BANK ONE CORP
Form 10-Q
August 12, 2002

BANK ONE CORPORATION
INDEX TO FINANCIAL REVIEW

FIVE QUARTER SUMMARY OF SELECTED FINANCIAL INFORMATION

BANK ONE CORPORATION and Subsidiaries

(In millions, except ratios and per share data)	Three Months Ended June 30 2002 (3)	March 31 2002 (3)	December 31 2001	Septembe
INCOME STATEMENT DATA				

Total revenue, net of interest expense	$ 4,274	$ 4,152	$ 4,207	$ 4
Net interest income--				
fully taxable-equivalent ("FTE") basis	2,078	2,235	2,273	2
Noninterest income	2,232	1,952	1,972	1
Provision for credit losses	607	665	765	
Noninterest expense	2,438	2,345	2,706	2
Income before cumulative effect of change				
in accounting principle	843	787	541	
Net income	843	787	541	
PER COMMON SHARE DATA				
Income before cumulative effect of change				
in accounting principle:				
Basic	$ 0.72	$ 0.67	$ 0.46	$
Diluted	0.71	0.67	0.46	
Net income:				
Basic	$ 0.72	$ 0.67	$ 0.46	$
Diluted	0.71	0.67	0.46	
Cash dividends declared	0.21	0.21	0.21	
Book value	18.37	17.81	17.33	1
BALANCE SHEET DATA - ENDING BALANCES				
Loans:				
Managed	$205,442	$209,519	$218,102	$222
Reported	147,728	152,126	156,733	164
Deposits	157,518	158,803	167,530	162
Long-term debt (1)	43,756	44,194	43,418	44
Total assets:				
Managed	306,140	297,998	306,304	310
Reported	270,343	262,947	268,954	270
Common stockholders' equity	21,563	20,913	20,226	20
Total stockholders' equity	21,563	20,913	20,226	20
CREDIT QUALITY RATIOS				
Net charge-offs to average loans-managed (2)	2.73%	2.82%	2.84%	
Allowance to period end loans	3.06	2.97	2.89	
Nonperforming assets to related assets	2.65	2.58	2.35	
FINANCIAL PERFORMANCE:				
Return on average assets	1.32%	1.21%	0.80%	
Return on average common equity	15.7	15.3	10.5	
Net interest margin:				
Managed	5.12	5.35	5.20	
Reported	3.69	3.91	3.84	
Efficiency ratio:				
Managed	47.6	46.6	53.5	
Reported	56.6	56.0	63.7	
Employees	73,579(4)	73,864(4)	73,519	75

FIVE QUARTER SUMMARY OF SELECTED FINANCIAL INFORMATION - CONTINUED
BANK ONE CORPORATION and Subsidiaries

Three Months Ended

(In millions, except ratios and per share data)	June 30 2002 (3)	March 31 2002 (3)	December 31 2001	Septe
CAPITAL RATIOS				
Risk-based capital:				
Tier 1	9.4%	9.0%	8.6%	
Total	13.0	12.7	12.2	
Tangible common equity/tangible managed assets	6.3	6.2	5.9	
COMMON STOCK DATA				
Average shares outstanding:				
Basic	1,174	1,170	1,166	
Diluted	1,184	1,179	1,174	
Stock price, quarter-end	$ 38.48	$ 41.78	$ 39.05	

(1) Includes trust preferred capital securities.
(2) Quarterly results include $1 million, $1 million, $14 million, $14 million and $24 million, respectively, of charge-offs which are not so classified in the Corporation's GAAP financials because they are part of a portfolio which has been accounted for as loans held at a discount. The inclusion of these amounts in charge-offs more accurately reflects the performance of the portfolio. In the Corporation's financial statements, these items result in a higher provision in excess of net charge-offs.
(3) Results include the effects of the consolidation of Paymentech, Inc. and Anexsys, LLC.
(4) Includes the addition of employees due to the consolidation of Paymentech and Anexsys.

FIVE QUARTER SUMMARY OF OTHER FINANCIAL DATA

The Corporation's consolidated operating financial results and ratios are as follows:

	Three Months Ended (2)			
(In millions, except ratios and per share data)	June 30 2002 (1)	March 31 2002 (1)	December 31 2001	S
Operating income	$ 803	$ 787	$ 765	
Operating earnings per share-diluted	$ 0.68	$ 0.67	$ 0.65	
Return on average assets	1.26%	1.21%	1.14%	
Return on average common equity	14.9	15.3	14.9	
Net interest margin:				
Managed	5.12	5.35	5.20	
Reported	3.69	3.91	3.84	
Efficiency ratio:				
Managed	48.9	46.6	46.5	
Reported	58.0	56.0	55.4	

(1) Results include the effects of the consolidation of Paymentech and Anexsys.
(2) These results and ratios exclude restructuring-related charges and reversals for all periods and June 30, 2001 excludes the cumulative effect

of a change in accounting principle.

SUMMARY OF OPERATING RESULTS

Operating income for BANK ONE CORPORATION and its subsidiaries ("Bank One" or the "Corporation") was $803 million, or $0.68 per diluted share, for the second quarter 2002 compared to $706 million, or $0.60 per diluted share, in the second quarter 2001, excluding restructuring reversals and the 2001 accounting change. Bank One reported 2002 second quarter net income of $843 million, or $0.71 per diluted share, including a $40 million after tax benefit from reversals of prior restructuring charges. This is compared to reported net income of $664 million, or $0.56 per diluted share, including a $44 million after tax charge for the cumulative effect of an accounting change in the prior year quarter.

For the first half of 2002, operating income totaled $1.6 billion, or $1.35 per diluted share, compared to $1.4 billion, or $1.18 per diluted share, in the prior year. Reported net income for the first half of 2002 was $1.6 billion, or $1.38 per diluted share, compared to $1.3 billion, or $1.14 per diluted share, a year ago.

Net interest income of $2.0 billion in the second quarter 2002 and $4.2 billion for the six months ended June 30, 2002 remained relatively unchanged when compared to the prior year periods. Decreases resulting from intentional reductions in certain segments of the loan portfolio and a decline in deposits of large commercial customers, were offset by increases in Retail core deposits and the benefit of lower interest rates which reduced the Corporation's funding costs.

Reported noninterest income increased $441 million in the second quarter and $786 million in the first six months of 2002 compared to the prior year periods. These increases are primarily due to the addition of the Wachovia credit card business in the third quarter of 2001, the consolidation of Paymentech beginning January 1, 2002, increased annuity and mutual fund sales, growth in the loan syndication and asset-backed finance businesses, and net gains on investment securities. Net investment securities gains were $97 million, which included a $261 million gain on sale of the interest in the GE Monogram joint venture, partially offset by net writedowns of $164 million in the investment securities and principal investments portfolios.

Total noninterest expense increased from the year-ago quarter and six months by $192 million and $301 million, respectively. These increases were primarily the result of the consolidations of Paymentech and Anexsys, $89 million in expenses for terminating and renegotiating certain vendor contracts, increased marketing expenditures, and general costs associated with the Corporation's conversion efforts. Salaries and employee benefits included $12 million of expense related to adopting the fair value method of accounting for stock-based compensation.

Provision for credit losses was $607 million for the second quarter and $1.3 billion for the first six months of 2002, compared to $540 million and $1.1 billion for 2001, respectively. Since the fourth quarter of 2001, the Corporation has experienced lower net charge-offs, resulting in a reduction of provision for credit losses in the current quarter. Lower credit card delinquencies also contributed to the recent provision reduction.

BALANCE SHEET ANALYSIS

The Corporation's loan portfolio was $147.7 billion at June 30, 2002 compared with $152.1 billion at March 31, 2002, a decrease of $4.4 billion. Retail loans totaled $66.3 billion at June 30, 2002 compared with $67.6 billion at March 31, 2002, a decrease of $1.3 billion due to the intentional reduction of certain segments of the auto lease and brokered home equity portfolios. Commercial banking loans totaled $64.9 billion at June 30, 2002 compared to $69.0 billion at March 31, 2002, a decrease of $4.2 billion, or 6%. Managed reductions of $2.5 billion and $1.4 billion in commercial and commercial real estate loans, respectively, reflect the conscious management of credit risk in the current economic environment. Credit Card loans totaled $9.1 billion at June 30, 2002 compared to $7.4 billion at March 31, 2002, an increase of $1.7 billion or 23%, reflecting renewed organic growth in the portfolio. During the quarter, 1.28 million accounts were opened, an increase of 36% compared to first quarter 2002.

At June 30, 2002 investment securities totaled $65.7 billion compared with $58.7 billion at March 31, 2002. This increase of $7.0 billion, or 12%, was driven by a $4.9 billion, or 20% increase in U.S. government agencies, and an increase of $3.1 billion, or 91%, in other debt securities, primarily asset-backed securities. Partially offsetting these increases was a decrease of $634 million, or 16% in equity securities and the previously mentioned writedowns in the investment securities and principal investments portfolios which management believes will help reduce the volatility of future earnings.

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Total deposits at June 30, 2002 were $157.5 billion compared to $158.8 billion at March 31, 2002 a decrease of $1.3 billion, or 1%. Demand deposits totaled $26.8 billion at June 30, 2002 compared to $29.1 billion at March 31, 2002 a decrease of $2.3 billion, or 8%. Time deposits totaled $34.7 billion at June 30, 2002 compared to $36.2 billion at March 31, 2002, a decrease of $1.6 billion, or 4%, primarily due to a decrease in lower yielding CDs. This decrease was partially offset by an increase of $1.2 billion, or 9%, in foreign office deposits.

