

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: January 12, 1996 Commission file  
number 1-5805

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

Delaware 13-2624428  
(State or other jurisdiction (I.R.S. Employer  
of incorporation) Identification No.)

270 Park Avenue, New York, New York 10017-2070  
(Address of principal executive offices) (Zip Code)

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

Items 5. Other Events

On January 5, 1996, the Board of Governors of the Federal Reserve System and the Office of the State Bank Commissioner of Delaware approved the applications for the merger of Chemical Banking Corporation, a Delaware corporation ("Chemical"), and The Chase Manhattan Corporation, a Delaware corporation ("Chase"). On January 11, 1996, Chemical received approval from the New York State Banking Department to merge with Chase. As a result, Chemical and Chase have received all regulatory approvals necessary to consummate their merger. The merger is scheduled to close no later than the end of the first quarter of 1996.

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: January 12, 1996

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