Derivatives (c)	Resale Agreements (d)	Total Cross- Border Exposure	Total Cross- Border Exposure
ASIA					
Japan	\$ 3.8	\$ 1.9	\$ 0.1	\$ 5.8	\$ 9.6
Australia	2.3	1.1	-	3.4	5.0
Korea	2.0	0.5	-	2.5	5.4
Hong Kong	2.0	0.3	-	2.3	3.6
Indonesia	1.2	0.2	-	1.4	2.6
Thailand	1.2	0.2	-	1.4	2.1
Singapore	1.1	0.3	-	1.4	1.8
Philippines	0.7	-	-	0.7	1.1
Malaysia	0.5	0.1	-	0.6	1.1
All Other Asia	1.7	0.2	0.1	2.0	1.7
Total Asia	\$ 16.5	\$ 4.8	\$ 0.2	\$ 21.5	\$ 34.0
LATIN AMERICA					
Brazil	\$ 2.8	\$ 0.1	\$ 0.9	\$ 3.8	\$ 4.9
Argentina	2.3	0.1	0.5	2.9	3.3
Mexico	1.5	0.6	0.5	2.6	3.0
Chile	1.1	-	-	1.1	1.6
Colombia	0.9	-	-	0.9	0.8
Venezuela	0.4	-	0.1	0.5	1.0
All Other Latin America (e)	0.8	0.2	-	1.0	1.5
Total Latin America	\$ 9.8	\$ 1.0	\$ 2.0	\$ 12.8	\$ 16.1

(a) Estimated cross-border disclosure is based on Chase's credit risk management policies in assessing Chase's cross-border risk.

(b) Includes loans and accrued interest, interest-bearing deposits with banks, trading debt and equity instruments, acceptances, other monetary assets, issued letters of credit, undrawn commitments to extend credit and local currency assets, net of local currency liabilities.

(c) Foreign exchange largely represents the mark-to-market exposure of spot and forward contracts. Derivatives largely represent the mark-to-market exposure of risk management instruments. Mark-to-market exposure is a measure, at a point in time, of the value of a foreign exchange or derivative contract in the open market. The impact of legally enforceable master netting agreements on these foreign exchange and derivative contracts reduced exposure by \$16.7 billion at September 30, 1998 and \$12.7 billion at December 31, 1997.

(d) A majority of this exposure represents resale agreements with investment grade counterparties from G-7 (Group of 7) countries. G-7 countries are the United States, United Kingdom, Germany, Japan, Italy, France, and Canada.

(e) 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)

	Three Months Ended September 30, 1998			Three Months Ended September 30, 1997		
	Average Balance	Interest	Rate (Annualized)	Average Balance	Interest	Rate (Annualized)
ASSETS						
Liquid Interest-Earning Assets	\$ 63,853	\$ 1,271	7.89%	\$ 83,331	\$ 1,504	7.16%
Securities	56,897	879	6.13%	45,039	725	6.38%
Loans	166,134	3,288	7.86%	161,247	3,296	8.11%
Total Interest-Earning Assets	286,884	5,438	7.52%	289,617	5,525	7.57%
Noninterest-Earning Assets	75,981			70,697		
Total Assets	\$362,865			\$360,314		
LIABILITIES						
Interest-Bearing Deposits	\$150,787	1,524(a)	4.01%	\$139,091	1,714	4.89%
Short-Term and Long-Term Debt	90,976	1,702	7.42%	108,245	1,735	6.36%
Total Interest-Bearing Liabilities	241,763	3,226	5.29%	247,336	3,449	5.53%
Noninterest-Bearing Deposits	45,684			41,935		
Other Noninterest-Bearing Liabilities	52,021			49,493		
Total Liabilities	339,468			338,764		
PREFERRED STOCK OF SUBSIDIARY STOCKHOLDERS' EQUITY	550			550		
Preferred Stock	1,166			1,977		
Common Stockholders' Equity	21,681			19,023		
Total Stockholders' Equity	22,847			21,000		
Total Liabilities, Preferred Stock of Subsidiary and Stockholders' Equity	\$362,865			\$360,314		
INTEREST RATE SPREAD						
NET INTEREST INCOME AND NET YIELD ON INTEREST-EARNING ASSETS		\$ 2,212	3.06%		\$ 2,076	2.84%
NET INTEREST INCOME AND NET YIELD ON INTEREST-EARNING ASSETS (b)		\$ 2,586	3.36%(a)		\$ 2,395	3.12%

	Nine Months Ended September 30, 1998			Nine Months Ended September 30, 1997		
	Average Balance	Interest	Rate (Annualized)	Average Balance	Interest	Rate (Annualized)
ASSETS						
Liquid Interest-Earning Assets	\$ 71,187	\$ 4,188	7.86%	\$ 79,828	\$ 4,311	7.22%
Securities	56,511	2,668	6.31%	44,329	2,190	6.61%
Loans	168,128	10,012	7.96%	156,942	9,535	8.12%
Total Interest-Earning Assets	295,826	16,868	7.62%	281,099	16,036	7.63%
Total Noninterest-Earning Assets	75,623			68,470		
Total Assets	\$371,449			\$349,569		
LIABILITIES						
Total Interest-Bearing Deposits	\$151,240	5,123 (a)	4.53%	\$135,332	4,797	4.74%
Short-Term and Long-Term Debt	100,300	5,319	7.09%	103,088	5,077	6.58%
Total Interest-Bearing Liabilities	251,540	10,442	5.55%	238,420	9,874	5.54%
Noninterest-Bearing Deposits	45,340			41,302		
Other Noninterest-Bearing Liabilities	51,655			48,343		
Total Liabilities	348,535			328,065		
PREFERRED STOCK OF SUBSIDIARY STOCKHOLDERS' EQUITY	550			550		
Preferred Stock	1,365			2,371		
Common Stockholders' Equity	20,999			18,583		
Total Stockholders' Equity	22,364			20,954		
Total Liabilities, Preferred Stock of Subsidiary and Stockholders' Equity	\$371,449			\$349,569		
INTEREST RATE SPREAD						
NET INTEREST INCOME AND NET YIELD ON INTEREST-EARNING ASSETS		\$ 6,426	2.90%		\$ 6,162	2.93%
NET INTEREST INCOME AND NET YIELD ON INTEREST-EARNING ASSETS (b)		\$ 7,519	3.20% (a)		\$ 7,075	3.20%

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

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

Unaudited

