SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15 (d) OF
THE SECURITIES AND EXCHANGE ACT OF 1934

Date of the Report: July 21, 1994   Commission file number 1-5805

CHEMICAL BANKING CORPORATION
(Exact name of registrant as specified in its charter)

Delaware	13-2624428
(State or other jurisdiction of incorporation)	(I.R.S. Employer Identification No.
270 Park Avenue, New York, NY	10017
(Address of principal executive Offices)	(Zip Code)

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

Item 5. Other Events

1. Chemical Banking Corporation ("the Corporation") announced on July 19, 1994, that 1994 second quarter net income was $357 million, or $1.28 per common share, up nine percent from earnings on a comparable basis of $327 million, or $1.14 per share, in the second quarter of 1993.

   Reported net income in last year's second quarter was $381 million, or $1.35 per common share, when the Corporation recognized income tax benefits of $54 million.

   For the first six months of 1994, net income was $676 million, an increase of 12 percent from $603 million on a comparable basis in the first half of 1993. Reported net income for the first six months of 1993 was $755 million, when the Corporation benefited from $152 million in accounting changes and tax benefits.

   A copy of the Corporation's Press Release announcing the results of operations for the 1994 second quarter is incorporated herein.

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

The following exhibits are filed with this Report:

Exhibit Number	Description
99	Press Release - 1994 Second Quarter Earnings.

SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CHEMICAL BANKING CORPORATION
(Registrant)

Dated July 21, 1994

by /s/Joseph L. Sclafani

Joseph L. Sclafani
Controller
[Principal Accounting Officer]

EXHIBIT INDEX

Exhibit Number	Description	Page at Which Located
99	Press Release	5

Press Contact: Ken Herz
(212) 270-4621
John Stefans
(212) 270-7438

Investor Contact: John Borden
(212) 270-7318

For Immediate Release
Tuesday, July 19, 1994

NEW YORK, July 19 -- Chemical Banking Corporation today reported second quarter net income of $357 million, or $1.28 per common share, up nine percent from earnings on a comparable basis of $327 million, or $1.14 per share, in the second quarter of 1993.

Reported net income in last year's second quarter was $381 million, or $1.35 per share, when Chemical recognized income tax benefits of $54 million.

For the first six months of 1994, net income was $676 million, an increase of 12 percent from $603 million on a comparable basis in the first half of 1993. Reported net income for the first six months of 1993 was $755 million, when the corporation benefited from $152 million in accounting changes and tax benefits.

"Chemical's core businesses performed well in the second quarter's challenging environment. Our earnings also benefited from a further improvement in the institution's risk profile, including a substantial reduction in nonperforming assets and another sharp decline in our provision and other credit costs," said Walter V. Shipley, chairman and chief executive officer.

"We remain firmly on the path to improved operating return levels, and revenue initiatives and productivity programs under way throughout the corporation will contribute to ongoing improvements," Mr. Shipley said.

Completion of a Brazilian refinancing package during the second quarter brought to a close the broad rescheduling program begun in the mid-1980s. Accordingly, Chemical has combined its remaining LDC reserve for possible loan losses with its general reserve and will no longer report a separate LDC allowance.

At June 30, total nonperforming assets were $2,493 million, down $710 million, or 22 percent, from $3,203 million on March 31 and down $2,370 million, or 49 percent, from June 30 a year ago.

On July 1, Chemical completed its tender offer for all of the outstanding common stock and the depositary shares representing the preferred stock of Margaretten Financial Corporation, a leading mortgage banking company. With this acquisition, Chemical now ranks fourth nationwide in mortgage originations and fifth in mortgage servicing. This acquisition is not reflected in second quarter results.

The corporation's estimated Tier I risk-based capital ratio was 8.4 percent at June 30, compared with 7.6 percent a year ago. At June 30, the estimated total risk-based capital ratio was 12.4 percent, compared with 12.0 percent a year ago.

NET INTEREST INCOME

Net interest income for the second quarter was $1,185 million, compared with $1,175 million in the same year-ago period. The rise in net interest income is attributable to increases in average earning assets, partially offset by a decline in average spread.

Average interest-earning assets for the second quarter were $129.1 billion, compared with $125.6 billion in the same year-ago period. The composition of average earning assets shifted in response to growth in liquid assets to support trading businesses and securities, more than offsetting declines in loans.

The net yield on interest-earning assets was 3.69 percent in the second quarter, compared with 3.76 percent in the second quarter of 1993. The shift to lower-spread liquid assets has exerted downward pressure on the net yield on interest earning assets.

Compared with the first quarter of 1994, net interest income and the net yield on earning assets improved. Growth in consumer loans and declines in nonperforming loans contributed to a rise in the average yield on the loan portfolio.

NONINTEREST REVENUE

Noninterest revenue for the second quarter was $867 million, compared with $1,042 million in the same period a year ago, which had included $44 million from the sale of interest due and unpaid (IDU) bonds, as well as significantly higher trading revenues. There were no LDC-related past due interest bond sales in the second quarter of 1994.

Trust and investment management fees were $108 million in the second quarter of 1994, compared with $102 million in the year-ago quarter, reflecting the acquisition of Ameritrust Texas Corporation in September 1993.

Corporate finance fees were $93 million in the quarter, up 11 percent from $84 million a year ago.

Fees for other banking services were $279 million in the quarter, compared with $272 million in the year-ago second quarter. This improvement primarily reflected increased revenues generated by the new co-branded Shell MasterCard

Combined revenues from all trading activities were $203 million in the second quarter, versus a record $298 million in the same year-ago period but up from $185 million in the first quarter of 1994. The decline in trading results in the second quarter when compared with record results in last year's second quarter reflected difficult conditions in certain markets, including emerging market debt and European government bonds, as well as in many foreign exchange markets.

A decline in other noninterest revenue in the second quarter reflected lower revenues on equity-related investments. The 1994 second quarter result was $66 million, compared with $115 million a year ago.

NONINTEREST EXPENSE

Noninterest expense in the second quarter was $1,281 million, compared with $1,312 million in the same year-ago quarter.

Expenses for the second quarter of 1994 reflected additional costs of $47 million associated with the acquisition of Ameritrust and operating costs connected with the Shell MasterCard, including marketing expenses that increased $21 million, largely reflecting the advertising campaign for the co-branded program.

Foreclosed property expense was $2 million in the quarter compared with $85 million in the year-ago period, reflecting significant progress in managing the corporation's foreclosed real estate portfolio. The current quarter's expense benefited by approximately $15 million of gains from the sale of foreclosed property.

Total headcount at June 30, 1994 was 40,988, compared with 41,303 at June 30, 1993, as staff increases in areas with revenue growth initiatives were more than offset by reductions from continued integration and productivity efforts.

PROVISION AND ALLOWANCE FOR LOSSES

The provision for losses was $160 million in the second quarter, compared with $205 million in the first quarter of 1994 and $363 million in the second quarter of 1993.

Non-LDC net charge-offs were $185 million in the second quarter, compared with $230 million in the first quarter of 1994 and $363 million in the second quarter a year ago.

Following completion of the Brazilian refinancing package, a final valuation of the LDC portfolio resulted in a $291 million charge in the second quarter. The remaining LDC reserve of $300 million, after the final valuation, was transferred to the general reserve.

At June 30, the allowance for losses was $2,676 million, compared with $2,991 million on the same date a year ago (including $570 million related to the LDC allowance).

NONPERFORMING ASSETS

At June 30, total nonperforming assets were $2,493 million, down $710 million, or 22 percent, from March 31 and down $2,370 million, or 49 percent, from June 30, 1993.

Nonperforming loans at June 30 were $1,758 million, down from $2,369 million at March 31 and down from $3,764 million at June 30 last year. Assets acquired as loan satisfactions were $735 million at June 30, down from $834 million at March 31 and down $364 million from $1,099 million on June 30 a year ago.

The nonperforming amounts include LDCs of $145 million at June 30, down from $524 million at March 31, principally the result of the completion of the Brazilian refinancing program. New bonds received in exchange for old debt and approximately $160 million face value of interest bonds, representing the majority of the remaining unpaid interest, have been designated as "Available for Sale."

NONPERFORMING ASSETS
($ in millions)

	6/30/94	3/31/94	6/30/93
Nonperforming loans*	$1,758	$2,369	$3,764
Assets acquired as loan satisfactions	735	834	1,099
Total nonperforming assets	$2,493	$3,203	$4,863

ALLOWANCE FOR LOSSES ($ in millions)

	6/30/94	6/30/93
Total allowance for losses	$2,676	$2,991**
As a % of total loans	3.6%	3.8%
As a % of nonperforming loans	152%	79%

* Includes loans previously classified as LDC loans.
** The 6/30/93 amount includes $570 million previously classified as LDC allowance.

STOCKHOLDERS' EQUITY AND CAPITAL RATIOS
($ in billions)

	6/30/94	6/30/93
Total stockholders' equity	$11.2	$10.5
Common stockholders' equity	$9.3	$8.7
Ratios: Total equity to assets	6.6%	7.2%
Common equity to assets	5.5%	6.0%
Tier I Leverage	6.4%	6.6%
Risk-based capital:		
Tier I (4.0% required)	8.4%	7.6%
Total (8.0% required)	12.4%	12.0%

[FN]
On January 1, 1994, the corporation adopted FASI 39, which increased total assets by approximately $19.0 billion at June 30, 1994 and total average assets by approximately $14.1 billion for the 1994 second quarter and $13.6 billion for the first six months of 1994.

The 1994 ratios exclude the net unfavorable impact on stockholders' equity of $291 million resulting from marking the available for sale portfolio to market.

[C] Estimated.

OTHER FINANCIAL DATA

In the second quarter of 1994, the corporation announced its intention to repurchase up to 10 million shares of its common stock on the open market from time to time during the next 12 months. As of June 30, 1994, the corporation had repurchased approximately 3.2 million shares of its common stock.

The corporation also redeemed all shares of its adjustable rate Series C Preferred Stock on July 15, 1994 and issued $200 million of Series L Adjustable Rate Cumulative Preferred Stock on June 8, 1994.

The corporation's effective tax rate was 41.5 percent in the second quarter, compared with 29.7 percent in the same period of 1993. Tax expense included an income tax benefit of $54 million in the second quarter of 1993.

The impact of marking the "Available for Sale" securities to market resulted in a net unfavorable impact of approximately $291 million after-tax on the corporation's stockholders' equity at June 30, 1994, compared with an unfavorable impact of $192 million after-tax at March 31, 1994. The market valuation does not include the favorable impact of related funding sources.

On January 1, 1994, the corporation adopted FASB Interpretation No. 39, which changes the reporting of unrealized gains and losses on interest rate and foreign exchange contracts on the balance sheet. The adoption of this Interpretation has resulted in an increase of assets and liabilities of $19.0 billion at June 30, 1994, with unrealized gains reported as Trading Assets-Risk Management Instruments and the unrealized losses reported in Other Liabilities.

Total assets at June 30 were $168.9 billion, versus $145.5 billion on the same date a year ago. Total loans at June 30 were $74.7 billion, compared with $79.2 billion a year ago. At the end of the second quarter, total deposits were $92.0 billion, compared with $94.6 billion at June 30, 1993.

The return on average total assets was .87 percent for the second quarter, compared with 1.04 percent in the same year-ago period.

The return on average common stockholders' equity was 13.90 percent for the second quarter, compared with 15.97 percent in the year-ago second quarter.

Book value per common share was $37.17 at June 30, versus $34.47 per share on the same date a year ago.

TEXAS COMMERCE BANCSHARES

Texas Commerce Bancshares (TCB) reported net income of $60 million in the second quarter, versus $44 million a year ago. Its net yield on interest-earning assets was 4.21 percent in the second quarter, versus 4.02 percent in the 1993 second quarter. At June 30, total assets of TCB were $20.9 billion, versus $22.1 billion a year ago.

UNAUDITED

CHEMICAL BANKING CORPORATION and Subsidiaries
(in millions, except per share and ratio data)

	Three Months Ended June 30,			Six Months Ended June 30,		
	1994	1993	Pro-Forma 1993	1994	1993	Pro-Forma 1993
EARNINGS:						
Income Before Effect of Accounting Changes	$ 357	$ 381	$ 327	$ 676	$ 720	$ 603
Net Effect of Changes in Accounting Principles	--	--	--	--	35	35
Net Income	$ 357	$ 381	$ 327	$ 676	$ 755	$ 638
Net Income Applicable to Common Stock	$ 324	$ 341	$ 287	$ 611	$ 676	$ 559
PER COMMON SHARE:						
Income Before Effect of Accounting Changes	$ 1.28	$ 1.35	$ 1.14	$ 2.41	$ 2.56	$ 2.09
Net Effect of Changes in Accounting Principles	--	--	--	--	.14	.14
Net Income	$ 1.28	$ 1.35	$ 1.14	$ 2.41	$ 2.70	$ 2.23
Book Value at June 30,	$37.17	$ 34.47		$ 37.17	$ 34.47	
Market Value at June 30,	$38.50	$ 40.88		$ 38.50	$ 40.88	
Common Stock Dividends Declared	$ 0.38	$ 0.33		$ 0.76	$ 0.66	
COMMON SHARES:						
Average Outstanding	253.1	251.7		253.1	250.1	
Period End Outstanding	250.9	251.8		250.9	251.8	
BALANCE SHEET AVERAGES:						
Loans	$ 74,144	$ 79,900		$ 74,312	$ 80,654	
Securities	$ 26,594	$ 24,029		$ 26,500	$ 23,670	
Total Assets	$164,066	$146,350		$164,109	$144,489	
Deposits	$ 93,978	$ 95,293		$ 95,527	$ 95,037	
Long-Term Debt	$ 8,370	$ 8,062		$ 8,434	$ 7,768	
Stockholders' Equity	$ 11,052	$ 10,544		$ 11,103	$ 10,324	
PERFORMANCE RATIOS: (Average Balances)						
Return on Assets	.87%	1.04%		.83%	1.05%	
Return on Common Stockholders' Equity	13.90%	15.97%		13.07%	16.22%	
Return on Total Stockholders' Equity	12.96%	14.49%		12.28%	14.75%	
CAPITAL RATIOS AT JUNE 30:						
Total Stockholders' Equity to Assets				6.6%	7.2%	
Common Stockholders' Equity to Assets				5.5%	6.0%	
Tier 1 Leverage				6.4%	6.6%	
Risk-Based Capital:						
Tier 1 (4.0% required)				8.4%*	7.6%	
Total (8.0% required)				12.4%*	12.0%	

[FN]

The Corporation recognized its remaining available Federal tax benefits in the third quarter of 1993 and as a result the Corporation's earnings beginning in the fourth quarter of 1993 are reported on a fully-taxed basis. The pro-forma columns assume the Corporation's 1993 second quarter and six month results are reported on a fully-taxed basis.

In the fourth quarter of 1993, the Corporation increased its quarterly common stock dividend to $0.38 per share.

[C] On January 1, 1994, the Corporation adopted FASI 39, which increased total assets by approximately $19.0 billion at June 30, 1994 and total average assets by approximately $14.1 billion for the 1994 second quarter and $13.6 billion for the first half of 1994.

Performance ratios are based on annualized net income amounts.

The 1994 amounts exclude the net unfavorable impact on stockholders' equity of $291 million resulting from the adoption of SFAS No. 115.

*Estimated

CHEMICAL BANKING CORPORATION and Subsidiaries
CONSOLIDATED STATEMENT OF INCOME
(in millions, except per share data)

	Three Months Ended June 30, 1994	Three Months Ended June 30, 1993
INTEREST INCOME		
Loans	$1,375	$1,433
Securities	432	443
Trading Assets	191	103
Federal Funds Sold and Securities Purchased Under Resale Agreements	121	80
Deposits with Banks	100	73
Total Interest Income	2,219	2,132
INTEREST EXPENSE		
Deposits	543	569
Short-Term and Other Borrowings	359	253
Long-Term Debt	132	135
Total Interest Expense	1,034	957
NET INTEREST INCOME	1,185	1,175
Provision for Losses	160	363
NET INTEREST INCOME AFTER PROVISION FOR LOSSES	1,025	812
NONINTEREST REVENUE		
Trust and Investment Management Fees	108	102
Corporate Finance and Syndication Fees	93	84
Service Charges on Deposit Accounts	75	77
Fees for Other Banking Services	279	272
Trading Account and Foreign Exchange Revenue	203	298
Securities Gains	13	5
Other Revenue	96	204
Total Noninterest Revenue	867	1,042
NONINTEREST EXPENSE		
Salaries	542	529
Employee Benefits	102	105
Occupancy Expense	140	145
Equipment Expense	91	88
Foreclosed Property Expense	2	85
Other Expense	404	360
Total Noninterest Expense	1,281	1,312
INCOME BEFORE INCOME TAX EXPENSE	611	542
Income Tax Expense	254	161
NET INCOME	$ 357	$ 381
NET INCOME APPLICABLE TO COMMON STOCK	$ 324	$ 341
NET INCOME PER COMMON SHARE	$ 1.28	$ 1.35
AVERAGE COMMON SHARES OUTSTANDING	253.1	251.7

CHEMICAL BANKING CORPORATION and Subsidiaries
CONSOLIDATED STATEMENT OF INCOME
(in millions, except per share data)

	Six Months Ended June 30, 1994	Six Months Ended June 30, 1993
INTEREST INCOME		
Loans	$2,682	$2,898
Securities	848	871
Trading Assets	364	197
Federal Funds Sold and Securities Purchased Under Resale Agreements	221	156
Deposits with Banks	194	134
Total Interest Income	4,309	4,256
INTEREST EXPENSE		
Deposits	1,063	1,162
Short-Term and Other Borrowings	651	505
Long-Term Debt	267	265
Total Interest Expense	1,981	1,932
NET INTEREST INCOME	2,328	2,324
Provision for Losses	365	675
NET INTEREST INCOME AFTER PROVISION FOR LOSSES	1,963	1,649
NONINTEREST REVENUE		
Trust and Investment Management Fees	218	200
Corporate Finance and Syndication Fees	175	155
Service Charges on Deposit Accounts	144	144
Fees for Other Banking Services	569	523
Trading Account and Foreign Exchange Revenue	388	550
Securities Gains	59	75
Other Revenue	245	320
Total Noninterest Revenue	1,798	1,967
NONINTEREST EXPENSE		
Salaries	1,060	1,030
Employee Benefits	221	207
Occupancy Expense	286	290
Equipment Expense	175	163
Foreclosed Property Expense	37	156
Restructuring Charge	48	43
Other Expense	778	699
Total Noninterest Expense	2,605	2,588
INCOME BEFORE INCOME TAX EXPENSE AND EFFECT OF ACCOUNTING CHANGES	1,156	1,028
Income Tax Expense	480	308
INCOME BEFORE EFFECT OF ACCOUNTING CHANGES	676	720
Net Effect of Changes in Accounting Principles	--	35
NET INCOME	$ 676	$ 755
NET INCOME APPLICABLE TO COMMON STOCK	$ 611	$ 676
PER COMMON SHARE:		
Income Before Effect of Accounting Changes	$ 2.41	$ 2.56
Net Effect of Changes in Accounting Principles	--	.14
Net Income	$ 2.41	$ 2.70
AVERAGE COMMON SHARES OUTSTANDING	253.1	250.1

[FN]
On January 1, 1993, the Corporation adopted SFAS 106 which resulted in a charge of $415 million relating to postretirement benefits and also adopted SFAS 109 which resulted in an income tax benefit of $450 million.

CHEMICAL BANKING CORPORATION and Subsidiaries
NONINTEREST REVENUE DETAIL
(in millions)

	Three Months Ended June 30, 1994	Three Months Ended June 30, 1993	Six Months Ended June 30, 1994	Six Months Ended June 30, 1993
TRUST AND INVESTMENT MANAGEMENT FEES:				
Personal Trust Fees	$ 54	$ 46	$107	$ 97
Corporate and Institutional Trust Fees	45	46	91	85
Other, primarily Foreign Asset Management	9	10	20	18
Total	$108	$102	$218	$200
FEES FOR OTHER BANKING SERVICES:				
Credit Card Services Revenue	$ 75	$ 55	$150	$108
Fees in Lieu of Compensating Balances	49	52	107	104
Commissions on Letters of Credit and Acceptances	39	40	76	80
Loan Commitment Fees	23	25	45	46
Mortgage Servicing Fees	18	17	34	32
Other Fees	75	83	157	153
Total	$279	$272	$569	$523
TRADING ACCOUNT AND FOREIGN EXCHANGE REVENUE:				
Interest Rate Contracts	$135	$ 97	$223	$226
Foreign Exchange Revenue	55	96	100	164
Debt Instruments and Other	13	105	65	160
Total	$203	$298	$388	$550
OTHER REVENUE:				
Revenue from Equity-Related Investments	$ 66	$115	$149	$143
Net Gains on LDC-Related Interest Bond Sales	--	44	45	100
All Other Revenue	30	45	51	77
Total	$ 96	$204	$245	$320

CHEMICAL BANKING CORPORATION and Subsidiaries
NONINTEREST EXPENSE DETAIL
(in millions)

	Three Months Ended June 30, 1994	Three Months Ended June 30, 1993	Six Months Ended June 30, 1994	Six Months Ended June 30, 1993
OTHER EXPENSE:				
Professional Services	$ 59	$ 55	$105	$ 97
Marketing Expense	57	36	97	68
FDIC Assessments	41	44	83	92
Telecommunications	33	28	63	54
Amortization of Intangibles	27	28	56	50
All Other	187	169	374	338
Total Other Expense	$404	$360	$778	$699

CHEMICAL BANKING CORPORATION and Subsidiaries
CONSOLIDATED BALANCE SHEET
(in millions)

