

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 the Report: February 5, 1996 Commission file number 1-5805

CHEMICAL BANKING 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, New York  
(Address of principal executive offices)

10017-2070  
(Zip Code)

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

Items 5. Other Events

Chemical Banking Corporation ("Chemical") and The Chase Manhattan Corporation ("Chase") announced on February 1, 1996 that the effective date of the merger of their holding companies will be March 31, 1996. Chemical and Chase said that the merger of their subsidiary banks, Chemical Bank and The Chase Manhattan Bank, N.A., will occur later in 1996 in accordance with their original plans.

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

The following exhibits are filed with this Report:

Exhibit Number	Description
99	Press Release

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 thereunto duly authorized.

CHEMICAL BANKING CORPORATION  
(Registrant)

Dated: February 5, 1996

By /s/John B. Wynne  
John B. Wynne  
Secretary

EXHIBIT INDEX

Exhibit Number

Description

99

Press Release

NEWS RELEASE

Press Contact: John Stefans  
212-270-7438

Investor Contact: John Borden  
212-270-7318

New York, February 1, 1996 -- Chemical Banking Corporation and The Chase Manhattan Corporation announced today that the effective date of the merger of their holding companies will be March 31, 1996.

The companies noted that all approvals have been received and that merger planning and preparation are proceeding extremely well. They said that their near-term priority is to provide excellent service while ensuring that the merger becomes a seamless event for their customers.

Chemical and Chase said that the merger of their subsidiary banks, Chemical Bank and The Chase Manhattan Bank, N.A., will occur later in 1996 in accordance with their original plans.

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