

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

JULY 15, 1996

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED)

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

COMMISSION FILE NUMBER 1-9718

PENNSYLVANIA
(State or other jurisdiction of
incorporation or organization)

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

ONE PNC PLAZA
249 FIFTH AVENUE
PITTSBURGH, PENNSYLVANIA 15222-2707
(Address of principal executive offices)
(Zip Code)

(412) 762-1553
(Registrant's telephone number, including area code)

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

ITEM 5. OTHER EVENTS

1996 Second Quarter Financial Results

On July 15, 1996, PNC Bank Corp. ("Corporation") reported results of operations for the three months and six months ended June 30, 1996. A copy of the earnings press release issued by the Corporation is attached as Exhibit 99 and incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

The exhibit listed on the Exhibit Index on page 3 of this Form 8-K is filed herewith.

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 17, 1996

By /s/ ROBERT L. HAUNSCHILD

Robert L. Haunschild
Senior Vice President and
Chief Financial Officer

2

EXHIBIT INDEX

99 Earnings press release issued by the Corporation on July 15, 1996, with respect to the results of operations for the three months and six months ended June 30, 1996, is filed herewith.

3

CONTACTS:

MEDIA:

- -----

Jonathan Williams
(412) 762-4550

INVESTORS:

- -----

William H. Callihan
(412) 762-8257

PNC BANK CORP. EARNINGS INCREASE 28 PERCENT

PITTSBURGH, July 15, 1996 -- PNC Bank Corp. (NYSE: PNC) today reported second quarter 1996 earnings increased 28% compared with the same period in 1995. Net income totaled \$248.1 million or \$0.72 per fully diluted share compared with \$194.0 million or \$0.56 per fully diluted share for the second quarter of 1995. Return on average assets and average common shareholders' equity improved to 1.38% and 17.33%, respectively, from 1.03% and 13.65% a year ago.

"Our second quarter earnings were generated by solid performance from our major businesses including growth in fee-based revenues led by asset management, brokerage and corporate finance. This quarter's strong results also reflect the benefits of previous actions taken to reposition our balance sheet," said Thomas H. O'Brien, chairman and chief executive officer. "In addition, we continue to be enthusiastic about the progress of the Midlantic integration and the value this combination is creating for our shareholders."

SECOND QUARTER HIGHLIGHTS

- o Net interest income increased 15.9% and net interest margin widened 66 basis points to 3.72% compared with the second quarter of 1995.
- o Noninterest income before securities gains increased 13.1% excluding the impact of alliances in credit card and merchant services.

-more-

PNC Bank Corp. Earnings Increase 28 Percent

Page 2

- o The efficiency ratio improved to 59.0% reflecting aggressive management of operating expenses.
- o Asset quality remained strong. Net charge-offs were 0.29% of average loans and consumer net charge-offs declined compared with the first quarter of 1996.
- o The integration of Midlantic's operations is proceeding on schedule and will be substantially completed by the end of the third quarter of 1996.

INCOME STATEMENT REVIEW

Taxable-equivalent net interest income for the second quarter of 1996 increased \$85.2 million to \$619.9 million and net interest margin widened to 3.72% compared with \$534.7 million and 3.06%, respectively, in the year-earlier period. The increase in net interest income was due to loan growth, the Chemical Bank, New Jersey acquisition and the balance sheet repositioning. The improvement in net interest margin is primarily due to a higher proportion of loans to earning assets and an increase in lower-cost consumer deposits relative to total sources of funds.

Noninterest income increased 7.4% to \$336.6 million for the second quarter of 1996 compared with the year-earlier period. Excluding the impact of alliances in credit card and merchant services, noninterest income before securities gains increased 13.1%.

Asset management and trust revenue increased \$15.4 million or 14.1% due to growth in mutual fund and personal trust services and an increase in the value of assets under administration. Discretionary assets totaled \$104.5 billion at June 30, 1996 compared with \$89.3 billion a year ago.

Service fees increased 12.2% to \$133.6 million. Deposit fees increased \$14.1 million primarily due to growth in treasury management revenue and acquisitions. Brokerage and corporate finance fees increased 48.8% and 23.7%, respectively. Credit card and merchant services declined \$11.0 million

in the quarter-to-quarter comparison as a result of alliances with third parties for these businesses. Excluding this impact service fees increased 23.7%.

-more-

PNC Bank Corp. Earnings Increase 28 Percent

Page 3

Mortgage banking revenue declined in the comparison primarily due to lower servicing sales and the impact of an increasingly competitive market for mortgage originations. Mortgage originations totaled \$1.6 billion in the second quarter of 1996 and, at June 30, 1996, the corporation serviced \$40.6 billion of mortgages, including \$28.1 billion serviced for others. Other noninterest income increased \$12.6 million to \$38.8 million, primarily due to higher venture capital income.

Noninterest expense increased 4.0% compared with the second quarter of 1995 due to acquisitions, investments in alternative delivery capabilities and incentive compensation related to higher levels of fee-based revenue. The increases were partially offset by lower Federal deposit insurance premiums. Excluding acquisitions, noninterest expense declined slightly in the comparison. The efficiency ratio improved to 59.0% for the second quarter of 1996 compared with 64.0% a year ago.

BALANCE SHEET REVIEW

Average earning assets declined \$3.1 billion to \$66.4 billion compared to the second quarter of 1995. The decline results from the corporation's initiative to downsize the securities portfolio and reduce associated wholesale funding. Average securities declined \$8.4 billion to \$14.7 billion which represents 22.2% of average earning assets compared with 33.3% a year ago.

Average loans increased \$4.4 billion to \$49.2 billion, representing 74.1% of average earning assets compared with 64.4% a year ago. Excluding acquisitions, average loans increased 5.0% in the comparison. Consumer loan growth was tempered by competitive pricing pressures and the corporation's assessment of national asset quality trends in consumer lending.

Average deposits increased \$1.0 billion to \$45.4 billion for the second quarter of 1996. Higher levels of retail deposits from acquisitions were partially offset by lower wholesale liabilities. Excluding acquisitions and wholesale deposits, average deposits increased 1.3% in the comparison. Average deposits represented 62.6% of total sources of funds in the second quarter of 1996 compared with 58.9% a year ago.

-more-

PNC Bank Corp. Earnings Increase 28 Percent

Page 4

The corporation's asset quality remained strong during the second quarter of 1996. The allowance for credit losses was \$1.2 billion at June 30, 1996, representing 312% of nonperforming loans compared with 273% at June 30, 1995. Net charge-offs were \$36 million, or 0.29% of average loans in the second quarter of 1996 compared with \$26 million and 0.23%, respectively, a year ago. Consumer net charge-offs were 0.79% compared with 0.90% in the first quarter of 1996 and 0.52% a year ago. Nonperforming assets declined to \$509 million at June 30, 1996, compared with \$673 million at the end of the second quarter 1995. The ratio of nonperforming assets to total loans and foreclosed assets was 1.03% at June 30, 1996 and 1.47% at June 30, 1995.

Shareholders' equity totaled \$5.8 billion or \$17.07 per common share at June 30, 1996. The leverage capital ratio was 6.96%, and Tier I and total risk-based capital ratios are estimated to be 8.5% and 12.0%, respectively. During the second quarter of 1996, approximately 1.6 million common shares were repurchased as part of a systematic program for employee benefit and dividend reinvestment plans.

YEAR-TO-DATE RESULTS

Net income for the first six months of 1996 totaled \$486.4 million or \$1.41 per fully diluted share compared with \$373.5 million or \$1.08 per fully diluted share for the first six months of 1995. Return on average assets and average common shareholders' equity were 1.36% and 16.99%, respectively, compared with 1.00% and 13.24%, respectively, for the first six months of 1995.

PNC Bank Corp., headquartered in Pittsburgh, is one of the largest financial services organizations in the United States, with banking subsidiaries in Pennsylvania, New Jersey, Delaware, Ohio, Kentucky, Indiana, Massachusetts, and Florida. Its major businesses include consumer banking, corporate banking, mortgage banking, real estate banking and asset management.

-more-

PNC BANK CORP. AND SUBSIDIARIES
Consolidated Financial Highlights

Page 5

		Three months ended		Six
months ended		June 30		
June 30				
		1996	1995	
<S>		<C>	<C>	<C>
<C>				
FINANCIAL PERFORMANCE (Dollars in thousands, except per share data)				
Net interest income (taxable-equivalent basis)		\$619,926	\$534,741	\$1,236,034
\$1,085,877				
Net income		248,050	193,953	
486,370 373,500				
Fully diluted earnings per common share		.72	.56	1.41
1.08				
Return on average total assets		1.38%	1.03%	
1.36% 1.00%				
Return on average common shareholders' equity		17.33	13.65	16.99
13.24				
Net interest margin		3.72	3.06	
3.72 3.12				
After-tax profit margin		25.93	22.87	
25.68 22.17				
Efficiency ratio		59.00	63.99	
59.65 65.06				
AVERAGE BALANCES (In millions)				
Assets		\$72,440	\$75,343	
\$72,087 \$75,092				
Earning assets		66,356	69,495	
66,030 69,490				
Loans, net of unearned income		49,191	44,765	48,908
44,240				
Securities		14,740	23,137	
14,779 23,558				
Deposits		45,379	44,365	
45,465 44,018				
Shareholders' equity		5,767	5,727	
5,766 5,719				

</TABLE>

		June 30	March 31	December
As of or for the three months ended		1996	1996	1995
1995				
<S>		<C>	<C>	<C>
<C>				
PERIOD-END BALANCES (In millions)				
Assets		\$71,961	\$72,668	
\$73,404 \$76,519				
Earning assets		65,234	66,041	
66,772 69,623				
Loans, net of unearned income		49,223	48,800	48,653
45,491				
Securities		14,107	14,692	
15,839 22,397				
Deposits		44,852	45,621	
46,899 46,177				
Shareholders' equity		5,832	5,786	
5,768 5,793				

SELECTED RATIOS
Capital ratios

Leverage	6.96%	6.90%	
6.37% 6.79%			
Common shareholders' equity to assets	8.08	7.94	7.83
7.55			
Average common shareholders' equity to average assets	7.94	8.01	7.76
7.51			
Asset quality ratios			
Net charge-offs to average loans	.29	.28	.45
.23			
Nonperforming loans to loans	.77	.76	.74
1.05			
Nonperforming assets to loans and foreclosed assets	1.03	1.10	1.10
1.47			
Nonperforming assets to total assets	.71	.74	.73
.88			
Allowance for credit losses to loans	2.42	2.51	2.59
2.86			
Allowance for credit losses to nonperforming loans	312.19	328.88	351.68
272.54			
Book value per common share			
As reported	\$17.07	\$16.88	
\$16.87 \$17.24			
Excluding net unrealized securities gains/losses	17.49	17.16	16.79
17.35			
-			
-			

</TABLE>

-more-

PNC BANK CORP. AND SUBSIDIARIES
Consolidated Statement of Income

Page 6

<TABLE>			
<CAPTION>			
months ended	Three months ended	Six	
June 30	June 30		
-----	-----	-----	-----
In thousands, except per share data	1996	1995	1996
1995			
-			

<S>	<C>	<C>	<C>
<C>			
INTEREST INCOME			
Loans and fees on loans	\$971,829	\$927,370	\$1,952,665
\$1,814,791			
Securities	232,251	337,595	
469,693 682,999			
Other	39,062	29,678	
76,122 58,130			
-----	-----	-----	-----
Total interest income	1,243,142	1,294,643	2,498,480
2,555,920			
INTEREST EXPENSE			
Deposits	351,891	390,754	
722,874 748,475			
Borrowed funds	107,702	226,279	220,159
437,246			
Notes and debentures	172,769	154,788	337,810
308,097			
-----	-----	-----	-----
Total interest expense	632,362	771,821	1,280,843
1,493,818			
-----	-----	-----	-----
Net interest income	610,780	522,822	1,217,637
1,062,102			
Provision for credit losses		1,500	
3,000			
-----	-----	-----	-----
Net interest income less provision for credit losses	610,780	521,322	1,217,637
1,059,102			
NONINTEREST INCOME			
Asset management and trust	124,515	109,151	245,392
199,519			

Service fees		133,598	119,091	
263,867	240,563			
Mortgage banking		35,758	50,858	
71,740	95,581			
Net securities gains		3,904	7,966	
6,847	9,220			
Other		38,810	26,184	
70,301	53,924			

Total noninterest income		336,585	313,250	658,147
598,807				
NONINTEREST EXPENSE				
Staff expense		284,281	265,415	562,938
528,816				
Net occupancy and equipment		92,182	84,537	185,465
171,271				
Intangible asset and MSR amortization		28,062	23,855	51,726
47,190				
Federal deposit insurance		3,435	24,217	
6,625	48,537			
Other		156,362	144,639	
323,214	300,200			

Total noninterest expense		564,322	542,663	1,129,968
1,096,014				

Income before income taxes		383,043	291,909	745,816
561,895				
Applicable income taxes		134,993	97,956	259,446
188,395				

Net income		\$248,050	\$193,953	
\$486,370	\$373,500			

EARNINGS PER COMMON SHARE				
Primary		\$.72	\$.57	
\$1.42	\$1.09			
Fully diluted		.72	.56	
1.41	1.08			
CASH DIVIDENDS DECLARED PER COMMON SHARE				
.70		.35	.35	.70
AVERAGE COMMON SHARES OUTSTANDING				
Primary		343,022	337,458	
342,949	339,608			
Fully diluted		347,343	342,479	347,306
345,057				

</TABLE>

-more-

Page 7

PNC BANK CORP. AND SUBSIDIARIES
Details of Net Interest Income

<TABLE>
<CAPTION>

months ended		Three months ended	Six
Taxable-equivalent basis		June 30	
June 30			

In thousands		1996	1995
1996	1995		

<S>		<C>	<C>
<C>			
Interest income/expense before hedging activities			
Interest income		\$1,224,852	\$1,314,090
\$2,461,129	\$2,592,922		
Loan fees		20,828	21,354
45,285	40,943		
Taxable-equivalent adjustment		9,146	11,919

18,397	23,775			

Total interest income		1,254,826	1,347,363	
2,524,811	2,657,640			
Interest expense		632,229	762,064	
1,279,426	1,479,475			

Net interest income before hedging activities		622,597	585,299	
1,245,385	1,178,165			
Effect of hedging activities on				
Interest income		(2,538)	(40,801)	
(7,934)	(77,945)			
Interest expense		133	9,757	
1,417	14,343			

Total effect of hedging activities		(2,671)	(50,558)	
(9,351)	(92,288)			

Net interest income		\$619,926	\$534,741	
\$1,236,034	\$1,085,877			

</TABLE>				
<TABLE>				
<CAPTION>				
Three months ended				
Taxable-equivalent basis	June 30	March 31	December 31	September
30 June 30				
In thousands	1996	1996	1995	
1995 1995				

<S>	<C>	<C>	<C>	<C>
<C>				
Interest income/expense before hedging activities				
Interest income	\$1,224,852	\$1,236,277	\$1,318,461	
\$1,312,720 \$1,314,090				
Loan fees	20,828	24,457	17,965	
23,115 21,354				
Taxable-equivalent adjustment	9,146	9,251	11,077	
11,790 11,919				

Total interest income	1,254,826	1,269,985	1,347,503	
1,347,625 1,347,363				
Interest expense	632,229	647,197	739,819	
760,001 762,064				

Net interest income before hedging activities	622,597	622,788	607,684	
587,624 585,299				
Effect of hedging activities on				
Interest income	(2,538)	(5,396)	(36,424)	
(42,326) (40,801)				
Interest expense	133	1,284	7,435	
6,489 9,757				

Total effect of hedging activities	(2,671)	(6,680)	(43,859)	
(48,815) (50,558)				

Net interest income	\$619,926	\$616,108	\$563,825	
\$538,809 \$534,741				

June 30

Taxable-equivalent basis		1996	1995	
1996	1995			
<hr/>				
<hr/>				
<S>		<C>	<C>	<C>
<C>				
Rates earned/paid before hedging activities				
Book-basis yield on earning assets		7.37%	7.49%	
7.44%	7.46%			
Effect of loan fees		.12	.12	
.14	.12			
Taxable-equivalent adjustment		.06	.07	.06
.07				
<hr/>				
Taxable-equivalent yield on earning assets		7.55	7.68	7.64
7.65				
Rate on interest-bearing liabilities		4.59	5.09	4.67
5.03				
<hr/>				
Interest rate spread		2.96	2.59	
2.97	2.62			
Noninterest-bearing sources		.78	.77	.78
.76				
<hr/>				
Net interest margin before hedging activities		3.74	3.36	3.75
3.38				
Effect of hedging activities on				
Interest income		(.02)	(.23)	
(.03)	(.22)			
Interest expense			.07	
.04				
<hr/>				
Total effect of hedging activities		(.02)	(.30)	
(.03)	(.26)			
<hr/>				
Net interest margin		3.72%	3.06%	
3.72%	3.12%			

</TABLE>

<TABLE>				
<CAPTION>				
Three months ended		June 30	March 31	December 31
30	June 30			September
Taxable-equivalent basis		1996	1996	1995
1995	1995			
<hr/>				
<hr/>				
<S>		<C>	<C>	<C>
<C>				
Rates earned/paid before hedging activities				
Book-basis yield on earning assets		7.37%	7.51%	7.50%
7.49%	7.49%			
Effect of loan fees		.12	.15	.10
.13	.12			
Taxable-equivalent adjustment		.06	.06	.06
.07				.07
<hr/>				
Taxable-equivalent yield on earning assets		7.55	7.72	7.66
7.68				7.69
Rate on interest-bearing liabilities		4.59	4.74	4.98
5.09				5.11
<hr/>				
Interest rate spread		2.96	2.98	2.68
2.58	2.59			
Noninterest-bearing sources		.78	.79	.79
.77				
<hr/>				
Net interest margin before hedging activities		3.74	3.77	3.47
3.36				3.37
Effect of hedging activities on				
Interest income		(.02)	(.03)	(.20)

(.24)	(.23)		
Interest expense		.01	.05
.04	.07		

Total effect of hedging activities	(.02)	(.04)	(.25)
(.28)	(.30)		

Net interest margin	3.72%	3.73%	3.22%
3.09%	3.06%		

</TABLE>			

-more-

PNC BANK CORP. AND SUBSIDIARIES
Details of Noninterest Income

Page 9

<TABLE>
<CAPTION>

months ended	Three months ended		Six
June 30	June 30		

In thousands	1996	1995	1996
1995			

<S>	<C>	<C>	<C>
<C>			
Asset management and trust			
Asset management services	\$24,284	\$20,811	\$49,933
\$33,324			
Mutual fund services	45,671	39,325	89,657
71,174			
Trust	54,560	49,015	105,802
95,021			

Total asset management and trust	124,515	109,151	245,392
199,519			
Service fees			
Deposit	72,403	58,326	137,921
116,713			
Brokerage	15,344	10,311	28,986
19,653			
Consumer	14,370	11,839	27,828
24,165			
Corporate finance	16,106	13,021	29,521
25,405			
Credit card and merchant services	282	11,321	9,200
26,652			
Insurance	6,872	6,062	13,644
11,468			
Other	8,221	8,211	16,767
16,507			

Total service fees	133,598	119,091	263,867
240,563			
Mortgage banking			
Servicing	30,443	29,772	59,481
60,898			
Marketing	4,683	11,414	11,277
12,753			
Sale of servicing	632	9,672	982
21,930			

Total mortgage banking	35,758	50,858	71,740
95,581			
Net securities gains	3,904	7,966	6,847
9,220			
Other	38,810	26,184	70,301
53,924			

Total	\$336,585	\$313,250	\$658,147
\$598,807			

</TABLE>

<TABLE>				
<CAPTION>				
Three months ended	June 30	March 31	December 31	September 30
June 30				
In thousands	1996	1996	1995	1995
1995				
<S>				
<C>				
Asset management and trust				
Asset management services	\$24,284	\$25,649	\$18,890	\$20,814
\$20,811				
Mutual fund services	45,671	43,986	42,349	40,829
39,325				
Trust	54,560	51,242	50,285	47,474
49,015				
Total asset management and trust	124,515	120,877	111,524	109,117
109,151				
Service fees				
Deposit	72,403	65,518	62,843	60,722
58,326				
Brokerage	15,344	13,642	11,587	10,113
10,311				
Consumer	14,370	13,458	14,821	14,437
11,839				
Corporate finance	16,106	13,415	14,592	13,133
13,021				
Credit card and merchant services	282	8,918	10,888	9,649
11,321				
Insurance	6,872	6,772	6,599	6,764
6,062				
Other	8,221	8,546	9,473	8,465
8,211				
Total service fees	133,598	130,269	130,803	123,283
119,091				
Mortgage banking				
Servicing	30,443	29,038	28,488	30,215
29,772				
Marketing	4,683	6,594	9,893	10,649
11,414				
Sale of servicing	632	350	1,046	10,745
9,672				
Total mortgage banking	35,758	35,982	39,427	51,609
50,858				
Net securities gains (losses)	3,904	2,943	(288,958)	44
7,966				
Other	38,810	31,491	30,490	54,273
26,184				
Total	\$336,585	\$321,562	\$23,286	\$338,326
\$313,250				

</TABLE>

-more-

PNC BANK CORP. AND SUBSIDIARIES
Details of Noninterest Expense

Page 10

<TABLE>			
<CAPTION>			
months ended	Three months ended		Six
30	June 30		June

In thousands	1996	1995	1996
1995			

<hr/>			
<S>	<C>	<C>	<C>
<C>			
Compensation	\$234,542	\$213,879	\$462,775
\$422,572			
Employee benefits	49,739	51,536	100,163
106,244			
<hr/>			
Total staff expense	284,281	265,415	562,938
528,816			
Net occupancy	49,192	45,771	99,764
91,432			
Equipment	42,990	38,766	85,701
79,839			
Intangible asset and MSR amortization	28,062	23,855	51,726
47,190			
Taxes other than income	13,391	13,107	28,021
26,205			
Federal deposit insurance	3,435	24,217	6,625
48,537			
Other	142,971	131,532	295,193
273,995			
<hr/>			
Total	\$564,322	\$542,663	\$1,129,968
\$1,096,014			
<hr/>			
</TABLE>			

<TABLE>				
<CAPTION>				
Three months ended	June 30	March 31	December 31	September 30
June 30				
In thousands	1996	1996	1995	1995
1995				
<hr/>				
<S>	<C>	<C>	<C>	<C>
<C>				
Compensation	\$234,542	\$228,233	\$221,645	\$218,934
\$213,879				
Employee benefits	49,739	50,424	45,317	50,345
51,536				
<hr/>				
Total staff expense	284,281	278,657	266,962	269,279
265,415				
Net occupancy	49,192	50,572	42,424	46,542
45,771				
Equipment	42,990	42,711	45,639	40,188
38,766				
Intangible asset and MSR amortization	28,062	23,664	41,387	26,094
23,855				
Taxes other than income	13,391	14,630	13,796	12,856
13,107				
Federal deposit insurance	3,435	3,190	7,662	1,470
24,217				
Other	142,971	152,222	148,031	151,006
131,532				
<hr/>				
Total noninterest expense before special charges	564,322	565,646	565,901	547,435
542,663				
Special charges			259,926	
<hr/>				
Total	\$564,322	\$565,646	\$825,827	\$547,435
\$542,663				
<hr/>				
</TABLE>				

-more-

June 30		
Dollars in millions, except par values	1996	1995
1995		

<S>	<C>	<C>
<C>		
ASSETS		
Cash and due from banks	\$3,232	\$3,679
\$3,446		
Short-term investments	841	1,611
950		
Loans held for sale	1,053	659
773		
Securities available for sale	14,107	15,839
3,261		
Investment securities, fair value of \$18,935		
19,136		
Loans, net of unearned income of \$358, \$403 and \$393	49,223	48,653
45,491		
Allowance for credit losses	(1,189)	(1,259)
(1,300)		

Net loans	48,034	47,394
44,191		
Goodwill and other intangibles	1,004	997
756		
Mortgage servicing rights	323	268
280		
Other	3,367	2,957
3,726		

Total assets	\$71,961	\$73,404
\$76,519		

LIABILITIES		
Deposits		
Noninterest-bearing	\$10,245	\$10,707
\$9,458		
Interest-bearing	34,607	36,192
36,719		

Total deposits	44,852	46,899
46,177		
Borrowed funds		
Federal funds purchased	1,362	3,817
2,222		
Repurchase agreements	2,188	2,851
6,578		
Commercial paper	462	753
576		
Other	3,070	1,244
3,893		

Total borrowed funds	7,082	8,665
13,269		
Notes and debentures	12,243	10,398
9,368		
Other	1,952	1,674
1,912		

Total liabilities	66,129	67,636
70,726		

SHAREHOLDERS' EQUITY		
Preferred stock - \$1 par value		
Authorized: 17,492,925, 17,529,342 and 17,562,360 shares		
Issued and outstanding: 812,367, 848,784 and 881,802 shares	1	1
1		
Common stock - \$5 par value		
Authorized: 450,000,000 shares		
Issued: 340,634,415, 340,863,348 and 344,648,895 shares	1,711	1,704
1,723		
Capital surplus	571	545
698		
Retained earnings	3,817	3,571
3,717		
Deferred benefit expense	(77)	(79)

(83)		
Net unrealized securities gains (losses)	(141)	26
(37)		
Common stock held in treasury at cost: 1,630,612 and 9,724,594 shares	(50)	
(226)		

Total shareholders' equity	5,832	5,768
5,793		

Total liabilities and shareholders' equity	\$71,961	\$73,404
\$76,519		

</TABLE>

-more-

PNC BANK CORP. AND SUBSIDIARIES
Condensed Consolidated Average Balance Sheet

Page 12

<TABLE>
<CAPTION>

	Three months ended		Six
months ended	June 30		
June 30			

In millions	1996	1995	1996
1995			

<S>	<C>	<C>	<C>
<C>			
ASSETS			
Interest-earning assets			
Short-term investments	\$1,155	\$1,042	\$1,128
\$1,187			
Securities available for sale	14,740	3,754	14,779
3,978			
Investment securities		19,383	
19,580			
Loans, net of unearned income	49,191	44,765	48,908
44,240			
Other interest-earning assets	1,270	551	1,215
505			

Total interest-earning assets	66,356	69,495	66,030
69,490			
Other	6,084	5,848	6,057
5,602			

Total assets	\$72,440	\$75,343	\$72,087
\$75,092			

LIABILITIES			
Interest-bearing liabilities			
Deposits	\$35,383	\$35,407	\$35,627
\$35,182			
Borrowed funds	7,816	14,140	7,819
14,018			
Notes and debentures	11,904	9,586	11,487
9,848			

Total interest-bearing liabilities	55,103	59,133	54,933
59,048			
Noninterest-bearing deposits	9,996	8,958	9,838
8,836			
Other	1,574	1,525	1,550
1,489			

Total liabilities	66,673	69,616	66,321
69,373			
SHAREHOLDERS' EQUITY			
	5,767	5,727	5,766

5,719			

Total liabilities and shareholders' equity	\$72,440	\$75,343	\$72,087
\$75,092			

COMMON SHAREHOLDERS' EQUITY	\$5,750	\$5,660	\$5,749
\$5,651			

</TABLE>			

<TABLE>				
<CAPTION>				
Three months ended	June 30	March 31	December 31	September 30
June 30				
In millions	1996	1996	1995	
1995				
1995				

<S>				
<C>				
ASSETS				
Interest-earning assets				
Short-term investments	\$1,155	\$1,102	\$950	
\$815 \$1,042				
Securities available for sale	14,740	14,818	9,349	3,222
3,754				
Investment securities			10,101	
18,823 19,383				
Loans, net of unearned income				
Consumer	13,243	13,370	13,188	
11,822 11,603				
Residential mortgage	11,883	11,619	11,462	
11,066 10,629				
Commercial	17,190	16,806	16,590	
15,914 15,620				
Commercial real estate	4,831	4,885	5,029	
5,096 5,016				
Other	2,044	1,945	2,035	
1,748 1,897				

Total loans, net of unearned income	49,191	48,625	48,304	45,646
44,765				
Other interest-earning assets	1,270	1,160	977	952
551				

Total interest-earning assets	66,356	65,705	69,681	69,458
69,495				
Other	6,084	6,028	6,026	
5,808 5,848				

Total assets	\$72,440	\$71,733	\$75,707	\$75,266
\$75,343				

LIABILITIES				
Interest-bearing liabilities				
Deposits	\$35,383	\$35,872	\$36,577	\$35,945
\$35,407				
Borrowed funds	7,816	7,823	11,511	
14,016 14,140				
Notes and debentures	11,904	11,068	10,637	
8,829 9,586				

Total interest-bearing liabilities	55,103	54,763	58,725	58,790
59,133				
Noninterest-bearing deposits	9,996	9,681	9,639	9,132
8,958				
Other	1,574	1,525	1,450	
1,542 1,525				

Total liabilities	66,673	65,969	69,814	
69,464 69,616				
SHAREHOLDERS' EQUITY	5,767	5,764	5,893	
5,802 5,727				

-----	-----	-----	-----	-----
Total liabilities and shareholders' equity	\$72,440	\$71,733	\$75,707	\$75,266
\$75,343	-----	-----	-----	-----
-----	-----	-----	-----	-----
COMMON SHAREHOLDERS' EQUITY	\$5,750	\$5,747	\$5,875	\$5,784
\$5,660	-----	-----	-----	-----
-----	-----	-----	-----	-----
</TABLE>				

PNC BANK CORP. AND SUBSIDIARIES
Asset Quality Data

-more-

Page 13

<TABLE>					
<CAPTION>					
ALLOWANCE FOR CREDIT LOSSES					
Three months ended	June 30	March 31	December 31	September 30	June 30
March 31					
In millions	1996	1996	1995	1995	1995
1995	-----	-----	-----	-----	-----

<S>	<C>			<C>	<C>
<C>					
Beginning balance	\$1,225	\$1,259	\$1,285	\$1,300	\$1,318
\$1,352					
Charge-offs					
Consumer	(38)	(39)	(36)	(23)	(27)
(23)					
Commercial	(17)	(10)	(29)	(11)	(14)
(30)					
Other	(3)	(6)	(12)	(14)	(12)
(9)	-----	-----	-----	-----	-----

Total loans charged off	(58)	(55)	(77)	(48)	(53)
(62)					
Recoveries					
Consumer	12	9	9	10	12
10					
Commercial	6	9	8	14	14
13					
Other	4	3	5	7	1
3	-----	-----	-----	-----	-----

Total recoveries	22	21	22	31	27
26	-----	-----	-----	-----	-----

Net charge-offs	(36)	(34)	(55)	(17)	(26)
(36)					
Provision for credit losses			1	2	2
1					
Acquisitions			28		6
1	-----	-----	-----	-----	-----

Ending balance	\$1,189	\$1,225	\$1,259	\$1,285	\$1,300
\$1,318	-----	-----	-----	-----	-----

</TABLE>					

<TABLE>					
<CAPTION>					
NONPERFORMING ASSETS					
	June 30	March 31	December 31	September 30	
June 30					
In millions	1996	1996	1995	1995	
1995	-----	-----	-----	-----	-----

<S>	<C>	<C>	<C>	<C>	
<C>					
Nonaccrual loans					
Commercial	\$169	\$141	\$118	\$126	
\$148					
Commercial real estate					
Commercial mortgage	127	116	108	109	

113	Real estate project	30	40	45	89
103	Consumer	6	7	10	17
14	Residential mortgage	46	51	54	55
54					

	Total nonaccrual loans	378	355	335	396
432	Restructured loans	3	17	23	45
45					

	Total nonperforming loans	381	372	358	441
477	Foreclosed assets				
	Commercial real estate	85	98	105	115
119	Residential	21	26	24	25
26	Other	22	44	49	50
51					

	Total foreclosed assets	128	168	178	190
196					

	Total nonperforming assets	\$509	\$540	\$536	\$631
\$673					

</TABLE>					
<TABLE>					
<CAPTION>					
LOAN PORTFOLIO					
Period ended	June 30	March 31	December 31	September 30	
June 30					
In millions	1996	1996	1995	1995	
1995					

<S>					
<C>					
Consumer	\$13,178	\$13,566	\$13,539	\$11,954	
\$11,930					
Residential mortgage	12,139	11,620	11,689	11,444	
10,999					
Commercial	17,296	16,950	16,812	15,789	
16,010					
Commercial real estate					
Commercial mortgage	2,644	2,737	2,775	2,799	
2,838					
Real estate project	2,193	2,137	2,139	2,261	
2,233					
Other	2,131	2,170	2,102	2,044	
1,874					

	Total loans	49,581	49,180	49,056	46,291
45,884					
Unearned income	(358)	(380)	(403)	(390)	
(393)					

	Loans, net of unearned income	\$49,223	\$48,800	\$48,653	\$45,901
\$45,491					

</TABLE>					