	June 30, 1994	June 30, 1993
ASSETS		
Cash and Due from Banks	$ 9,463	$ 7,650
Deposits with Banks	4,461	3,763
Federal Funds Sold and Securities Purchased under Resale Agreements	12,803	9,664
Trading Assets:		
Debt and Equity Instruments	10,935	8,332
Risk Management Instruments	20,632	--
Securities:		
Held-to-Maturity	8,923	17,009
Available-for-Sale	16,606	6,834
Loans (Net of Unearned Income)	74,685	79,200
Allowance for Losses	(2,676)	(2,991)
Premises and Equipment	2,034	1,796
Due from Customers on Acceptances	1,202	1,225
Accrued Interest Receivable	1,029	1,118
Assets Acquired as Loan Satisfactions	735	1,099
Other Assets	8,089	10,823
TOTAL ASSETS	$168,921	$145,522
LIABILITIES		
Deposits:		
Demand (Noninterest Bearing)	$ 22,066	$ 22,163
Time and Savings	47,737	52,342
Foreign	22,153	20,087
Total Deposits	91,956	94,592
Federal Funds Purchased and Securities Sold Under Repurchase Agreements	20,764	14,634
Other Borrowed Funds	12,604	10,786
Acceptances Outstanding	1,205	1,240
Accounts Payable and Accrued Liabilities	1,998	3,085
Other Liabilities	20,878	2,215
Long-Term Debt	8,336	8,437
TOTAL LIABILITIES	157,741	134,989
STOCKHOLDERS' EQUITY		
Preferred Stock	1,854	1,854
Common Stock	254	252
Capital Surplus	6,557	6,534
Retained Earnings	2,920	1,905
Net Unrealized Loss on Securities Available-for-Sale, Net of Taxes	(291)	--
Treasury Stock, at Cost	(114)	(12)
TOTAL STOCKHOLDERS' EQUITY	11,180	10,533
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$168,921	$145,522

[FN]

On January 1, 1994, the Corporation adopted FASB Interpretation No. 39. As a result, assets and liabilities increased by $19.0 billion at June 30, 1994 with unrealized gains reported as Trading Assets-Risk Management Instruments and the unrealized losses reported in Other Liabilities. Prior to adoption, unrealized gains and losses were reported net in Other Assets.

On December 31, 1993, the Corporation adopted SFAS 115. Securities that are identified as available-for-sale are accounted for at fair value with the related unrealized gains and losses included in stockholders' equity.

CHEMICAL BANKING CORPORATION and Subsidiaries
CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY
(in millions)

	1994	1993
BALANCE AT JANUARY 1,	$ 11,164	$ 9,851
Net Income	676	755
Dividends Declared:		
Preferred Stock	(65)	(78)
Common Stock	(192)	(166)
Issuance of Preferred Stock	200	400
Redemption of Preferred Stock	--	(394)
Issuance of Common Stock	16	163
Restricted Stock Granted	(11)	--
Net Changes in Treasury Stock	(102)	--
Net Unrealized Loss on Securities Available-for-Sale, Net of Taxes	(506)	--
Accumulated Translation Adjustment	--	2
Net Change in Stockholders' Equity	16	682
BALANCE AT JUNE 30,	$ 11,180	$10,533

As of June 30, 1994, the Corporation has repurchased approximately 3.2 million shares of its Common Stock.

CHEMICAL BANKING CORPORATION and Subsidiaries
LOAN INFORMATION
(in millions)

	June 30, 1994	June 30, 1993
LOANS:		
Commercial:		
Commercial Real Estate	$ 7,176	$ 8,804
Other Commercial	40,694	46,247
Total Commercial	47,870	55,051
Consumer:		
Residential Mortgage	12,487	11,834
Credit Card	7,774	6,279
Other Consumer	6,554	6,036
Total Consumer	26,815	24,149
Total Loans	$74,685	$ 79,200

[FN]
Included in Other Commercial are loans previously classified as LDC loans.

CHEMICAL BANKING CORPORATION and Subsidiaries
ALLOWANCE RELATED INFORMATION
(in millions, except ratios)

ALLOWANCE FOR LOSSES	Three Months Ended June 30, 1994	Three Months Ended June 30, 1993	Six Months Ended June 30, 1994	Six Months Ended June 30, 1993
NON-LDC ALLOWANCE:				
Balance at Beginning of Period	$ 2,400	$ 2,220	$ 2,423	$ 2,206
Provision for Losses	160	363	365	675
Net Charge-Offs	(185)	(363)	(415)	(675)
Transfer from LDC Allowance	300	200	300	200
Allowance related to purchased assets of First City Banks	--	--	--	19
Other	1	1	3	(4)
Balance at End of Period	2,676	2,421	2,676	2,421
LDC ALLOWANCE:				
Balance at Beginning of Period	$ 591	$ 768	$ 597	$ 819
Provision for Losses	--	--	--	--
Net (Charge-Offs) Recoveries	(291)	65	(239)	71
Losses on Sales and Swaps	--	(63)	(58)	(120)
Transfer to Non-LDC Allowance	(300)	(200)	(300)	(200)
Balance at End of Period	0	570	0	570
Total Allowance for Losses	$ 2,676	$ 2,991	$ 2,676	$ 2,991

The provision and non-LDC net charge-offs included $55 million related to the decision to accelerate the disposition of certain nonperforming residential mortgages.

CHEMICAL BANKING CORPORATION and Subsidiaries
Average Consolidated Balance Sheet, Interest and Rates
(Taxable-Equivalent Interest and Rates; in millions)

	Three Months Ended June 30, 1994			Three Months Ended June 30, 1993		
	Average Balance	Interest	Rate (Annualized)	Average Balance	Interest	Rate (Annualized)
ASSETS						
Deposits with Banks	$ 4,606	$ 100	8.66%	$ 4,548	$ 73	6.40%
Federal Funds Sold and Securities Purchased Under Resale Agreements	11,732	121	4.13%	9,536	80	3.40%
Trading Assets	12,042	191	6.32%	7,591	103	5.43%
Securities	26,594	434	6.54%	24,029	444	7.39%
Loans	74,144	1,377	7.44%	79,900	1,438	7.19%
Total Interest-Earning Assets	129,118	$ 2,223	6.89%	125,604	$ 2,138	6.81%
Allowance for Losses	(3,027)			(3,095)		
Cash and Due from Banks	8,618			8,548		
Risk Management Instruments	15,984			--		
Other Assets	13,373			15,293		
Total Assets	$164,066			$146,350		
LIABILITIES						
Domestic Retail Time Deposits	$ 44,308	$ 273	2.48%	$ 46,775	$ 325	2.79%
Domestic Negotiable Certificates of Deposit and Other Deposits	5,202	44	3.45%	6,464	50	3.07%
Deposits in Foreign Offices	22,680	226	3.94%	20,533	194	3.74%
Total Time & Savings Deposits	72,190	543	3.01%	73,772	569	3.08%
Short-Term and Other Borrowings:						
Federal Funds Purchased and Securities Sold Under Repurchase Agreements	18,546	189	4.08%	16,747	123	2.94%
Commercial Paper	2,566	25	3.81%	2,591	23	3.55%
Other	9,391	145	6.20 %	7,070	107	6.03%
Total Short-Term and Other Borrowings	30,503	359	4.71%	26,408	253	3.83%
Long-Term Debt	8,370	132	6.34%	8,062	135	6.75%
Total Interest-Bearing Liabilities	111,063	1,034	3.73%	108,242	957	3.53%
Demand Deposits	21,788			21,521		
Risk Management Instruments	14,148			--		
Other Liabilities	6,015			6,043		
Total Liabilities	153,014			135,806		
STOCKHOLDERS' EQUITY						
Preferred Stock	1,704			1,979		
Common Stockholders' Equity	9,348			8,565		
Total Stockholders' Equity	11,052			10,544		
Total Liabilities and Stockholders' Equity	$164,066			$146,350		
SPREAD ON INTEREST-BEARING LIABILITIES			3.16%			3.28%
NET INTEREST INCOME AND NET YIELD ON INTEREST-EARNING ASSETS		$ 1,189	3.69%		$ 1,181	3.76%

CHEMICAL BANKING CORPORATION and Subsidiaries
Average Consolidated Balance Sheet, Interest and Rates
(Taxable-Equivalent Interest and Rates; in millions)

	Six Months Ended June 30, 1994			Six Months Ended June 30, 1993		
	Average Balance	Interest	Rate (Annualized)	Average Balance	Interest	Rate (Annualized)
ASSETS						
Deposits with Banks	$ 4,878	$ 194	7.98%	$ 4,040	$ 134	6.68%
Federal Funds Sold and Securities Purchased Under Resale Agreements	11,809	221	3.77%	9,126	156	3.45%
Trading Assets	11,960	364	6.12%	6,623	197	5.99%
Securities	26,500	851	6.47%	23,670	873	7.43%
Loans	74,312	2,688	7.29%	80,654	2,907	7.26%
Total Interest-Earning Assets	129,459	$ 4,318	6.72%	124,113	$ 4,267	6.92%
Allowance for Losses	(3,057)			(3,104)		
Cash and Due from Banks	8,725			8,462		
Risk Management Instruments	15,690			--		
Other Assets	13,292			15,018		
Total Assets	$ 164,109			$144,489		
LIABILITIES						
Domestic Retail Deposits	$ 45,173	$ 521	2.32%	$ 46,243	$ 633	2.76%
Domestic Negotiable Certificates of Deposit and Other Deposits	5,325	90	3.44%	6,507	99	3.06%
Deposits in Foreign Offices	22,825	452	3.97%	21,020	430	4.10%
Total Time & Savings Deposits	73,323	1,063	2.92%	73,770	1,162	3.17%
Short-Term and Other Borrowings:						
Federal Funds Purchased and Securities Sold Under Repurchase Agreements	17,310	326	3.80%	16,470	261	3.20%
Commercial Paper	2,488	46	3.69%	2,489	45	3.60%
Other	9,526	279	5.90%	6,447	199	6.22%
Total Short-Term and Other Borrowings	29,324	651	4.47%	25,406	505	4.01%
Long-Term Debt	8,434	267	6.39%	7,768	265	6.89%
Total Interest-Bearing Liabilities	111,081	1,981	3.59%	106,944	1,932	3.64%
Demand Deposits	22,204			21,267		
Risk Management Instruments	13,611			--		
Other Liabilities	6,110			5,954		
Total Liabilities	153,006			134,165		
STOCKHOLDERS' EQUITY						
Preferred Stock	1,679			1,922		
Common Stockholders' Equity	9,424			8,402		
Total Stockholders' Equity	11,103			10,324		
Total Liabilities and Stockholders' Equity	$ 164,109			$144,489		
SPREAD ON INTEREST-BEARING LIABILITIES			3.13%			3.28%
NET INTEREST INCOME AND NET YIELD ON INTEREST-EARNING ASSETS		$ 2,337	3.64%		$ 2,335	3.79%

TEXAS COMMERCE BANCSHARES, INC. and Subsidiaries
CONDENSED CONSOLIDATED STATEMENT OF INCOME
(in millions)

	Three Months Ended June 30,		Six Months Ended June 30,	
	1994	1993	1994	1993
NET INTEREST INCOME	$ 175	$ 182	$ 337	$ 352
Provision for Losses	(10)	5	(20)	11
Net Interest Income After Provision for Losses	185	177	357	341
NONINTEREST REVENUE	102	97	208	190
NONINTEREST EXPENSE	192	206	389	446
Income Before Income Taxes and Effect of Accounting Changes	95	68	176	85
Income Tax Expense	35	24	65	26
Income Before Effect of Accounting Changes	60	44	111	59
Net Effect of Changes in Accounting Principles	--	--	--	14
NET INCOME	$ 60	$ 44	$ 111	$ 73

Includes $43 million restructuring charge related to the acquisition of certain former First City assets.

TEXAS COMMERCE BANCSHARES, INC. and Subsidiaries
CONDENSED CONSOLIDATED BALANCE SHEET
(in millions)

	June 30,	
	1994	1993
ASSETS		
Cash and Due from Banks	$ 1,954	$ 2,024
Deposits with Banks	5	5
Federal Funds Sold and Securities Purchased Under Resale Agreements	4,670	6,117
Trading Assets	34	19
Securities:		
Held-to-Maturity	1,368	1,648
Available-for-Sale	1,612	413
Loans (Net of Unearned Income)	9,736	10,435
Allowance for Losses	(329)	(382)
Assets Acquired as Loan Satisfactions	77	132
All Other Assets	1,764	1,670
TOTAL ASSETS	$ 20,891	$ 22,081
LIABILITIES		
Demand Deposits (Noninterest Bearing)	$ 5,632	$ 5,874
Domestic and Foreign Interest Bearing Deposits	10,223	11,772
All Other Liabilities	3,263	2,681
TOTAL LIABILITIES	19,118	20,327
STOCKHOLDER'S EQUITY	1,773	1,754
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 20,891	$ 22,081

Includes $19 million of risk management instruments as a result of the adoption of FASB Interpretation No. 39.