

UNITED STATES  
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

June 16, 1994  
DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED)

COMMISSION FILE NUMBER 1-9718

PNC BANK CORP.

(Exact name of registrant as specified in its charter)

PENNSYLVANIA  
(State or other jurisdiction of  
incorporation or organization)

25-1435979  
(I.R.S. Employer  
Identification No.)

ONE PNC PLAZA  
FIFTH AVENUE AND WOOD STREET  
PITTSBURGH, PENNSYLVANIA 15265  
(Address of principal executive offices)  
(Zip Code)

(412) 762-3900  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Page 1 of 10  
Exhibit Index begins on page 4

ITEM 5. OTHER EVENTS

SECOND QUARTER 1994 FINANCIAL RESULTS

On July 19, 1994, PNC Bank Corp. ("Corporation") reported results of operations for the three months and six months ended June 30, 1994. Excerpts from the earnings press release issued by the Corporation are attached as Exhibit 99 and incorporated herein by reference.

ACQUISITION OF BLACKROCK FINANCIAL MANAGEMENT L.P.

On June 16, 1994, the Corporation entered into an agreement to acquire BlackRock Financial Management L.P. ("BlackRock") for approximately \$240 million in cash and notes. BlackRock is a New York-based fixed income asset management firm with approximately \$23 billion of assets under management. The Corporation estimates the acquisition will increase its total discretionary assets under management to approximately \$75 billion and add approximately 20 percent to the Corporation's investment management and trust revenue. The transaction is expected to close in the fourth quarter of 1994, subject to receipt of regulatory and other approvals.

ACQUISITION OF FIRST EASTERN CORP.

Effective at the close of business on June 17, 1994, the Corporation acquired First Eastern Corp. ("First Eastern") for approximately \$330 million in cash. First Eastern had assets of approximately \$2 billion and deposits of approximately \$1.8 billion.

The acquisition expanded the Corporation's presence in northeastern Pennsylvania, resulting in a combined network spanning an 11-county region.

#### ACQUISITION OF MORTGAGE SERVICING PORTFOLIO

On June 23, 1994, the Corporation consummated its acquisition of a \$10-billion residential mortgage servicing portfolio from Associates Corp. of North America, effective May 31, 1994. The purchase price totaled approximately \$117 million, of which approximately \$94 million was paid on June 23, 1994. The remainder of the purchase price is expected to be paid in the fourth quarter of 1994 upon the receipt of certain consents. The acquisition increased the size of the Corporation's mortgage servicing portfolio to approximately \$46 billion. The portfolio will be serviced by the Corporation's existing mortgage servicing centers.

#### ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

The exhibit listed on the Exhibit Index on page 4 of this Form 8-K is filed herewith.

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#### SIGNATURES

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.

PNC BANK CORP.  
(REGISTRANT)

Date: July 22, 1994

By /s/ Robert L. Haunschild  
-----  
Robert L. Haunschild  
SENIOR VICE PRESIDENT AND  
CHIEF FINANCIAL OFFICER

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#### EXHIBIT INDEX

99 Excerpts from the earnings press release issued by the Corporation on July 19, 1994, with respect to results of operations for the three months and six months ended June 30, 1994, filed herewith.

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|   | <C>     | <C>     |
|---|---------|---------|
| <S>   |         |         |
| <C>   |         |         |
| Capital   |         |         |
| Leverage  | 6.99%   | 7.85%   |
| 7.80%   |         |         |
| Common shareholders' equity to total assets               | 6.77    | 6.93    |
| 7.32  |         |         |
| Asset quality   |         |         |
| Nonperforming loans to total loans                        | 1.11    | 1.15    |
| 1.81  |         |         |
| Nonperforming assets to total loans and foreclosed assets | 1.55    | 1.65    |
| 2.63  |         |         |
| Nonperforming assets to total assets                      | .85     | .89     |
| 1.25  |         |         |
| Allowance for credit losses to total loans                | 2.97    | 2.92    |
| 3.60  |         |         |
| Allowance for credit losses to nonperforming loans        | 267.09  | 253.12  |
| 199.57  |         |         |
| Book value per common share                               |         |         |
| As reported   | \$18.37 | \$18.34 |
| \$16.84   |         |         |
| Excluding net unrealized securities gains/losses          | 19.02   | 17.96   |
| 16.84   |         |         |

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PNC BANK CORP. AND SUBSIDIARIES  
Condensed Consolidated Statement of Income

|  | Three months ended |           | Six          |
|--|--------------------|-----------|--------------|
| months ended   | June 30            |           | months ended |
| June 30  | 1994               | 1993      | 1994         |
| IN THOUSANDS   |                    |           |              |
| 1993   |                    |           |              |
| <S>  | <C>                | <C>       | <C>          |
| <C>  |                    |           |              |
| INTEREST INCOME                                      |                    |           |              |
| Loans and fees on loans                              | \$594,011          | \$475,335 | \$1,166,847  |
| \$961,554  |                    |           |              |
| Securities   | 316,647            | 315,936   | 612,455      |
| 614,433  |                    |           |              |
| Other  | 24,336             | 9,205     | 50,796       |
| 18,042   |                    |           |              |
| Total interest income                                | 934,994            | 800,476   | 1,830,098    |
| 1,594,029  |                    |           |              |
| INTEREST EXPENSE                                     |                    |           |              |
| Deposits   | 217,512            | 188,536   | 417,516      |
| 387,713  |                    |           |              |
| Borrowed funds                                       | 110,574            | 98,827    | 207,311      |
| 187,350  |                    |           |              |
| Notes and debentures                                 | 113,949            | 57,467    | 214,971      |
| 109,629  |                    |           |              |
| Total interest expense                               | 442,035            | 344,830   | 839,798      |
| 684,692  |                    |           |              |
| Net interest income                                  | 492,959            | 455,646   | 990,300      |
| 909,337  |                    |           |              |
| Provision for credit losses                          | 25,030             | 53,814    | 50,045       |
| 115,231  |                    |           |              |
| Net interest income less provision for credit losses | 467,929            | 401,832   | 940,255      |
| 794,106  |                    |           |              |

|   |           |           |           |
|---|-----------|-----------|-----------|
| -----   |           |           |           |
| NONINTEREST INCOME  |           |           |           |
| Investment management and trust   | 73,494    | 69,093    | 146,461   |
| 135,366   |           |           |           |
| Service charges, fees and commissions   | 92,205    | 87,904    | 180,041   |
| 169,349   |           |           |           |
| Mortgage banking  | 42,658    | 9,082     | 80,363    |
| 16,976  |           |           |           |
| Net securities gains (losses)   | (85)      | 6,616     | 30,307    |
| 111,777   |           |           |           |
| Other   | 19,968    | 21,739    | 49,619    |
| 41,247  |           |           |           |
| -----   |           |           |           |
| Total noninterest income  | 228,240   | 194,434   | 486,791   |
| 474,715   |           |           |           |
| -----   |           |           |           |
| NONINTEREST EXPENSE   |           |           |           |
| Staff expense   | 203,972   | 169,936   | 410,871   |
| 346,340   |           |           |           |
| Net occupancy and equipment   | 66,860    | 54,773    | 132,142   |
| 113,092   |           |           |           |
| Other   | 147,463   | 120,439   | 302,128   |
| 272,731   |           |           |           |
| -----   |           |           |           |
| Total noninterest expense   | 418,295   | 345,148   | 845,141   |
| 732,163   |           |           |           |
| -----   |           |           |           |
| Income before income taxes and cumulative effect of changes in accounting principles          | 277,874   | 251,118   | 581,905   |
| 536,658   |           |           |           |
| Applicable income taxes   | 90,029    | 81,976    | 188,371   |
| 180,505   |           |           |           |
| -----   |           |           |           |
| Income before cumulative effect of changes in accounting principles                           | 187,845   | 169,142   | 393,534   |
| 356,153   |           |           |           |
| Cumulative effect of changes in accounting principles, net of tax benefit of \$5,343 (19,393) |           |           |           |
| -----   |           |           |           |
| Net income  | \$187,845 | \$169,142 | \$393,534 |
| \$336,760   |           |           |           |
| =====   |           |           |           |

</TABLE>

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PNC BANK CORP. AND SUBSIDIARIES  
Other Financial Data

|  |         |          |
|--|---------|----------|
| <TABLE>                                    |         |          |
| <CAPTION>                                  |         |          |
| NET INTEREST MARGIN                        |         |          |
| =====                                      |         |          |
| THREE MONTHS ENDED                         | June 30 | March 31 |
| June 30                                    |         |          |
| TAXABLE-EQUIVALENT BASIS                   | 1994    | 1994     |
| 1993                                       |         |          |
| -----                                      |         |          |
| <S>  | <C>     | <C>      |
| <C>  |         |          |
| Book-basis yield on earning assets         | 6.48%   | 6.23%    |
| 6.60%                                      |         |          |
| Effect of loan fees                        | .11     | .14      |
| .13  |         |          |
| Taxable-equivalent adjustment              | .06     | .06      |
| .09  |         |          |
| -----                                      |         |          |
| Taxable-equivalent yield on earning assets | 6.65    | 6.43     |
| 6.82                                       |         |          |
| Rate on interest-bearing liabilities       | 3.90    | 3.69     |
| 3.83                                       |         |          |
| -----                                      |         |          |

|  |       |       |
|--|-------|-------|
| Interest rate spread                     | 2.75  | 2.74  |
| 2.99                                     |       |       |
| Net benefit of interest rate swaps       | .28   | .41   |
| .38                                      |       |       |
| Net benefit of noninterest-bearing funds | .55   | .53   |
| .59                                      |       |       |
| -----                                    |       |       |
| Net interest margin                      | 3.58% | 3.68% |
| 3.96%                                    |       |       |
| =====                                    |       |       |

</TABLE>

<TABLE>  
NONINTEREST INCOME

<CAPTION>

| ended                                       | Three months ended |           | Six months |
|---|--------------------|-----------|------------|
|   | June 30            |           | June 30    |
|   | -----              |           | -----      |
| IN THOUSANDS                                | 1994               | 1993      | 1994       |
| 1993  |                    |           |            |
| -----                                       |                    |           |            |
| <S>   | <C>                | <C>       | <C>        |
| <C>   |                    |           |            |
| Investment management and trust             |                    |           |            |
| Trust                                       | \$49,406           | \$47,394  | \$98,805   |
| \$92,187                                    |                    |           |            |
| Mutual funds                                | 24,088             | 21,699    | 47,656     |
| 43,179                                      |                    |           |            |
| -----                                       |                    |           |            |
| Total investment management and trust       | 73,494             | 69,093    | 146,461    |
| 135,366                                     |                    |           |            |
| -----                                       |                    |           |            |
| Service charges, fees and commissions       |                    |           |            |
| Deposit account and corporate services      | 42,484             | 39,593    | 82,225     |
| 78,072                                      |                    |           |            |
| Credit card and merchant services           | 13,878             | 13,634    | 26,797     |
| 26,545                                      |                    |           |            |
| Brokerage                                   | 8,545              | 9,799     | 17,223     |
| 17,517                                      |                    |           |            |
| Corporate finance                           | 10,547             | 9,724     | 21,227     |
| 18,305                                      |                    |           |            |
| Other services                              | 16,751             | 15,154    | 32,569     |
| 28,910                                      |                    |           |            |
| -----                                       |                    |           |            |
| Total service charges, fees and commissions | 92,205             | 87,904    | 180,041    |
| 169,349                                     |                    |           |            |
| -----                                       |                    |           |            |
| Mortgage banking                            |                    |           |            |
| Servicing                                   | 42,270             | 6,737     | 77,292     |
| 13,031                                      |                    |           |            |
| Marketing                                   | 388                | 2,345     | 3,071      |
| 3,945                                       |                    |           |            |
| -----                                       |                    |           |            |
| Total mortgage banking                      | 42,658             | 9,082     | 80,363     |
| 16,976                                      |                    |           |            |
| -----                                       |                    |           |            |
| Net securities gains (losses)               | (85)               | 6,616     | 30,307     |
| 111,777                                     |                    |           |            |
| Other                                       | 19,968             | 21,739    | 49,619     |
| 41,247                                      |                    |           |            |
| -----                                       |                    |           |            |
| Total                                       | \$228,240          | \$194,434 | \$486,791  |
| \$474,715                                   |                    |           |            |
| =====                                       |                    |           |            |

</TABLE>

<TABLE>  
NONINTEREST EXPENSE

<CAPTION>

| ended                                       | Three months ended |           | Six months |
|---|--------------------|-----------|------------|
|   | June 30            |           | June 30    |
| IN THOUSANDS<br>1993                        | 1994               | 1993      | 1994       |
| Compensation<br>\$279,403                   | \$164,610          | \$139,054 | \$329,402  |
| Employee benefits<br>66,937                 | 39,362             | 30,882    | 81,469     |
| Total staff expense<br>346,340              | 203,972            | 169,936   | 410,871    |
| Net occupancy<br>58,203                     | 34,142             | 28,536    | 66,562     |
| Equipment<br>54,889                         | 32,718             | 26,237    | 65,580     |
| Amortization of intangible assets<br>15,366 | 18,270             | 4,662     | 37,830     |
| Federal deposit insurance<br>32,932         | 18,163             | 16,467    | 36,339     |
| Taxes other than income<br>18,610           | 10,782             | 9,781     | 21,878     |
| Other<br>205,823                            | 100,248            | 89,529    | 206,081    |
| Total<br>\$732,163                          | \$418,295          | \$345,148 | \$845,141  |

</TABLE>

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PNC BANK CORP. AND SUBSIDIARIES  
Condensed Consolidated Balance Sheet

<TABLE>  
<CAPTION>

| June 30  | June 30 | December 31 |
|--|---------|-------------|
| IN MILLIONS, EXCEPT SHARE DATA<br>1993   | 1994    | 1993        |
| ASSETS   |         |             |
| Cash and due from banks<br>\$2,353   | \$1,989 | \$1,817     |
| Short-term investments<br>451  | 672     | 856         |
| Loans held for sale<br>397   | 804     | 1,392       |
| Securities available for sale, fair value of \$5,791 on June 30, 1993<br>5,679 | 7,236   | 11,388      |
| Investment securities, fair value of \$15,233, \$11,716 and \$18,590<br>18,159 | 15,971  | 11,672      |
| Loans, net of unearned income of \$218, \$222 and \$223<br>25,434              | 34,860  | 33,308      |
| Allowance for credit losses<br>(917)   | (1,036) | (972)       |
| Net loans<br>24,517  | 33,824  | 32,336      |

|  |             |             |
|--|-------------|-------------|
| Other<br>2,262   | 3,471       | 2,619       |
| -----  |             |             |
| Total assets<br>\$53,818                               | \$63,967    | \$62,080    |
| =====  |             |             |
| LIABILITIES  |             |             |
| Deposits   |             |             |
| Noninterest-bearing<br>\$6,172                         | \$6,257     | \$7,057     |
| Interest-bearing<br>22,331                             | 26,692      | 26,058      |
| -----  |             |             |
| Total deposits<br>28,503                               | 32,949      | 33,115      |
| -----  |             |             |
| Borrowed funds   |             |             |
| 11,511   | 13,402      | 11,662      |
| Notes and debentures<br>6,333                          | 11,437      | 9,585       |
| Other<br>3,510   | 1,830       | 3,393       |
| -----  |             |             |
| Total liabilities<br>49,857                            | 59,618      | 57,755      |
| -----  |             |             |
| SHAREHOLDERS' EQUITY                                   |             |             |
| Realized shareholders' equity<br>3,961                 | 4,503       | 4,237       |
| Net unrealized securities gains (losses)               | (154)       | 88          |
| -----  |             |             |
| Total shareholders' equity<br>3,961                    | 4,349       | 4,325       |
| -----  |             |             |
| Total liabilities and shareholders' equity<br>\$53,818 | \$63,967    | \$62,080    |
| =====  |             |             |
| COMMON SHAREHOLDERS' EQUITY<br>\$3,940                 | \$4,330     | \$4,305     |
| COMMON SHARES OUTSTANDING<br>233,909,151               | 235,660,470 | 234,705,237 |
| =====  |             |             |

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PNC BANK CORP. AND SUBSIDIARIES  
Condensed Consolidated Average Balance Sheet

<TABLE>  
<CAPTION>

| ended                         | Three months ended |          | Six months |
|-------------------------------|--------------------|----------|------------|
|                               | June 30            |          | June 30    |
| IN MILLIONS                   | 1994               | 1993     | 1994       |
| 1993                          |                    |          |            |
| -----                         |                    |          |            |
| <S>                           | <C>                | <C>      | <C>        |
| ASSETS                        |                    |          |            |
| Interest-earning assets       |                    |          |            |
| Securities<br>\$20,088        | \$21,859           | \$21,184 | \$21,550   |
| Loans, net of unearned income |                    |          |            |
| Commercial<br>10,641          | 12,075             | 10,705   | 11,714     |

|  |          |          |          |
|--|----------|----------|----------|
| Real estate project                        | 1,736    | 1,876    | 1,730    |
| 1,901                                      |          |          |          |
| Real estate mortgage                       | 8,981    | 3,892    | 9,018    |
| 3,960                                      |          |          |          |
| Consumer                                   | 8,617    | 7,858    | 8,534    |
| 7,831                                      |          |          |          |
| Other                                      | 1,122    | 853      | 1,282    |
| 866  |          |          |          |
| -----                                      |          |          |          |
| Total loans, net of unearned income        | 32,531   | 25,184   | 32,278   |
| 25,199                                     |          |          |          |
| -----                                      |          |          |          |
| Other earning assets                       | 1,672    | 707      | 1,797    |
| 746  |          |          |          |
| -----                                      |          |          |          |
| Total interest-earning assets              | 56,062   | 47,075   | 55,625   |
| 46,033                                     |          |          |          |
| -----                                      |          |          |          |
| Other                                      | 3,563    | 3,077    | 3,672    |
| 2,946                                      |          |          |          |
| -----                                      |          |          |          |
| Total assets                               | \$59,625 | \$50,152 | \$59,297 |
| \$48,979                                   |          |          |          |
| =====                                      |          |          |          |
| LIABILITIES                                |          |          |          |
| Interest-bearing liabilities               |          |          |          |
| Deposits                                   | \$26,128 | \$22,712 | \$25,923 |
| \$22,874                                   |          |          |          |
| Borrowed funds                             | 10,967   | 11,485   | 11,253   |
| 10,821                                     |          |          |          |
| Notes and debentures                       | 11,030   | 5,578    | 10,589   |
| 5,163                                      |          |          |          |
| -----                                      |          |          |          |
| Total interest-bearing liabilities         | 48,125   | 39,775   | 47,765   |
| 38,858                                     |          |          |          |
| -----                                      |          |          |          |
| Noninterest-bearing deposits               | 6,124    | 5,379    | 6,073    |
| 5,216                                      |          |          |          |
| Other                                      | 1,108    | 1,129    | 1,160    |
| 1,064                                      |          |          |          |
| -----                                      |          |          |          |
| Total liabilities                          | 55,357   | 46,283   | 54,998   |
| 45,138                                     |          |          |          |
| -----                                      |          |          |          |
| SHAREHOLDERS' EQUITY                       | 4,268    | 3,869    | 4,299    |
| 3,841                                      |          |          |          |
| -----                                      |          |          |          |
| Total liabilities and shareholders' equity | \$59,625 | \$50,152 | \$59,297 |
| \$48,979                                   |          |          |          |
| =====                                      |          |          |          |
| COMMON SHAREHOLDERS' EQUITY                |          |          |          |
| \$3,818                                    | \$4,248  | \$3,847  | \$4,279  |
|  |          |          |          |
| =====                                      |          |          |          |

</TABLE>

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PNC BANK CORP. AND SUBSIDIARIES  
Credit Quality Data

<TABLE>  
<CAPTION>  
NONPERFORMING ASSETS

|             | June 30 | December 31 |
|-------------|---------|-------------|
| June 30     | 1994    | 1993        |
| IN MILLIONS |         |             |
| 1993        |         |             |

|                           | <C>   | <C>   |
|---------------------------|-------|-------|
| <S>                       |       |       |
| <C>                       |       |       |
| Nonaccrual loans          |       |       |
| Commercial                | \$232 | \$181 |
| \$237                     |       |       |
| Real estate project       | 72    | 91    |
| 184                       |       |       |
| Real estate mortgage      | 80    | 84    |
| 32                        |       |       |
| Total nonaccrual loans    | 384   | 356   |
| 453                       |       |       |
| Restructured loans        | 4     | 28    |
| 6                         |       |       |
| Total nonperforming loans | 388   | 384   |
| 459                       |       |       |
| Foreclosed assets         |       |       |
| Real estate project       | 93    | 108   |
| 172                       |       |       |
| Real estate mortgage      | 33    | 42    |
| 8                         |       |       |
| Other                     | 30    | 20    |
| 36                        |       |       |
| Total foreclosed assets   | 156   | 170   |
| 216                       |       |       |
| Total                     | \$544 | \$554 |
| \$675                     |       |       |

<TABLE>  
ALLOWANCE FOR CREDIT LOSSES

<CAPTION>

| ended                       | Three months ended |       | Six months |
|-----------------------------|--------------------|-------|------------|
|                             | June 30            |       | June 30    |
| IN MILLIONS                 | 1994               | 1993  | 1994       |
| 1993                        |                    |       |            |
| <S>                         | <C>                | <C>   | <C>        |
| <C>                         |                    |       |            |
| Beginning balance           | \$980              | \$911 | \$972      |
| \$897                       |                    |       |            |
| Charge-offs                 | (44)               | (64)  | (81)       |
| (127)                       |                    |       |            |
| Recoveries                  | 15                 | 16    | 30         |
| 32                          |                    |       |            |
| Net charge-offs             | (29)               | (48)  | (51)       |
| (95)                        |                    |       |            |
| Provision for credit losses | 25                 | 54    | 50         |
| 115                         |                    |       |            |
| Acquisitions                | 60                 |       | 65         |
|                             |                    |       |            |
| Ending balance              | \$1,036            | \$917 | \$1,036    |
| \$917                       |                    |       |            |

</TABLE>