

SECURITIES AND EXCHANGE COMMISSION

FORM 424B2

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

Filing Date: **1994-02-02**
SEC Accession No. **0000019617-94-000012**

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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: \$50,000,000
Issue Price: 100%
Commission or Discount: (\$0.00)
Proceeds to Company: 100.00% (\$50,000,000.00)
Agent:CHEMICAL SECURITIES INC

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: February 3, 1994
Stated Maturity: February 3, 1995

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: 4.5*X

Interest Reset Period: Daily Tele/3750

Interest Reset Dates:

Int.Determ.Dates : 02/01/94 - 04/28/94 3.00% = < R = < 4.00%

08/01/94 - 10/31/94 3.00% = < R = < 4.25%

11/01/94 - 02/01/95 3.00% = < R = < 4.25%

04/29/94 - 07/29/94 3.00% = < R = < 4.00%

Interest Payment Dates: 05/03/94; 08/03/94; 11/03/94; 02/03/95.

Index Maturity: 3 month

Spread (+/-):

Spread Multiplier:

Maximum Interest Rate: N/A

Minimum Interest Rate: N/A

Optional Redemption : Yes No

Redemption Dates

and Prices: