

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.: **94554664**  
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: \$5,000,000  
Issue Price: 100%  
Commission or Discount: (\$0.00)  
Proceeds to Company: (\$5,000,000.00)  
Agent: CSI

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: October 26, 1994  
Stated Maturity: October 26, 2004

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: 6.3875

Int.Determ.Dates : 10/24/94; 04/24/95; 10/24/95;  
04/24/96; 10/24/96; 04/24/97; Becomes Fixed  
Starting 10/27/97. 9.625%

Interest Payment Dates: 04/26/95; 10/26/95; 04/26/96;  
10/28/96; 04/28/97; 10/27/97; Fixed: Apr.26 Oct.26.

Index Maturity: 6 month  
Spread (+/-): +.45  
Spread Multiplier:  
Maximum Interest Rate:  
Minimum Interest Rate:  
Callable Oct. 23, 1997

Optional Redemption : Yes[ ] No [ ]  
Redemption Dates  
and Prices: