

SECURITIES AND EXCHANGE COMMISSION

FORM 424B2

Prospectus filed pursuant to Rule 424(b)(2)

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FILER

CHEMICAL BANKING CORP

CIK: **19617** | IRS No.: **132624428** | State of Incorpor.: **DE** | Fiscal Year End: **1231**
Type: **424B2** | Act: **33** | File No.: **033-57104** | Film No.: **00000000**
SIC: **6022** State commercial banks

Business Address
270 PARK AVE
NEW YORK NY 10017
2122706000

CHEMICAL BANKING CORPORATION

Senior Medium -Term Notes, Series C Due From Nine
Months to Thirty Years from Date of Issue

Subordinated Medium Term Notes , Series A Due From
Nine Months to Thirty Years from Date of Issue

Principal Amount: \$75,000,000
Issue Price: 100%
Commission or Discount: (\$106,725.00)
Proceeds to Company: 99.857% (\$74,893,250.00)
Agent:FIRST BOSTON

Agent's Capacity: As agent As principal

If as principal

The Notes are being offered at varying prices to
prevailing market prices at the time of sale

The Notes are being offered at a fixed initial public
offering price equal to the Issue Price (as a
percentage of Principal Amount).

Original Issue Date: January 25, 1994
Stated Maturity: January 27, 1997

Form: Book-entry Certificated
Currency: U.S. Dollars

Fixed Rate Note:
Interest Rate:

Floating Rate Note: CD Commercial Paper Rate
Federal Fund Effective Rate
LIBOR Telerate LIBOR Reuter
Treasury Rate Prime Rate

Initial Interest Rate: 3.30

Interest Reset Period: 3 month

Interest Reset Dates:

Interest Determination Dates: 01/21/94; 04/21/94; 07/21/94;
10/21/94; 01/23/95; 04/21/95; 07/21/95; 10/23/95; 01/23/96;
04/23/96; 07/23/96; 10/23/96.

Interest Payment Dates: 04/25/94; 07/25/94; 10/25/94; 01/25/95;
04/25/95; 07/25/95; 10/25/95; 01/25/96; 04/25/96; 07/25/96;
10/25/96; 01/27/97.

Index Maturity: 3 month

Spread (+/-): +.05

Spread Multiplier:

Maximum Interest Rate: N/A

Minimum Interest Rate: N/A

Optional Redemption : Yes [] No []

Redemption Dates
and Prices: