

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.: **94554665**  
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: \$25,000,000  
Issue Price: 100%  
Commission or Discount: (\$52,500.00)  
Proceeds to Company: (\$24,947,500.00)  
Agent: KIDDER

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, 1999

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: 6.0

Int.Determ.Dates : 10/24/94; 01/24/95; 04/24/95;  
07/24/95; 10/24/95; 01/24/96; 04/24/96; 07/24/96;  
10/24/96; 01/23/97; 04/24/97; 07/24/97; 10/23/97;  
01/22/98; 04/23/98; 07/23/98; 10/22/98; 01/22/99;  
04/22/99; 07/22/99.

Interest Payment Dates: 01/26/95; 04/26/95; 07/26/95;  
10/26/95; 01/26/96; 04/26/96; 07/26/96; 10/28/96; 01/27/97;

04/28/97; 07/28/97; 10/27/97; 01/26/98; 04/27/98; 07/27/98;  
10/26/98; 01/26/99; 04/26/99; 07/26/99; 10/26/99.

Index Maturity: 3 month

Spread (+/-): +.375

Spread Multiplier:

Maximum Interest Rate: 10%

Minimum Interest Rate:

Optional Redemption : Yes[ ] No [ ]

Redemption Dates

and Prices: