UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

(Mark One)

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period Ended June 30, 1994

OR

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from __________________ to _______________________.

COMMISSION FILE NUMBER 1-9718

PNC BANK CORP.
(Exact name of registrant as specified in its charter)

<TABLE>

<S>	<C>
PENNSYLVANIA	25-1435979
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)

</TABLE>

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)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X No
----- -----

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Common Stock ($5 par value): 235,871,108 shares outstanding at July 29, 1994.

Exhibit Index appears on page 5

PART I--FINANCIAL INFORMATION

ITEM 1. Financial Statements

The following consolidated financial information of PNC Bank Corp. and subsidiaries ("Corporation") is incorporated herein by reference to the 1994 Second Quarter Financial Review ("Financial Review") which is filed herewith as Exhibit 99.1. Page references set forth below are to such Financial Review.

<TABLE>
<CAPTION>

</TABLE>

The statistical disclosure under the caption "Average Consolidated Balance Sheet and Net Interest Analysis" in the Financial Review at pages 22 and 23 is incorporated herein by reference. Certain other statistical disclosure is included below in Part I, Item 2, Management's Discussion and Analysis of Financial Condition and Results of Operations, as permitted by Guide 3, Statistical Disclosures by Bank Holding Companies.

ITEM 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

The information contained under the caption "Corporate Financial Review" in the Financial Review at pages 2 through 16 is incorporated herein by reference.

PART II--OTHER INFORMATION

ITEM 4. Submission of Matters for a Vote of Security Holders

An annual meeting of shareholders of the Corporation was held on April 26, 1994, for the purpose of electing fifteen directors of the Corporation and to approve the PNC Bank Corp. 1994 Annual Incentive Award Plan ("Incentive Plan"). All fifteen nominees were elected and the Incentive Plan was approved. A summary of the votes cast with respect to the election of directors and the approval of the Incentive Plan is filed herewith as Exhibit 99.2 and incorporated herein by reference.

ITEM 6. Exhibits and Reports on Form 8-K

(a) The exhibits listed on the Exhibit Index on Page 5 of this Form 10-Q are filed herewith.

(b) The following reports on Form 8-K were filed during the quarter ended June 30, 1994:

(1) Current Report on Form 8-K dated April 18, 1994, was filed pursuant to Item 5 to report the Corporation's consolidated financial results for the three months ended March 31, 1994.

(2) Current Report on Form 8-K dated May 24, 1994, was filed pursuant to Item 5 to report a public offering of $200 million of Debt Securities designated 7-3/4% Subordinated Notes Due 2004 issued by PNC Funding Corp and guaranteed by the Corporation. A form of Debt Securities and the underwriting agreement were filed as exhibits.

(3) Current Report on Form 8-K dated June 16, 1994, was filed pursuant to Item 5 to report (i) the Corporation's consolidated financial results for the three months and six months ended June 30, 1994; (ii) the completion of the acquisition of First Eastern Corp., a bank holding company with operations in northeastern Pennsylvania; (iii) the completion of the acquisition of a $10-billion residential mortgage servicing portfolio from the Associates Corporation of North America; and (iv) the execution of a definitive agreement to acquire BlackRock Financial Management L.P., a New York-based fixed-income management firm.

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: August 15, 1994

By /s/ Robert L. Haunschild

Robert L. Haunschild
SENIOR VICE PRESIDENT AND
CHIEF FINANCIAL OFFICER

EXHIBIT INDEX

The following exhibits are filed herewith:

11 Calculation of Primary and Fully Diluted Earnings Per Common Share.

12.1 Computation of Ratio of Earnings to Fixed Charges.

12.2 Computation of Ratio of Earnings to Combined Fixed Charges and Preferred Stock Dividends.

99.1 1994 Second Quarter Financial Review.

99.2 Summary of Votes Cast.

EXHIBIT 11

<TABLE>

PNC BANK CORP.

CALCULATION OF PRIMARY AND FULLY DILUTED EARNINGS PER COMMON SHARE

<CAPTION>

In thousands, except per share data	Three months ended June 30		Six months ended June 30	
	1994	1993	1994	1993
<S>	<C>	<C>	<C>	<C>
PRIMARY AVERAGE COMMON SHARES OUTSTANDING				
Weighted average shares of common stock outstanding	235,320	233,635	235,093	233,347
Weighted average common shares to be issued using average market price and assuming:				
Exercise of stock options	1,921	2,830	1,881	2,769
Exercise of warrants		96		98
Primary weighted average common shares outstanding	237,241	236,561	236,974	236,241
FULLY DILUTED AVERAGE COMMON SHARES OUTSTANDING				
Weighted average shares of common stock outstanding	235,320	233,635	235,093	233,347
Weighted average common shares to be issued using average market price or period-end market price, whichever is higher, and assuming:				
Conversion of preferred stock Series A & B	223	258	232	262
Conversion of preferred stock Series C	684	760	694	773
Conversion of preferred stock Series D	864	965	869	989
Conversion of debentures	73	88	74	90
Exercise of stock options	1,921	2,948	1,925	2,985
Exercise of warrants		97		99
Fully diluted weighted average common shares outstanding	239,086	238,751	238,887	238,545
PRIMARY EARNINGS PER COMMON SHARE				
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
Less: Preferred dividends declared	410	459	829	971
Net income applicable to primary earnings per common share	$187,435	$168,683	$392,705	$335,789
Primary before cumulative effect of changes in accounting principles	$.79	$.71	$1.66	$1.50
Cumulative effect of changes in				

accounting principles				(.08)
Primary earnings per common share	$.79	$.71	$1.66	$1.42
FULLY DILUTED EARNINGS PER COMMON SHARE				
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	168,142	393,534	336,760
Add: Interest expense on convertible debentures (net of tax)	13	15	25	31
Less: Dividends declared on non-convertible preferred stock				34
Net income applicable to fully diluted earnings per common share	$187,858	$169,157	$393,559	$336,757
Fully diluted before cumulative effect of changes in accounting principles	$.79	$.71	$1.65	$1.49
Cumulative effect of changes in accounting principles				(.08)
Fully diluted earnings per common share	$.79	$.71	$1.65	$1.41

</TABLE>

EXHIBIT 12.1

<TABLE>

PNC BANK CORP.

COMPUTATION OF RATIO OF EARNINGS TO FIXED CHARGES

<CAPTION>

In thousands, except ratios	Six months ended June 30, 1994	Year ended December 31 1993	1992	1991	1990	1989
<S>	<C>	<C>	<C>	<C>	<C>	<C>
EARNINGS						
Income before income taxes and cumulative effect of changes in accounting principles...............	$ 581,905	$1,116,612	$ 778,122	$ 548,201	$ 29,425	$ 485,264
Fixed charges excluding interest on deposits..........................	435,137	649,898	517,424	513,370	918,698	867,083
Subtotal...........................	1,017,042	1,766,510	1,295,546	1,061,571	948,123	1,352,347
Interest on deposits.................	417,516	742,772	1,063,422	1,727,765	1,973,087	1,907,769
Total..............................	$1,434,558	$2,509,282	$2,358,968	$2,789,336	$2,921,210	$3,260,116
FIXED CHARGES						
Interest on notes and debentures......	$ 214,286	$ 265,353	$ 145,125	$ 95,207	$ 84,045	$ 61,590
Interest on borrowed funds...........	207,311	362,995	352,162	398,779	816,448	788,520
Amortization of notes and debentures..	685	967	970	584	538	506
Interest component of rentals	12,855	20,583	19,167	18,800	17,667	16,467
Subtotal...........................	435,137	649,898	517,424	513,370	918,698	867,083
Interest on deposits.................	417,516	742,772	1,063,422	1,727,765	1,973,087	1,907,769
Total..............................	$ 852,653	$1,392,670	$1,580,846	$2,241,135	$2,891,785	$2,774,852
RATIO OF EARNINGS TO FIXED CHARGES						
Excluding interest on deposits......	2.34x	2.72x	2.50x	2.07x	1.03x	1.56x
Including interest on deposits......	1.68	1.80	1.49	1.24	1.01	1.17

</TABLE>

EXHIBIT 12.2

<TABLE>
PNC BANK CORP.
COMPUTATION OF RATIO OF EARNINGS TO COMBINED FIXED CHARGES
AND PREFERRED STOCK DIVIDENDS

<CAPTION>

In thousands, except ratios	Six months ended June 30, 1994	Year ended December 31 1993	1992	1991	1990	1989
<S>	<C>	<C>	<C>	<C>	<C>	<C>
EARNINGS						
Income before income taxes and cumulative effect of changes in accounting principles..	$ 581,905	$1,116,612	$ 778,122	$ 548,201	$ 29,425	$ 485,264
Fixed charges and preferred stock dividends excluding interest on deposits.............	436,363	652,432	521,908	518,004	922,156	873,248
Subtotal..................................	1,018,268	1,769,044	1,300,030	1,066,205	951,581	1,358,512
Interest on deposits.........................	417,516	742,772	1,063,422	1,727,765	1,973,087	1,907,769
Total.....................................	$1,435,784	$2,511,816	$2,363,452	$2,793,970	$2,924,668	$3,266,281
FIXED CHARGES						
Interest on notes and debentures............	$ 214,286	$ 265,353	$ 145,125	$ 95,207	$ 84,045	$ 61,590
Interest on borrowed funds...................	207,311	362,995	352,162	398,779	816,448	788,520
Amortization of notes and debentures.........	685	967	970	584	538	506
Interest component of rentals................	12,855	20,583	19,167	18,800	17,667	16,467
Preferred stock dividend requirements........	1,226	2,534	4,484	4,634	3,458	6,165
Subtotal..................................	436,363	652,432	521,908	518,005	922,156	873,248
Interest on deposits.........................	417,516	742,772	1,063,422	1,727,765	1,973,087	1,907,769
Total.....................................	$ 853,879	$1,395,204	$1,585,330	$2,245,769	$2,895,243	$2,781,017
RATIO OF EARNINGS TO COMBINED FIXED CHARGES AND PREFERRED STOCK DIVIDENDS						
Excluding interest on deposits.............	2.33x	2.71x	2.49x	2.06x	1.03x	1.56x
Including interest on deposits.............	1.68	1.80	1.49	1.24	1.01	1.17

</TABLE>

Exhibit 99.1

PNC BANK CORP.

<TABLE>

Consolidated Financial Highlights

<CAPTION>

	Three months ended June 30		Six months ended June 30	
Dollars in thousands, except per share data	1994	1993	1994	1993
<S>	<C>	<C>	<C>	<C>
FINANCIAL PERFORMANCE				
Net interest income (taxable-equivalent basis)	$501,363	$466,134	$1,007,167	$929,702
Income before cumulative effect of changes in accounting principles	187,845	169,142	393,534	356,153
Net income	187,845	169,142	393,534	336,760
Earnings per common share				
Before cumulative effect of changes in accounting principles				
Primary	.79	.71	1.66	1.50
Fully diluted	.79	.71	1.65	1.49
Net income				
Primary	.79	.71	1.66	1.42
Fully diluted	.79	.71	1.65	1.41
Net interest margin	3.58%	3.96%	3.63%	4.04%
Returns before cumulative effect of changes in accounting principles				
Return on average total assets	1.26	1.35	1.34	1.47
Return on average common shareholders' equity	17.70	17.59	18.51	18.76
Returns based on net income				
Return on average total assets	1.26	1.35	1.34	1.39
Return on average common shareholders' equity	17.70	17.59	18.51	17.73
Net charge-offs to average loans	.35	.76	.32	.76
After-tax profit margin	25.75	25.61	26.34	23.98
Overhead ratio	57.33	52.25	56.57	52.13
SELECTED AVERAGE BALANCES (In millions)				
Total assets	$59,625	$50,152	$59,297	$48,979
Total earning assets	56,062	47,075	55,625	46,033
Securities	21,859	21,184	21,550	20,088
Loans, net of unearned income	32,531	25,184	32,278	25,199
Deposits	32,252	28,091	31,996	28,090
Shareholders' equity	4,268	3,869	4,299	3,841

</TABLE>

<TABLE>

<CAPTION>

	June 30 1994	December 31 1993	June 30 1993
<S>	<C>	<C>	

<C>

PERIOD-END RATIOS			
Capital			
Risk-based capital			
Tier I	8.99%	9.57%	10.57%
Total	11.88	12.11	12.65
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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</TABLE>

Corporate Financial Review

The following Corporate Financial Review should be read in conjunction with the Consolidated Financial Statements of PNC Bank Corp. and subsidiaries ("Corporation") included herein and with management's discussion and analysis included in the Corporation's 1993 Annual Report.

Overview

During the first six months of 1994, the nation's real gross domestic product grew at a preliminary annual rate of 3.5 percent, according to the United States Commerce Department. Management expects economic growth to continue throughout the remainder of 1994, although at a more moderate pace, accompanied by further increases in short-term interest rates.

Net income for the first six months of 1994 was $393.5 million, or $1.65 per fully diluted share, compared with $336.8 million, or $1.41 per share, for the first six months of 1993. Income before accounting changes in the prior-year period was $356.2 million or $1.49 per fully diluted share. Return on assets and return on common shareholders' equity were 1.34 percent and 18.51 percent, respectively, in 1994, compared with 1.39 percent and 17.73 percent, respectively, in 1993. The corresponding 1993 returns before accounting changes were 1.47 percent and 18.76 percent.

The results for the first six months of 1993 included the cumulative effect of adopting Statement of Financial Accounting Standards No. 109, "Accounting for Income Taxes," and a change in the method of accounting for certain intangible assets, primarily purchased mortgage servicing rights. The cumulative effect of these changes reduced net income by $9.0 million and $10.4 million, respectively.

Mergers and Acquisitions

On November 30, 1993, the Corporation completed its acquisition of PNC Mortgage (formerly Sears Mortgage Banking Group) for $328 million in cash. The purchase price is subject to certain post-closing adjustments. With this acquisition, the Corporation added assets of $7.6 billion; a mortgage servicing portfolio approximating $27 billion, including $21 billion serviced for others; and a national residential mortgage production network.

During the first six months of 1994, the Corporation completed the purchase of United Federal Bancorp, Inc. ("United"), State College, Pennsylvania, and First Eastern Corp. ("First Eastern"), Wilkes-Barre, Pennsylvania, for a total of $486 million in cash. The combined assets and deposits totaled $2.8 billion and $2.4 billion, respectively. The Corporation also completed the acquisition of a $10-billion residential mortgage servicing portfolio from the Associates Corporation of North America ("Associates") for $117 million in cash.

During the second quarter of 1994, the Corporation entered into a definitive agreement to acquire BlackRock Financial Management, L.P. ("BlackRock"), a New York-based fixed-income investment management firm with approximately $23 billion in assets under management. The purchase price will approximate $240 million in cash and notes. This transaction is expected to close in the fourth quarter of 1994, pending regulatory and other approvals.

Subsequent to June 30, 1994, the Corporation announced agreements to acquire Brentwood Financial Corporation, Cincinnati, Ohio, and Indian River Federal Savings Bank, Vero Beach, Florida. The aggregate purchase price approximates $33 million in cash. The combined assets and deposits totaled approximately $175 million and $141 million, respectively, at June 30, 1994. These transactions are expected to close in the fourth quarter of 1994, subject to regulatory and shareholder approvals.

Corporate Financial Review
Income Statement Review

<TABLE>
INCOME STATEMENT HIGHLIGHTS

<CAPTION>

Six months ended June 30 Dollars in millions	1994	1993	Change Amount	Change Percent
<S>	<C>	<C>	<C>	<C>
Net interest income--taxable-equivalent basis	$1,007	$930	$77	8.3%
Provision for credit losses	50	115	(65)	(56.5)
Noninterest income	487	475	12	2.5
Noninterest expenses	845	732	113	15.4
Income before cumulative effect of changes in accounting principles	394	356	38	10.7
Net income	394	337	57	16.9

</TABLE>

NET INTEREST INCOME AND NET INTEREST MARGIN On a fully taxable-equivalent basis, net interest income for the first six months of 1994 increased $77.5 million, or 8.3 percent, compared with the first six months of 1993. The increase was due to higher levels of average earning assets.

<TABLE>
NET INTEREST MARGIN

<CAPTION>

Six months ended June 30 Taxable-equivalent basis	1994	1993	Basis Point Change
<S>	<C>	<C>	<C>
Book-basis yield on earning assets	6.36%	6.72%	(36)
Effect of loan fees	.13	.15	(2)
Taxable-equivalent adjustment	.06	.09	(3)
Taxable-equivalent yield on earning assets	6.55	6.96	(41)
Rate on interest-bearing liabilities	3.80	3.92	(12)
Interest rate spread	2.75	3.04	(29)
Impact of noninterest-bearing sources	.53	.61	(8)

Net benefit of interest rate swaps	.35	.39	(4)
Net interest margin	3.63%	4.04%	(41)

</TABLE>

The net interest margin for the first six months of 1994 narrowed 41 basis points when compared with the corresponding 1993 period. The maturity structure and nature of liabilities assumed relative to assets acquired in the PNC Mortgage acquisition contributed to the narrower interest rate spread. This impact was mitigated by the benefit of lower prepayments on mortgage-related assets in the rising interest rate environment in 1994. In addition, the net interest margin was negatively impacted by a lower proportion of noninterest-bearing sources supporting earning assets. The benefit of interest rate swaps also declined in the rising interest rate environment.

<TABLE>
VOLUME/RATE ANALYSIS

<CAPTION>

Six months ended June 30 1994 versus 1993	Increase (Decrease) Due to Changes in:			
In millions	Volume	Rate	Rate Volume	Total
<S>	<C>	<C>	<C>	<C>
Interest income	$336	$(85)	$(19)	$232
Interest expense	157	(2)		155
Net interest income	193	(94)	(22)	77

</TABLE>

PROVISION FOR CREDIT LOSSES The provision for credit losses was $50.0 million in the first six months of 1994, compared with $115.2 million a year ago. Continuing improvement in economic conditions combined with management's ongoing efforts to improve asset quality resulted in lower nonperforming assets and charge-offs, and a higher reserve coverage of nonperforming loans. The quarterly provision for credit losses is expected to decline during the remainder of 1994.

<TABLE>
<CAPTION>
NONINTEREST INCOME

Six months ended June 30 Dollars in thousands	1994	1993	Change Amount	Percent
<S>	<C>	<C>	<C>	<C>
Investment management and trust				
Trust	$ 98,805	$ 92,187	$ 6,618	7.2%
Mutual funds	47,656	43,179	4,477	10.4
Total investment management and trust	146,461	135,366	11,095	8.2
Service charges, fees and commissions				
Deposit account and corporate services	82,225	78,072	4,153	5.3
Credit card and merchant services	26,797	26,545	252	.9
Brokerage	17,223	17,517	(294)	(1.7)
Corporate finance	21,227	18,305	2,922	16.0
Other services	32,569	28,910	3,659	12.7
Total service charges, fees and commissions	180,041	169,349	10,692	6.3
Mortgage Banking				
Servicing	77,292	13,031	64,261	493.1
Marketing	3,071	3,945	(874)	(22.2)

Total mortgage banking	80,363	16,976	63,387	373.4
Net securities gains	30,307	111,777	(81,470)	(72.9)
Other	49,619	41,247	8,372	20.3
Total	$486,791	$474,715	$ 12,076	2.5%

</TABLE>

NONINTEREST INCOME Noninterest income totaled $486.8 million in the first six months of 1994, compared with $474.7 million in the corresponding 1993 period. Net securities gains totaled $30.3 million, compared with $111.8 million in the year-earlier period. Excluding net securities gains, noninterest income as a percentage of total revenue was 31.2 percent in the first six months of 1994, compared with 28.1 percent a year earlier.

Investment management and trust increased 8.2 percent to $146.5 million. Growth in revenue from new trust business and mutual fund accounting and administrative services was partially offset by a decline in fees resulting from lower levels of managed assets. The BlackRock acquisition is expected to add approximately 20 percent to investment management and trust revenue on an annual basis. The table below sets forth trust and mutual fund assets, and the related revenue, as of and for the six months ended June 30, 1994 and 1993.

<TABLE>
<CAPTION>
INVESTMENT MANAGEMENT AND TRUST

In millions	Assets at June 30						Revenue Six months ended June 30	
	Discretionary		Nondiscretionary		Total			
	1994	1993	1994	1993	1994	1993	1994	1993
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Personal and charitable	$23,853	$22,556	$ 9,560	$ 6,743	$ 33,413	$ 29,299	$ 73	$ 67
Institutional	6,535	9,257	70,978	68,861	77,513	78,118	25	25
Total trust	30,388	31,813	80,538	75,604	110,926	107,417	98	92
Mutual funds	23,164	27,548	55,463	45,989	78,627	73,537	48	43
Total	$53,552	$59,361	$136,001	$121,593	$189,553	$180,954	$146	135

</TABLE>

Service charges, fees and commissions increased $10.7 million, or 6.3 percent, to $180.0 million in the first six months of 1994. Increased transaction volume related to new business and acquisitions accounted for the growth in deposit account and corporate services revenue. Increased syndication and advisory activity accounted for the growth in corporate finance fees. Other service fees increased as a result of revised consumer loan fee schedules.

Mortgage banking income increased $63.4 million to $80.4 million, primarily as a result of the PNC Mortgage acquisition. During the first six months of

1994, the Corporation originated $3.9 billion of residential mortgages, approximately 65 percent of which represented new financings, and realized gains of $16.6 million from sales of mortgage servicing. During the first half of 1994, the rising interest rate environment adversely impacted the volume of originations. However, the value of the mortgage servicing portfolio increased as the rate of mortgage loan prepayments declined. Conversely, should interest rates decline, the volume of originations and prepayment rates would likely increase and the value of the existing servicing portfolio could decrease. At June 30, 1994, the Corporation's mortgage servicing portfolio totaled $43.8 billion with a weighted-average coupon of 7.72 percent, including $34.3 billion serviced for others.

The increase in other noninterest income is attributable to higher gains from sales of assets and venture capital activity. These increases were partially offset by lower trading account profits.

<TABLE>
<CAPTION>
NONINTEREST EXPENSE

Six months ended June 30			Change	
Dollars in thousands	1994	1993	Amount	Percent
<S>	<C>	<C>	<C>	<C>
Compensation	$329,402	$279,403	$ 49,999	17.9%
Employee benefits	81,469	66,937	14,532	21.7
Total staff expense	410,871	346,340	64,531	18.6
Net occupancy	66,562	58,203	8,359	14.4
Equipment	65,580	54,889	10,691	19.5
Amortization of intangible assets	37,830	15,366	22,464	146.2
Federal deposit insurance	36,339	32,932	3,407	10.3
Taxes other than income	21,878	18,610	3,268	17.6
Other	206,081	205,823	258	.1
Total	$845,141	$732,163	$112,978	15.4%

</TABLE>

NONINTEREST EXPENSE Noninterest expense totaled $845.1 million in the first six months of 1994, compared with $732.2 million in the year-earlier period. The overhead ratio increased to 56.6 percent in the first six months of 1994, compared with 52.1 percent in 1993, due to lower net securities gains in 1994 and higher operating expenses relative to revenue associated with PNC Mortgage. Excluding acquisitions, noninterest expense declined 2.2 percent. Pending acquisitions are expected to increase noninterest expense by approximately 3 percent on a combined basis.

Staff expense increased 18.6 percent to $410.9 million, primarily due to acquisitions completed subsequent to June 30, 1993. Average full-time equivalent employees were 20,900 for the first six months of 1994, compared with 17,700 in the year-earlier period. Approximately 3,600 average full-time equivalent employees were added from acquisitions. Excluding the impact of acquisitions, staff expense increased 2.8 percent. Pension expense increased $4.8 million in the comparison due to acquisitions and a reduction in the discount rate used to calculate the pension obligation.

Net occupancy and equipment expense increased $8.4 million and $10.7 million, respectively, primarily due to acquisitions, occupancy of an office building purchased in 1993 and an upgrade of computer equipment. Amortization of intangible assets increased $22.5 million primarily due to higher levels of purchased mortgage servicing rights associated with PNC Mortgage. The increase in federal deposit insurance resulted from acquired deposits. Taxes other than income also increased due to acquisitions.

Line of Business Results

The management accounting process uses various methods of balance sheet and income statement allocations, transfers and assignments to evaluate the performance of various business units. Unlike financial accounting, there is no comprehensive, authoritative body of guidance for management accounting equivalent to generally accepted accounting principles. The following information is based on management accounting practices which conform to and support the management structure of the Corporation and is not necessarily comparable with similar information for any other financial institution. Designations, assignments and allocations may change from time to time as the management accounting system is enhanced and business or product lines change.

During 1994, certain methodologies were changed and, accordingly, results for 1993 are presented on a consistent basis.

For management reporting purposes, the Corporation has designated four distinct lines of business: Corporate Banking, Retail Banking, Investment Management and Trust, and Investment Banking. The financial results presented in this section reflect each line of business as if it operated on a stand-alone basis. Securities or borrowings have been assigned to each line of business based on its net asset or liability position. The remaining securities and borrowings, and related interest rate spread, emanating from management of the Corporation's overall asset/liability position, and net securities gains, are included in Portfolio Management.

<TABLE>
LINE OF BUSINESS HIGHLIGHTS

<CAPTION>

Six months ended June 30	Earnings		Net Interest and Noninterest Revenue		Average Assigned Assets		Return on Assigned Equity	
Dollars in millions	1994	1993	1994	1993	1994	1993	1994	1993
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Corporate Banking								
Large Corporate	$ 40	$ 35	$ 88	$ 71	$ 3,756	$ 2,969	19%	20%
Middle Market	125	104	261	283	9,790	9,893	20	15
Total Corporate Banking	165	139	349	354	13,546	12,862	20	16
Retail Banking								
Consumer Banking	138	129	641	617	24,938	23,325	19	21
Mortgage Banking	31	16	203	70	9,848	3,277	14	21
Total Retail Banking	169	145	844	687	34,786	26,602	18	21
Investment Management and Trust								
Trust	22	23	109	103	393	351	45	53
Mutual Funds	12	12	53	47	170	107	44	55
Total Investment Management and Trust	34	35	162	150	563	458	44	54
Investment Banking								
Portfolio Management	58	106	96	172	9,824	8,774	43	85
Brokerage and Underwriting	14	13	49	36	533	278	42	39
Total Investment Banking	72	119	145	208	10,357	9,052	43	75
Total lines of business	440	438	1,500	1,399	59,252	48,974	22	25
Unallocated items	(46)	(82)	(23)	(15)	45	5		
Cumulative effect of changes in accounting principles		(19)						
Total	$394	$337	$1,477	$1,384	$59,297	$48,979		

</TABLE>

Earnings contributed by the lines of business totaled $440 million in the first six months of 1994, compared with $438 million in the first six months of 1993. These results exceeded reported consolidated net income by $46 million and $101 million, respectively, due to the cumulative effect of changes in accounting principles in 1993, provision for credit losses in excess of specific reserve allocations and certain unallocated revenue and expenses. Excluding net securities gains, earnings from the lines of business were $420 million and $365 million, respectively, and returns on assigned equity were 21 percent and 20 percent, respectively.

CORPORATE BANKING Corporate Banking provided 38 percent of line of business earnings in the first six months of 1994, compared with 32 percent in the first half of 1993. Large Corporate benefited from a 25 percent increase in average loans and improved asset quality, which more than offset the impact of narrower interest rate spreads on loans. The majority of the loan growth was in short-term commercial and money market loans that are typically repaid shortly after period end. Middle Market revenue declined in 1994 due to the impact of narrower interest rate spreads on loans and a reduction in the real estate project portfolio. The increase in earnings resulted from a lower provision for credit losses as asset quality improved in both the commercial and real estate project portfolios. Revenue from treasury management services accounted for 16 percent of total Corporate Banking revenue in 1994, compared with 15 percent a year ago.

RETAIL BANKING The earnings contribution from Retail Banking increased to 38 percent in the first six months of 1994, from 33 percent a year ago. Consumer Banking average loans and deposits increased 16 percent and 6 percent, respectively, when compared with the first six months of 1993, primarily due to acquisitions. Higher net interest revenue and improved asset quality contributed to the increase in earnings. The increase in Mortgage Banking earnings reflected the contribution of the acquired assets and mortgage banking operations of PNC Mortgage. Average mortgage-related assets increased $6.6 billion to $9.8 billion. During the first six months of 1994, the mortgage servicing portfolio increased $8.2 billion to $43.8 billion at June 30, 1994, including $34.3 billion serviced for others. The net growth in servicing resulted from the Associates transaction. Mortgage Banking originated $3.9 billion of residential mortgages during the first half of 1994, and $1.9 billion of servicing was sold which resulted in gains of $16.6 million.

INVESTMENT MANAGEMENT AND TRUST Investment Management and Trust contributed 8 percent to line of business earnings in both periods. Trust earnings declined in the comparison as increased revenue from new business was more than offset by higher marketing and incentive expenses. Mutual Funds earnings were unchanged in the first six months of 1994 when compared with the year-earlier period. Increased revenue from growth of the PNC Family of Funds, as well as expanded accounting and administrative services, was offset by lower investment advisory fees and increased marketing costs.

INVESTMENT BANKING The earnings contribution from Investment Banking was 16 percent in the first half of 1994, compared with 27 percent in the first six months of 1993. Portfolio Management earnings declined in the comparison as net securities gains were $30.3 million in the first six months of 1994, compared with $111.8 million in 1993. These gains were significantly higher in the first half of last year as certain mortgage-backed securities were sold in a higher prepayment environment to provide more stability to net interest income. Excluding net securities gains, Investment Banking's earnings were $52 million and $46 million in the first six months of 1994 and 1993, respectively. Higher venture capital income accounted for the increase in Brokerage and Underwriting earnings.

<TABLE>

Balance Sheet Review

BALANCE SHEET HIGHLIGHTS

<CAPTION>

Averages in millions	Six months ended June 30 1994	Six months ended June 30 1993	Full Year 1993
<S>	<C>	<C>	<C>
Total assets	$59,297	$48,979	$50,321
Total earning assets	55,625	46,033	47,340
Securities	21,550	20,088	20,403
Loans, net of unearned income	32,278	25,199	25,959
Deposits	31,996	28,090	28,442
Borrowed funds	11,253	10,821	10,373
Notes and debentures	10,589	5,163	6,486
Shareholders' equity	4,299	3,841	3,957

</TABLE>

The changes in the average balance sheet reflect the impact of acquisitions, stronger loan demand and asset/liability management activities. Average earning assets increased $9.6 billion when compared with the first six months of 1993.

The proportion of average loans to average earning assets was 58.0 percent in the first six months of 1994, compared with 54.7 percent in the first half of 1993.

Average loans for the first six months of 1994 increased 28.1 percent to $32.3 billion when compared with the first six months of 1993. Excluding the impact of acquisitions, average loans increased 4.7 percent in the comparison due to increased loan demand and higher levels of short-term commercial, money market and consumer loans.

Average deposits increased $3.9 billion when compared with the first six months of 1993. The proportion of average noninterest-bearing sources supporting average earning assets was 14.1 percent in the first six months of 1994, compared with 15.6 percent in the first half of 1993. Average notes and debentures increased $5.4 billion as bank notes and Federal Home Loan Bank advances were used as lower cost alternatives to other funding sources.

<TABLE>

LOANS

<CAPTION>

	June 30, 1994		December 31, 1993	
In millions	Outstandings	Unfunded Commitments	Outstandings	Unfunded Commitments
Commercial				
Manufacturing	$ 2,850	$ 5,225	$ 2,765	$ 4,351
Retail/Wholesale	1,975	1,888	1,789	1,570
Services	2,031	2,191	1,586	1,599
Financial services	962	2,324	872	1,666
Communications	1,312	1,285	1,337	732
Real estate related	534	200	557	177
Investment/Holding Co.	478	230	454	264
Other	2,731	3,666	3,103	3,089
Total commercial	12,873	17,009	12,463	13,448
Real estate project				
Residential construction and development	75	90	70	72
Commercial construction and development	263	280	280	221
Medium-term financings				
Standing	902	219	875	142
Other	392	56	505	68
Total real estate project	1,632	645	1,730	503
Real estate mortgage				
Residential	8,329	1,088	8,036	1,521
Commercial	1,332	25	905	6

Total real estate mortgage	9,661	1,113	8,941	1,527
Consumer				
Home Equity	2,655	1,627	2,238	1,360
Automobile	2,580		2,428	
Student	1,120	3	1,103	27
Credit card	700	3,287	725	3,065
Other	1,920	222	2,031	214
Total consumer	8,975	5,139	8,525	4,666
Other	1,937	495	1,871	400
Unearned income	(218)		(222)	
Total, net of unearned income	$34,860	$24,401	$33,308	$20,544

</TABLE>

LOANS The Corporation manages credit risk associated with its lending activities through portfolio diversification, underwriting policies and procedures and loan monitoring practices. At June 30, 1994, commercial, real estate project, real estate mortgage, consumer and other loans accounted for 36.7 percent, 4.7 percent, 27.5 percent, 25.6 percent and 5.5 percent of total loans, respectively.

At June 30, 1994, total commercial loan outstandings increased $410 million, or 3.3 percent, from December 31, 1993, primarily attributable to short-term commercial loans. Total commercial unfunded commitments increased $3.6 billion, or 26.5 percent, in the comparison. The growth in commitments was attributable to increased economic activity. Should economic growth continue, management expects a portion of these commitments to be converted into outstandings.

Total real estate project exposure remained relatively flat since year end. Retail and office projects accounted for 29 percent and 25 percent, respectively, of total real estate project exposure at June 30, 1994. Multi-family and hotel/motel projects accounted for 12 percent and 8 percent, respectively. No other project type accounted for more than 7 percent. Projects in the Corporation's primary markets, which include Delaware, Indiana, Kentucky, New Jersey, Ohio and Pennsylvania, accounted for 71 percent of the total outstandings. The southeast region of the United States accounted for 15 percent and no other geographic region accounted for more than 5 percent.

Real estate mortgage outstandings increased 8.1 percent primarily due to acquisitions. Residential and commercial mortgages acquired in the first half of 1994 totaled $568 million and $288 million, respectively. As part of its overall asset/liability management strategy, the Corporation retains certain originated residential mortgage products in the loan portfolio. Generally, these products are limited to adjustable-rate loans or those with balloon payment features. The remainder of its fixed-rate production is securitized and retained for the securities portfolio or sold.

Consumer loan outstandings increased $450 million due to acquisitions and loan growth. Other loans increased $66 million and consisted of money market, lease financing and foreign loans.

Highly leveraged transactions ("HLT") are included in various commercial loan categories. At June 30, 1994, the loan portfolio included $942 million of HLT outstandings and $239 million of HLT unfunded commitments. The comparable amounts at December 31, 1993, were $953 million and $186 million, respectively. The communications, manufacturing and retail/wholesale industries accounted for 70 percent, 19 percent and 4 percent, respectively, of total HLT exposure at June 30, 1994. HLT outstandings represented 2.7 percent of total loans at June 30, 1994, compared with 2.9 percent at December 31, 1993. During the first six months of 1994, $145 million of loans and $26 million of unfunded commitments were no longer classified as HLT.

At June 30, 1994, the Corporation had 61 customers with loans designated as

HLT. The ten largest HLT outstandings and unfunded commitments totaled $472 million and $63 million, respectively. During the first six months of 1994, the Corporation originated and/or participated in $219 million of commitments to new HLT customers, compared with $43 million in the corresponding 1993 period. HLT loan fees recognized in income during the first six months of 1994 totaled $3.2 million and deferred HLT loan fees totaled $4.4 million at June 30, 1994. The yield on the HLT portfolio, including loans classified as nonperforming, was 6.4 percent during the first six months of 1994, compared with 6.1 percent a year ago.

RISK ELEMENTS During the first six months of 1994, nonperforming assets declined $10 million as a result of continued improvement in overall asset quality. Excluding the impact of the First Eastern acquisition, total nonperforming assets declined $84 million when compared with year-end 1995. Assuming further economic growth, management anticipates the favorable trend will continue during the remainder of 1994.

At June 30, 1994, $81 million of nonperforming loans were current as to principal and interest, compared with $102 million at December 31, 1993. Nonperforming HLT loans totaled $17 million at June 30, 1994, compared with $25 million at December 31, 1993.

Office, retail and land projects accounted for 59 percent of total nonperforming real estate project assets at June 30, 1994. The Corporation's primary markets accounted for 58 percent of total nonperforming real estate project assets. The southeast region of the United States and metropolitan Washington D.C. area accounted for 29 percent and 8 percent, respectively.

Accruing loans contractually past due 90 days or more as to the payment of principal or interest totaled $148 million at June 30, 1994, compared with $135 million at December 31, 1993. Residential mortgages and student loans in the amount of $68 million and $34 million, respectively, were included in the total at June 30, 1994, compared with $55 million and $41 million, respectively, at year-end 1995.

<TABLE>
NONPERFORMING ASSETS

<CAPTION>

Dollars in millions	JUNE 30 1994	December 31 1993
<S>	<C>	<C>
Nonaccrual loans		
Commercial	$232	$181
Real estate project	72	91
Real estate mortgage	80	84
Total nonaccrual loans	384	356
Restructured loans	4	28
Total nonperforming loans	388	384
Foreclosed assets		
Real estate project	93	108
Real estate mortgage	33	42
Other	30	20
Total foreclosed assets	156	170
Total	$544	$554
Nonperforming loans to total loans	1.11%	1.15%
Nonperforming assets to total loans and foreclosed assets	1.55	1.65
Nonperforming assets to total assets	.85	.89

</TABLE>

Annualized net charge-offs as a percentage of average loans were .32 percent for the first six months of 1994, compared with .76 percent in the corresponding 1993 period. The 1994 charge-off and recovery levels reflected the continued improvement in overall asset quality and the Corporation's loan workout efforts. During the first six months of 1994, $10 million of HLT were charged-off and no recoveries were realized. The corresponding 1993 amounts were $7 million and $2 million, respectively.

<TABLE>

CHARGE-OFFS AND RECOVERIES

<CAPTION>

Six months ended June 30	1994		
In millions	Charge-offs	Recoveries	Net Charge-offs
Commercial	$28	$12	$16
Real estate project	9	1	8
Real estate mortgage	12	2	10
Consumer	32	15	17
Total	$81	$30	$51
	1993		
Commercial	$54	$15	$39
Real estate project	22	3	19
Real estate mortgage	9	1	8
Consumer	42	13	29
Total	$127	$32	$95

</TABLE>

ALLOWANCE FOR CREDIT LOSSES The allowance for credit losses totaled $1.0 billion at June 30, 1994, compared with $972 million at December 31, 1993. The allowance as a percentage of period-end loans and nonperforming loans was 2.97 percent and 267.1 percent, respectively, at June 30, 1994. The comparable year-end amounts were 2.92 percent and 253.1 percent, respectively.

ASSET/LIABILITY MANAGEMENT The primary objectives of asset/liability management are to provide maximum levels of net interest income while maintaining acceptable levels of interest rate and liquidity risk, facilitating the Corporation's funding needs and ensuring capital adequacy. To achieve these objectives, asset/liability management uses a variety of investment alternatives, funding sources and off-balance-sheet instruments in managing the overall interest rate risk profile of the Corporation. Asset/liability management policies include limits on the amounts of various financial instruments, the types of funding and the level of interest rate sensitivity, and an assessment of overall liquidity.

Asset/liability management seeks to minimize the credit risk associated with its activities. This is primarily accomplished by entering into transactions with only a select number of high quality institutions, establishing credit limits with counterparties and, where applicable, requiring segregated collateral.

A dynamic income simulation model is the primary mechanism used in assessing the impact on net interest income of changes in interest rates. Asset/liability management projects net interest income in what it believes is a most likely interest rate environment, as well as in higher and lower alternative interest rate scenarios. The table below sets forth average interest rates for the month of June 1994 and the respective rate assumptions for December 1994 and June 1995.

<TABLE>
INTEREST RATE ASSUMPTIONS

<CAPTION>

	June 30 1994	December 1994	June 1995
Federal funds	4.25%	4.50%	5.00%
3-month LIBOR	4.63	4.90	5.40
5-year U.S. Treasury Note	6.70	6.80	7.00

</TABLE>

In addition to interest rate assumptions, loan and deposit growth rates, mortgage-related asset prepayments, and interest rate swap amortization are adjusted based on current expectations. The model reflects management's assumption that the market would present investment alternatives with acceptable maturities and interest rate characteristics relative to expected funding sources. The model also reflects transactions initiated by management to reduce its liability-sensitive position, including reducing fixed-rate assets and adding variable-rate assets. Actual net interest income may differ from simulated results due to changes in management's strategies or market conditions. The actual timing and rate of changes in interest rates and other assumptions also could affect net interest income. As the model is based on current on- and off-balance-sheet positions, it does not reflect additional actions management could take to mitigate the impact of changes in interest rates.

In the most likely scenario, the model projects that net interest income would be relatively stable for the remainder of 1994, and for 1995 when compared with full-year 1994. If interest rates were 100 basis points higher than the most likely scenario, net interest income would decrease 8.4 percent over the 18-month period ended December 31, 1995. Conversely, net interest income would increase 7.2 percent over the same period if interest rates were 100 basis points lower than the most likely scenario.

An interest rate sensitivity ("gap") analysis represents a point-in-time net position of assets, liabilities and off-balance-sheet instruments subject to repricing in specified time periods. Gap analysis alone does not accurately measure the magnitude of changes in net interest income since changes in interest rates do not impact all categories of assets, liabilities and off-balance-sheet positions equally or simultaneously. The liability sensitivity of the cumulative one-year gap position was 18.4 percent of total earning assets at June 30, 1994, which declined to 8.1 percent within 24 months. The cumulative one-year gap position narrowed during the second quarter of 1994 as a result of management actions to reduce exposure to rising interest

rates, primarily by reducing fixed-rate assets and adding variable-rate assets. These actions were partially offset by a slower rate of prepayments on mortgage-related assets which had the effect of extending the maturity of these instruments.

<TABLE>
INTEREST RATE SWAPS

<CAPTION>

In millions	Gain Position		Loss Position		
June 30, 1994	Notional Value	Fair Value	Notional Value	Fair Value	Total Notional Value
Hedge swaps					
Receive fixed	$2,001	$22	$11,350	$(437)	$13,351
Pay fixed	79		693	(31)	772
Total hedge swaps	2,080	22	12,043	(468)	14,123
Customer swaps	60	2	60	(2)	120
Total	$2,140	$24	$12,103	$(470)	$14,243
December 31, 1993					
Hedge swaps					
Receive fixed	$7,904	$153	$2,715	$ (26)	$10,619
Pay fixed			1,193	(86)	1,193
Total hedge swaps	7,904	153	3,908	(112)	11,812
Customer swaps	245	3	245	(3)	490
Total	$8,149	$156	$4,153	$(115)	$12,302

</TABLE>

The Corporation enters into interest rate swaps to alter the maturity and repricing structure of the balance sheet ("hedge swaps") and as an intermediary for customers ("customer swaps"). At June 30, 1994, hedge swaps and customer swaps accounted for 87 percent and 1 percent, respectively, of the total notional amount of all interest rate swap, futures, forward, foreign currency exchange and option contracts. The notional amount of hedge and customer swaps totaled $14.1 billion and $120 million, respectively, at June 30, 1994. The corresponding December 31, 1993 amounts were $11.8 billion and $490 million, respectively. Credit risk with respect to interest rate swaps represents the inability of the counterparty to perform under terms of the swap agreements. The Corporation limits credit risk with respect to swap agreements by requiring, where applicable, segregated collateral.

<TABLE>
INTEREST RATE SWAPS ACTIVITY

<CAPTION>

In millions	Hedge Swaps Receive Fixed	Hedge Swaps Pay Fixed	Customer Swaps	Total Notional Value
<S>	<C>	<C>	<C>	<C>
Balance at January 1, 1994	$10,619	$1,193	$490	$12,302
Additions	3,200		20	3,220
Maturities/amortization	(468)	(221)	(341)	(1,030)
Terminations		(200)	(49)	(249)
Balance at June 30, 1994	$13,351	$772	$120	$14,243

</TABLE>

Substantially all hedge swaps are index amortizing, the majority of which are designated as hedges on deposits and other interest-bearing liabilities. The Corporation receives payments based on fixed interest rates and makes payments based on a floating money market rate. During the first six months of 1994, hedge swaps benefited net interest income by $96.1 million, compared with $90.5 million in the corresponding 1993 period. Net deferred gains on terminated interest rate swaps totaled $14 million and $22 million at June 30, 1994 and December 31, 1993, respectively. Such deferred gains are being amortized over various remaining periods of up to two years.

The table below sets forth the maturity distribution of hedge swaps and the weighted average interest rates at June 30, 1994.

<TABLE>
MATURITY DISTRIBUTION OF HEDGE SWAPS

<CAPTION>

In millions	1994	1995	1996	Beyond	Total
<S>	<C>	<C>	<C>	<C>	<C>
Receive fixed	$1,932	$5,819	$4,900	$700	$13,351
Rate received	6.74%	5.79%	5.25%	5.49%	5.71%
Rate paid	4.59	4.51	4.84	3.32	4.58
Pay fixed	$49	$383	$165	$175	$772
Rate received	4.84%	5.81%	7.04%	9.12%	6.76%
Rate paid	4.29	4.33	4.07	4.44	4.30

</TABLE>

Hedge swaps have remaining expected maturities that range from one and one-half months to three years and four months in management's most likely interest rate scenario. If interest rates rise further than assumed in the most likely scenario, the maturities of certain index swaps would be extended; however, the maturities would not extend beyond 1999. Because the Corporation has an aggregate receive-fixed/pay-variable interest rate swap position, further increases in interest rates would reduce

the fair value of, and benefit provided by, such swaps. If such rate increases are significant, the rate paid on interest rate swaps could exceed the rate received.

In a rising interest rate environment, management would expect several factors to mitigate a decline in the benefit provided by such swaps. As interest rates increase, the Corporation will derive a greater benefit from existing long-term liabilities as well as noninterest-bearing sources of funds. Also, an increase in interest rates would likely be associated with increased economic activity providing opportunities for loan growth, increased yields on variable-rate assets, increased value of the mortgage servicing portfolio and higher fee income.

LIQUIDITY MANAGEMENT Liquidity represents an institution's ability to generate cash or otherwise obtain funds at reasonable rates to satisfy commitments to borrowers as well as the demands of depositors and debtholders. Liquidity is managed through the coordination of the relative maturities of assets, liabilities and off-balance-sheet positions and is enhanced by the ability to raise funds in capital markets. Liquid assets consist of cash and due from banks, federal funds sold and resale agreements, interest-earning deposits with banks, trading account securities and securities available for sale. At June 30, 1994, such assets totaled $9.9 billion. Liquidity is also provided by securities that may be sold under agreements to repurchase, which totaled $7.7 billion at June 30, 1994. In addition, several bank affiliates have access to funds as members of the Federal Home Loan Bank system.

Liquidity for the parent company and its nonbank affiliates is generated through the issuance of securities in public or private markets, lines of credit and dividends from subsidiaries. Under effective shelf registration statements at June 30, 1994, the Corporation has available $140 million of debt, $300 million of preferred stock and $350 million of securities that may be issued as either debt or preferred stock. Additionally, the Corporation has a $150 million unused committed line of credit. Funds obtained from any of these sources can be used for both bank and nonbank activities. In addition to current parent company funds, the funding for pending or potential acquisitions may include the issuance of instruments that qualify as regulatory capital, such as preferred stock or subordinated debt. Management believes that the Corporation has sufficient liquidity to meet its obligations to customers, debtholders and others. The impact of replacing maturing liabilities is reflected in the income simulation model used in the Corporation's overall asset/liability management process. At June 30, 1994, the model assumes rising interest rates and a resulting higher cost of replacement funding.

As part of the overall asset/liability management process, management seeks to obtain funding through various sources to maximize net interest income within acceptable risk parameters. The following table sets forth funding sources at June 30, 1994 and December 31, 1993.

<TABLE>
FUNDING SOURCES

<CAPTION>

In millions	JUNE 30 1994	December 31 1993
<S>	<C>	<C>
Deposits		
Demand, savings and money market	$18,932	$18,621
Time	14,017	14,494
Total deposits	32,949	33,115
Borrowed funds		
Repurchase agreements	4,547	4,995
Treasury, tax and loan	5,427	3,414
Federal funds purchased	2,123	2,066
Commercial paper	1,161	514
Other	144	673
Total borrowed funds	13,402	11,662
Notes and debentures	11,437	9,585
Total	$57,788	$54,362

</TABLE>

Total deposits at June 30, 1994 declined slightly since year-end as decreases in brokered and other deposits more than offset the impact of acquired deposits. Brokered deposits are primarily included in time deposits. Such deposits totaled $2.9 billion at June 30, 1994, compared with $4.1 billion at December 31, 1993. These deposits are expected to decline further in future periods as they mature and alternative funding sources are employed. Retail brokered deposits are issued or participated-out by brokers in denominations of $100,000 or less and are fully insured. Such deposits represented 66.0 percent of the

total at June 30, 1994, compared with 63.7 percent at year-end 1993.

At June 30, 1994, treasury, tax and loan borrowings increased $2.0 billion from year-end 1993 due to relatively lower costs associated with such funds. Notes and debentures increased $1.8 billion since year-end 1993. During the first six months of 1994, the Corporation issued $2.9 billion of variable-rate, unsecured bank notes with maturities of one year and $200 million of 7.75 percent subordinated debentures due in 2004.

SECURITIES At June 30, 1994, securities totaled $23.2 billion and were comprised of $16.0 billion of investment securities and $7.2 billion of securities available for sale. The comparable amounts at year-end 1993 were $11.7 billion and $11.4 billion, respectively. At June 30, 1994, the securities portfolio included $16.7 billion of collateralized mortgage obligations and mortgage-backed securities with an aggregate weighted-average expected maturity of 3 years and 7 months. As part of the overall asset/liability management strategy, the Corporation invests in collateralized mortgage obligations and mortgage-backed securities, primarily government agency-backed instruments. The characteristics of these investments include attractive yields, principal guarantees, marketability and availability as collateral for additional liquidity. A risk associated with fixed-rate mortgage-related securities is the rate of prepayment inherent in the underlying mortgages. The Corporation manages this risk through the use of the income simulation model. The following table sets forth the securities portfolio at June 30, 1994 and December 31, 1993.

<TABLE>
SECURITIES

<CAPTION>

<S> <C> <C> <C> <C> <C> <C> <C> <C>

	June 30, 1994				December 31, 1993			
	Amortized	Unrealized		Fair	Amortized	Unrealized		Fair
In millions	Cost	Gains	Losses	Value	Cost	Gains	Losses	Value
Investment securities								
Debt securities								
U.S. Treasury	$ 1,774		$ 32	$ 1,742	$ 1			$ 1
U.S. Government agencies and corporations	11,747		690	11,057	10,227	$ 39	$32	10,234
State and municipal	364	$20	1	383	389	38		427
Other debt	1,785		36	1,749	810	3	4	809
Corporate stocks and other	301	1		302	245			245
Total	$15,971	$21	$759	$15,233	$11,672	$ 80	$36	$11,716
Securities available for sale								
Debt securities								
U.S. Treasury	$ 2,624	$ 1	$ 72	$ 2,553	$ 2,402	$ 2	$ 2	$ 2,402
U.S. Government agencies and corporations	3,931	2	91	3,842	8,023	114	16	8,121
State and municipal	2			2	2			2
Other debt	668	5	6	667	788	18	4	802
Corporate stocks and other	154	25	7	172	36	25		61
Total	$ 7,379	$33	$176	$ 7,236	$11,251	$159	$22	$11,388

</TABLE>

Capital

The current economic and regulatory environment has placed an increased emphasis on capital strength. Acquisition capability, funding alternatives, new business activities, deposit insurance costs, and the level and nature of expanded regulatory oversight depend in large part on a banking institution's capital classification. At June 30, 1994, the capital position of each bank affiliate was classified as well capitalized.

RISK-BASED CAPITAL AND LEVERAGE RATIOS

Dollars in millions, except ratios	June 30 1994	December 31 1993
CAPITAL COMPONENTS		
Shareholders' equity	$ 4,349	$ 4,325
Goodwill	(352)	(85)
Net unrealized securities (gains) losses	154	(88)
Total Tier I risk-based capital	4,151	4,152
Subordinated debt	583	554
Eligible allowance for credit losses	753	547
Total risk-based capital	$ 5,487	$ 5,253
ASSETS		
Risk-weighted assets and off-balance-sheet instruments	$46,173	$43,380
Average tangible assets	59,378	52,923
CAPITAL RATIOS		
Tier I risk-based capital	8.99%	9.57%
Total risk-based capital	11.88	12.11
Leverage	6.99	7.85

The minimum regulatory capital ratios are 4.00 percent for Tier I, 8.00 percent for total risk-based and 3.00 percent for leverage. However, regulators may require higher capital levels when a bank's particular circumstances warrant.

The leverage ratio declined during the first six months of 1994, as a result of completed purchase acquisitions. Capital ratios are expected to decline further by year-end 1994 as a result of the BlackRock transaction. The Corporation maintains its capital position primarily through its dividend policy and retained earnings. During the first six months of 1994, the Corporation retained capital of $243.6 million.

Second Quarter 1994 versus Second Quarter 1993

Net income for the second quarter of 1994 was $187.8 million, or $.79 per fully diluted common share, compared with $169.1 million, or $.71 per share, in the comparable quarter of 1993. Return on assets and return on common shareholders' equity were 1.26 percent and 17.70 percent, respectively, in the second quarter of 1994. The corresponding returns in 1993 were 1.35 percent and 17.59 percent.

On a fully taxable-equivalent basis, net interest income for the second quarter of 1994 was $501.4 million, an increase of $35.2 million, or 7.6 percent, from the comparable year-earlier period. The growth in net interest income was due to higher levels of average earning assets. The net interest margin narrowed 38 basis points in the comparison, primarily due to the PNC Mortgage acquisition, a reduced benefit of noninterest-bearing sources and a lower benefit of interest rate swaps.

The provision for credit losses was $25.0 million in the second quarter of 1994, compared with $53.8 million in the second quarter 1993. Continuing improvement in economic conditions combined with management's ongoing efforts to improve asset quality resulted in lower nonperforming assets and charge-offs, and a higher reserve coverage of nonperforming loans.

Excluding the results of securities transactions, noninterest income increased $40.5 million, or 21.6 percent, to $228.3 million during the second quarter of 1994. Investment management and trust totaled $73.5 million, an increase of 6.4 percent. Revenue growth from new trust business and mutual fund accounting and administrative services was partially offset by a decline in fees resulting from lower levels of managed assets. Service charges, fees and commissions totaled $92.2 million, an increase of 4.9 percent from the second quarter of 1993. The increase was primarily from growth in deposit and corporate services revenue. Mortgage banking income increased to $42.7 million, compared with $9.1 million in 1993 due to the PNC Mortgage acquisition.

Noninterest expense increased to $418.3 million, compared with $345.1 million a year ago, primarily due to acquisitions. Excluding acquisitions, noninterest expense increased less than one percent when compared with the second quarter of 1993.

Consolidated Balance Sheet

Dollars in millions, except par values	June 30 1994	December 31 1993
ASSETS		
Cash and due from banks	$ 1,989	$ 1,817
Short-term investments	672	856
Loans held for sale	804	1,392
Securities available for sale	7,236	11,388
Investment securities, fair value of $15,233 and $11,716	15,971	11,672
Loans, net of unearned income of $218 and $222	34,860	33,308
Allowance for credit losses	(1,036)	(972)
Net loans	33,824	32,336
Other	3,471	2,619
Total assets	$63,967	$62,080
LIABILITIES		
Deposits		
Noninterest-bearing	$ 6,257	$ 7,057
Interest-bearing	26,692	26,058
Total deposits	32,949	33,115
Borrowed funds		
Federal funds purchased	2,123	2,066
Repurchase agreements	4,547	4,995
Commercial paper	1,161	514
Other	5,571	4,087
Total borrowed funds	13,402	11,662
Notes and debentures	11,437	9,585

Accrued expenses and other liabilities	1,830	3,393
Total liabilities	59,618	57,755
SHAREHOLDERS' EQUITY		
Preferred stock--$1 par value		
Authorized: 17,628,760 and 17,663,791 shares		
Issued and outstanding: 948,202 and 983,233 shares		
Aggregate liquidation value: $20	1	1
Common stock--$5 par value		
Authorized: 450,000,000 shares		
Issued: 235,687,237 and 234,994,196 shares	1,179	1,175
Capital surplus	461	450
Retained earnings	2,958	2,715
Deferred ESOP benefit expense	(95)	(95)
Net unrealized securities gains (losses)	(154)	88
Common stock held in treasury at cost: 26,767 and 288,959 shares	(1)	(9)
Total shareholders' equity	4,349	4,325
Total liabilities and shareholders' equity	$63,967	$62,080

</TABLE>

See accompanying Notes to Consolidated Financial Statements.

<TABLE>

Consolidated Statement of Income

<CAPTION>

In thousands, except per share data	Three Months Ended June 30 1994	Three Months Ended June 30 1993	Six months ended June 30 1994	Six months ended June 30 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	(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
EARNINGS PER COMMON SHARE				
Primary before cumulative effect of changes in accounting principles	$.79	$ .71	$1.66	$1.50
Cumulative effect of changes in accounting principles				(.08)
Primary	$.79	$ .71	$1.66	$1.42
Fully diluted before cumulative effect of changes in accounting principles	$.79	$ .71	$1.65	$1.49
Cumulative effect of changes in accounting principles				(.08)
Fully diluted	$.79	$ .71	$1.65	

				$1.41
CASH DIVIDENDS DECLARED PER COMMON SHARE	$.32	$.285	$ .64	$ .57
AVERAGE COMMON SHARES OUTSTANDING				
Primary	237,241	236,561	236,974	236,241
Fully diluted	239,086	238,751	238,887	238,545

</TABLE>

See accompanying Notes to Consolidated Financial Statements.

<TABLE>

Consolidated Statement of Cash Flows

<CAPTION>

Six months ended June 30 In millions	1994	1993
OPERATING ACTIVITIES		
Net income	$ 394	$ 337
Adjustments to reconcile net income to net cash provided by operating activities		
Cumulative effect of changes in accounting principles		19
Provision for credit losses	50	115
Depreciation, amortization and accretion	126	94
Deferred income taxes	(3)	(10)
Net securities gains	(30)	(112)
Net gain on sales of assets	(54)	(5)
Valuation adjustments on foreclosed assets, net of gains on sales	(11)	(5)
Change in		
Loans held for sale	642	(177)
Trading account securities	(71)	(81)
Other	(240)	28
Net cash provided by operating activities	803	203
INVESTING ACTIVITIES		
Net change in loans	(600)	415
Repayment		
Securities available for sale	1,630	614
Investment securities	1,867	2,914
Sales		
Securities available for sale	7,325	10,666
Investment securities	34	11
Loans	561	51
Foreclosed assets	54	56
Purchases		
Securities available for sale	(7,329)	(9,757)

Investment securities	(4,922)	(6,110)
Loans	(17)	(226)
Net cash paid for acquisitions	(462)	
Other	392	733
Net cash used by investing activities	(1,467)	(633)
FINANCING ACTIVITIES		
Net change in		
Noninterest-bearing deposits	(1,128)	282
Interest-bearing deposits	(1,396)	(1,241)
Federal funds purchased	53	(849)
Sale/issuance		
Repurchase agreements	72,192	97,276
Commercial paper	2,152	3,804
Other borrowed funds	50,964	17,914
Notes and debentures	3,948	2,556
Common stock	20	27
Redemption/maturity		
Repurchase agreements	(72,640)	(95,960)
Commercial paper	(1,504)	(4,209)
Other borrowed funds	(49,477)	(18,676)
Notes and debentures	(2,190)	(118)
Acquisition of treasury stock	(6)	(6)
Cash dividends paid to shareholders	(152)	(134)
Net cash provided by financing activities	836	666
INCREASE IN CASH AND DUE FROM BANKS	172	236
Cash and due from banks at beginning of year	1,817	2,117
Cash and due from banks at end of period	$ 1,989	$ 2,353

</TABLE>

See accompanying Notes to Consolidated Financial Statements.

Notes to Consolidated Financial Statements

Basis of Financial Statement Presentation

The unaudited consolidated interim financial statements have been prepared in accordance with generally accepted accounting principles and include the accounts of PNC Bank Corp. and its subsidiaries ("Corporation"), substantially all of which are wholly owned. In the opinion of management, the financial statements reflect all adjustments, which are of a normal recurring nature, necessary for a fair statement of the results for the interim periods presented.

In preparing the unaudited consolidated interim financial statements, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities as of the date of the balance sheet and revenues and expenses for the period. Actual results could differ from such estimates.

The notes included herein should be read in conjunction with the audited consolidated financial statements included in the 1993 Annual Report.

Reclassifications

Certain prior period amounts have been reclassified to conform to reporting classifications utilized for the current reporting period. These reclassifications did not impact the Corporation's financial condition or results of operations.

Earnings per Common Share

Primary earnings per common share is calculated by dividing net income adjusted for preferred stock dividends declared by the sum of the weighted average number of shares of common stock outstanding and the number of shares of common stock which would be issued assuming the exercise of stock options during each period. Fully diluted earnings per common share is based on net income adjusted for interest expense, net of tax, on outstanding convertible debentures and dividends declared on nonconvertible preferred stock. The weighted average number of shares of common stock outstanding is increased by the assumed conversion of outstanding convertible preferred stock and convertible debentures from the beginning of the year and the number of shares of common stock which would be issued assuming the exercise of stock options. Adjustments to net income and the weighted average number of shares of common stock outstanding are made only when such adjustments dilute earnings per common share.

Changes in Accounting Principles

SECURITIES Effective December 31, 1993, the Corporation adopted Statement of Financial Accounting Standards ("SFAS") No. 115, "Accounting for Certain Investments in Debt and Equity Securities." Securities are classified as investments and carried at amortized cost if management has the positive intent and ability to hold the securities to maturity. Securities purchased with the intention of recognizing short-term profits are placed in the trading account and are carried at market value. Securities not classified as investments or trading are designated as securities available for sale and carried at fair value with unrealized gains and losses reflected in shareholders' equity. Prior to the adoption of SFAS No. 115, securities available for sale were carried at the lower of cost or fair value.

INCOME TAXES Effective January 1, 1993, the Corporation adopted SFAS No. 109, "Accounting for Income Taxes," which requires the use of the liability method to account for deferred income taxes. Under this method, deferred tax assets and liabilities are determined based on differences between financial reporting and tax bases of assets and liabilities and are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. Previously, deferred income taxes were accounted for using the deferred method.

The cumulative effect of the change decreased net income in 1993 by $9.0 million or $.04 per fully diluted share.

INTANGIBLE ASSETS Effective January 1, 1993, the Corporation changed its method of accounting for certain identifiable intangible assets, consisting primarily of purchased mortgage servicing rights. Such assets are

accounted for at the lower of amortized cost or the estimated value of future net revenues on a disaggregated basis. The estimated value of these assets is determined by discounting the related expected future net cash flows at a rate no less than the original discount rate. Previously, cash flows were not discounted for this purpose.

The cumulative effect of the change decreased net income in 1993 by $10.4 million or $.04 per fully diluted share.

Mergers and Acquisitions

On November 30, 1993, the Corporation consummated its acquisition of PNC Mortgage (formerly Sears Mortgage Banking Group) for $328 million in cash. The purchase price is subject to certain post-closing adjustments. The transaction was recorded under the purchase method of accounting and the total assets of PNC Mortgage were $7.6 billion at closing.

During the first six months of 1994, the Corporation completed the purchase of United Federal Bancorp, Inc., State College, Pennsylvania, and First Eastern Corp., Wilkes-Barre, Pennsylvania, for a total of $486 million in cash. The combined assets and deposits totaled $2.8 billion and $2.4 billion, respectively, at closing. The Corporation also completed the acquisition of a $10-billion residential mortgage servicing portfolio from the Associates Corporation of North America for $117 million in cash.

During the second quarter of 1994, the Corporation entered into a definitive agreement to acquire BlackRock Financial Management, L.P., a New York-based fixed-income investment management firm with approximately $23 billion in assets under management. The purchase price will approximate $240 million in cash and notes. This transaction is expected to close in the fourth quarter of 1994, pending regulatory and other approvals.

Subsequent to June 30, 1994, the Corporation announced agreements to acquire Brentwood Financial Corporation, Cincinnati, Ohio, and Indian River Federal Savings Bank, Vero Beach, Florida. The aggregate purchase price approximates $33 million in cash. The combined assets and deposits totaled approximately $175 million and $141 million, respectively, at June 30, 1994. These transactions are expected to close in the fourth quarter of 1994, subject to regulatory and shareholder approvals.

Cash Flows

During the first six months of 1994 and 1993, interest paid on deposits and other contractual debt obligations totaled $816.5 million and $558.4 million, respectively, and income taxes paid were $258.8 million and $199.6 million, respectively.

Noncash investing activities consisted of transfers of securities available for sale to investment securities totaling $2.7 billion during the first six months of 1994 and transfers of loans to foreclosed assets aggregating $18.2 million in both 1994 and 1993. In connection with acquisitions completed during 1994, the Corporation acquired assets of $2.8 billion and assumed liabilities of $2.7 billion. The cash paid totaled $580 million and the Corporation received $128 million in cash and due from banks in connection with these acquisitions.

Allowance for Credit Losses

The following table presents changes in the allowance for credit losses:

<TABLE>
<CAPTION>

In millions	1994	1993
<S>	<C>	<C>
Balance at January 1	$972	$897
Charge-offs	(81)	(127)
Recoveries	30	32
Net charge-offs	(51)	(95)
Provision for credit losses	50	115
Acquisitions	65	
Balance at June 30	$1,036	$917

</TABLE>

Notes and Debentures

During the first six months of 1994, the Corporation issued $200 million of 7.75 percent, unsecured subordinated debentures due in 2004.

<TABLE>

Average Consolidated Balance Sheet and Net Interest Analysis

<CAPTION>

Taxable-equivalent basis	Six months ended June 30					
	1994			1993		
Average balances in millions, interest in thousands	Average Balances	Interest	Average Yields/Rates	Average Balances	Interest	Average Yields/Rates
<S>	<C>	<C>	<C>	<C>	<C>	<C>
ASSETS						
Interest-earning assets						
Short-term investments	$ 860	$ 19,886	4.66%	$ 424	$ 9,923	4.72%
Securities						
U.S. Treasury	3,844	91,511	4.80	2,708	64,726	4.82
U.S. Government agencies and corporations	15,363	454,198	5.91	14,878	479,317	

						6.44
State and municipal	374	19,349	10.34	536	25,482	9.51
Other debt	1,685	46,070	5.47	1,884	50,333	5.34
Corporate stocks and other	284	8,180	5.76	82	3,255	7.94
Total securities	21,550	619,308	5.75	20,088	623,113	6.21
Loans, net of unearned income						
Commercial	11,714	417,899	7.19	10,641	358,506	6.79
Real estate project	1,729	65,594	7.65	1,901	66,115	7.01
Real estate mortgage	9,018	308,794	6.85	3,960	172,611	8.72
Consumer	8,534	345,726	8.17	7,831	347,836	8.96
Other	1,283	38,785	6.07	866	28,120	6.51
Total loans, net of unearned income	32,278	1,176,798	7.34	25,199	973,188	7.78
Other interest-earning assets	937	30,973	6.62	322	8,170	5.12
Total interest-earning assets/interest income	55,625	1,846,965	6.67	46,033	1,614,394	7.04
Noninterest-earning assets						
Allowance for credit losses	(992)			(915)		
Cash and due from banks	2,128			1,949		
Other assets	2,536			1,912		
Total assets	$59,297			$48,979		
LIABILITIES AND SHAREHOLDERS' EQUITY						
Interest-bearing liabilities						
Interest-bearing deposits						
Demand	$ 3,378	14,659	.87	$ 3,042	12,853	.85
Savings	2,386	10,721	.91	2,253	13,281	1.19
Money market	6,494	69,676	2.16	5,656	56,527	2.02
Certificates of deposit of $100,000 or more	3,541	87,467	4.97	2,458	70,207	5.76
Other time	9,569	223,989	4.72	9,228	231,324	5.06
Deposits in foreign offices	555	11,004	4.00	237	3,521	3.00
Total interest-bearing deposits	25,923	417,516	3.25	22,874	387,713	3.42
Borrowed funds						
Federal funds purchased	2,539	46,760	3.71	1,635	24,877	3.08
Repurchase agreements	5,468	100,069	3.69	7,639	130,464	3.44
Commercial paper	714	13,776	3.89	841	13,924	3.34
Other	2,532	46,706	3.72	706	18,086	5.16
Total borrowed funds	11,253	207,311	3.72	10,821	187,351	3.49

Notes and debentures	10,589	214,971	4.07	5,163	109,628	4.28
Total interest-bearing liabilities/interest expense	47,765	839,798	3.54	38,858	684,692	3.55
Noninterest-bearing liabilities and shareholder's equity						
Demand and other noninterest-bearing deposits	6,073			5,216		
Accrued expenses and other liabilities	1,160			1,064		
Shareholders' equity	4,299			3,841		
Total liabilities and shareholders' equity	$59,297			$48,979		
Interest rate spread including interest rate swaps			3.13			3.49
Impact of noninterest-bearing liabilities			.50			.55
Net interest income/margin on earning assets		$1,007,167	3.63%		$929,702	4.04%

</TABLE>

Nonaccrual loans are included in loans, net of unearned income. The impact of interest rate swaps is included in the interest income/expense and average yields/ rates for commercial loans, real estate mortgages, U.S. Government agencies and corporations securities, demand, savings, money market, certificates of deposit of $100,000 or more, and other time deposits, and other borrowed funds.

<TABLE>

<CAPTION>

1994						1993		
Second Quarter			First Quarter			Second Quarter		
Average Balances	Interest	Average Yields/Rates	Average Balances	Interest	Average Yields/Rates	Average Balances	Interest	Average Yields/Rates
$ 855	$ 10,666	5.00%	$ 864	$ 9,220	4.32%	$ 412	$ 4,113	4.01%
4,244	51,997	4.91	3,439	39,514	4.66	3,149	36,468	4.65
15,206	229,640	6.04	15,520	224,558	5.79	14,626	233,683	6.39
369	9,566	10.36	379	9,783	10.33	524	12,408	9.47
1,746	24,823	5.69	1,625	21,247	5.23	2,803	35,532	5.07
294	3,996	5.44	275	4,184	6.10	82	2,233	10.89
21,859	320,022	5.86	21,238	299,286	5.65	21,184	320,324	6.05
12,075	213,853	7.10	11,349	204,046	7.29	10,705	179,705	6.73
1,736	33,767	7.80	1,723	31,827	7.49	1,876	32,205	6.89
8,981	156,806	6.98	9,055	151,988	6.71	3,892	82,997	8.53
8,617	175,131	8.15	8,450	170,595	8.19	7,858	172,999	8.83
1,122	19,448	6.94	1,446	19,337	5.38	853	13,506	6.34
32,531	599,005	7.38	32,023	577,793	7.29	25,184	481,412	7.66
817	13,705	6.71	1,057	17,268	6.54	295	5,115	6.92
56,062	943,398	6.74	55,182	903,567	6.59	47,075	810,964	6.90

(997)			(986)			(920)		
2,029			2,228			2,046		
2,531			2,542			1,951		
$59,625			$58,966			$50,152		
$ 3,380	8,644	.99	$ 3,377	6,315	.76	$ 3,074	5,808	.76
2,381	6,851	1.15	2,391	3,870	.66	2,267	6,105	1.08
6,495	37,421	2.31	6,493	32,255	2.01	5,612	27,352	1.95
3,302	41,298	5.01	3,782	46,169	4.94	2,325	33,498	5.78
9,686	114,466	4.74	9,450	109,523	4.70	9,187	114,022	4.98
884	9,132	4.14	223	1,872	3.41	247	1,751	2.84
26,128	217,812	3.34	25,716	200,004	3.15	22,712	188,536	3.33
2,821	28,434	4.04	2,254	18,326	3.30	1,756	13,160	3.01
4,879	48,241	3.97	6,065	51,828	3.47	8,304	70,804	3.42
925	9,681	4.20	500	4,095	3.32	626	5,166	3.31
2,342	24,218	4.15	2,724	22,488	3.21	799	9,697	4.87
10,967	110,574	4.04	11,543	96,737	3.37	11,485	98,827	3.45
11,030	113,949	4.14	10,142	101,022	4.04	5,578	57,467	4.13
48,125	442,335	3.68	47,401	397,763	3.39	39,775	344,830	3.48
6,124			6,021			5,379		
1,108			1,214			1,129		
4,268			4,330			3,869		
$59,625			$58,966			$50,152		
		3.06			3.20			3.42
		.52			.48			.54
	$501,063	3.58%		$505,804	3.68%		$466,134	3.96%

</TABLE>

Corporate Information

Stock Listing

PNC Bank Corp.'s common stock is traded on the New York Stock Exchange (NYSE) under the symbol PNC.

Registrar and Transfer Agent

Chemical Bank
J.A.F. Building P.O. Box 3068
New York, New York 10116-3068
800-982-7652

Inquiries

Individual shareholders should contact:
The PNC Bank Hotline at 800-982-7652 or
Shareholder Relations at 800-843-2206.

Analysts and institutional investors should contact:
William H. Callihan, Vice President,
Investor Relations at 412-762-8257.

News media representatives and others seeking
general information should contact:
Jonathan Williams, Vice President,

Media Relations at 412-762-4550.

Form 10-Q:
PNC Bank Corp.'s Quarterly Report on Form 10-Q is filed with the Securities and Exchange Commission. This report, excluding exhibits, may be obtained without charge by writing to Samuel R. Patterson, Senior Vice President, Financial Reporting, at corporate headquarters.

Corporate Headquarters

PNC Bank Corp.
One PNC Plaza
Fifth Avenue and Wood Street
Pittsburgh, Pennsylvania 15265

Stock Prices/Dividends Declared

The table below sets forth by quarter the range of high and low sale prices for PNC Bank Corp.'s common stock and cash dividends declared per common share.

	Daily Sale Prices		Cash Dividends
	High	Low	Declared
1994 QUARTER			
FIRST	$29.875	$25.250	$ .320
SECOND	31.625	26.125	.320
TOTAL			$ .640
1993 Quarter			
First	$35.000	$27.000	$ .285
Second	36.125	29.750	.285
Third	32.750	28.500	.285
Fourth	31.125	27.625	.320
Total			$1.175

Dividend Reinvestment and
Stock Purchase Plan

PNC Bank Corp.'s dividend reinvestment and stock purchase plan enables holders of common and preferred stock to purchase additional shares of common stock conveniently and without paying brokerage commissions or service charges. A prospectus and enrollment card may be obtained by writing to Shareholder Relations at corporate headquarters.

EXHIBIT 99.2

SUMMARY OF VOTES CAST

On the record date for the 1994 annual meeting of shareholders of PNC Bank Corp., the following shares of common stock and preferred stock (with the indicated voting rights) were outstanding and entitled to vote:

<TABLE>
<CAPTION>

Description	Voting Rights	Number of Shares Outstanding	Voting Power
<S>	<C>	<C>	<C>
Common Stock	One vote per share	234,789,558	234,789,558
Series A - $1.80 Cumulative Convertible Preferred Stock	Eight votes per share	20,490	163,920
Series B - $1.80 Cumulative Convertible Preferred Stock	Eight votes per share	9,297	74,376
Series C - $1.80 Cumulative Convertible Preferred Stock	Four votes per 2.4 shares	423,761	706,268*
Series D - $1.80 Cumulative Convertible Preferred Stock	Four votes per 2.4 shares	522,650	871,083*
Total Preferred Stock		976,198	1,815,647*

<FN>

*Greatest number possible; actual voting power is slightly less due to fractional shares. Each holder of preferred stock is entitled to a number of votes equal to the number of FULL shares of common stock into which such holder's preferred stock is convertible.
</TABLE>

The results of the shareholder vote are set forth below:

1) ELECTION OF DIRECTORS

<TABLE>
<CAPTION>

Nominees	Affirmative Votes	Negative/ Withheld Votes
<S>	<C>	<C>
Robert N. Clay	179,656,826	2,864,370
William G. Copeland	179,665,061	2,856,135
George A. Davidson, Jr.	179,760,708	2,760,488
C. G. Grefenstette	179,725,751	2,795,445
W. Craig McClelland	179,717,056	2,804,140
Thomas Marshall	179,674,467	2,846,729
Donald I. Moritz	179,690,585	2,830,611
Thomas H. O'Brien	179,673,425	2,847,771
Jackson H. Randolph	179,751,003	2,770,193
James E. Rohr	179,716,440	2,804,756
Roderic H. Ross	179,716,074	2,805,122
Vincent A. Sarni	179,221,343	3,299,853
Richard P. Simmons	179,739,011	2,782,185
Thomas J. Usher	179,602,770	2,918,426
Helge H. Wehmeier	179,634,963	2,886,233

</TABLE>

2) PROPOSAL TO APPROVE THE PNC BANK CORP. 1994 ANNUAL INCENTIVE AWARD PLAN

<TABLE>
<CAPTION>

Description	Affirmative Votes	Negative Votes	Abstentions
<S>	<C>	<C>	<C>

Common Stock	168,991,947	10,991,275	1,580,381
Preferred Stock-Series A	66,256	2,832	1,824
Preferred Stock-Series B	26,248	--	--
Preferred Stock-Series C	345,288	27,032	9,228
Preferred Stock-Series D	426,040	40,898	11,717
Totals	169,855,779	11,062,037	1,603,150

</TABLE>