Other short-term borrowings, which consists primarily of short-term bank notes, totaled $9.8 billion at June 30, 2002 compared to $5.5 billion at March 31, 2002 an increase of $4.3 billion, or 78%. Federal funds purchased and securities sold under repurchase agreements totaled $16.7 billion at June 30, 2002 compared to $15.2 billion at March 31, 2002 an increase of $1.6 billion, or 10%.

BUSINESS SEGMENT RESULTS AND OTHER DATA

The Corporation is managed on a line of business basis. The business segments' financial results presented reflects the current organization of the Corporation. For a detailed discussion of the various business activities of Bank One's business segments, see pages 27-40 of the Corporation's 2001 Annual Report.

The following table summarizes certain financial information by line of business for the periods indicated:

	Operating Income (Loss)	Average Manag

	(In millions)		(In billi
Three Months Ended June 30	2002	2001	2002
Retail	$ 348	$ 313	$ 70
Commercial Banking	144	197	94
Credit Card	296	193	70
Investment Management	115	83	9
Corporate	(100)	(80)	48
Total business segment operating income, net of tax	$ 803	$ 706	$ 291

	Operating Income (Loss) (In millions)		Average Manag (In billi
Six Months Ended June 30	2002	2001	2002
Retail	$ 691	$ 654	$ 72
Commercial Banking	287	393	97
Credit Card	535	341	71
Investment Management	229	165	8
Corporate	(152)	(168)	48
Total business segment operating income, net of tax	$ 1,590	$ 1,385	$ 296

The information provided in the line of business tables beginning with the caption entitled "Financial Performance" are included herein for analytical purposes only and are based on management information systems, assumptions and methodologies that are under continual review.

Retail

Retail provides a broad range of financial products and services, including deposits, investments, loans, insurance, and interactive banking to consumers and small business customers.

	Three Months Ended June 30				Six Months E	
			Change			
	2002	2001	Amount	%	2002	200
(Dollars in millions)						
Net interest income-FTE	$ 1,203	$ 1,219	$ (16)	(1)%	$ 2,458	$ 2,51
Banking fees and commissions (1)	113	111	2	2	231	23
Credit card revenue (2)	44	41	3	7	84	7
Service charges on deposits (3)	196	197	(1)	(1)	397	38
Trading (4)	(4)	-	(4)	N/M	(5)	
Other income	7	8	(1)	(13)	11	2
Noninterest income	356	357	(1)	-	718	71

Total revenue	1,559	1,576	(17)	(1)	3,176	3,23
Provision for credit losses	215	200	15	8	482	44
Salaries and employee benefits	358	381	(23)	(6)	722	74
Other expense	449	505	(56)	(11)	907	1,02
Noninterest expense	807	886	(79)	(9)	1,629	1,76
Pretax operating income-FTE	537	490	47	10	1,065	1,02
Tax expense and FTE adjustment	189	177	12	7	374	37
Operating income	$ 348	$ 313	$ 35	11	$ 691	$ 65
Restructuring-related charges (reversals), net of tax	(11)	(2)	(9)	N/M	(11)	(
Net income	$ 359	$ 315	$ 44	14	$ 702	$ 65

Retail - continued

	Three Months Ended June 30				Six Mont	
			Change			
	2002	2001	Amount	Percent	2002	2001
FINANCIAL PERFORMANCE:						
Return on equity (5)	23%	21%	2%		22%	22
Efficiency ratio (5)	52	56	(4)		51	55
Headcount--full-time	32,610	35,322	(2,712)	(8)%		
ENDING BALANCES (in billions):						
Small business commercial	$ 10.0	$ 9.8	$ 0.2	2		
Home equity	29.7	30.3	(0.6)	(2)		
Vehicles:						
Loans	13.6	14.1	(0.5)	(4)		
Leases	4.7	7.3	(2.6)	(36)		
Other personal	8.3	10.9	(2.6)	(24)		
Total loans	66.3	72.4	(6.1)	(8)		
Assets	69.6	76.1	(6.5)	(9)		
Demand deposits	26.2	24.1	2.1	9		
Savings	37.9	33.8	4.1	12		
Time	24.6	29.7	(5.1)	(17)		
Total deposits	88.7	87.6	1.1	1		
Equity	6.2	6.2	-	-		
AVERAGE BALANCES (in billions):						
Small business commercial	$ 10.0	$ 9.6	$ 0.4	4	$ 10.0	$ 9.4
Home equity	29.8	30.5	(0.7)	(2)	29.9	30.8

Vehicles:						
Loans	13.6	14.1	(0.5)	(4)	13.5	14.2
Leases	5.0	7.6	(2.6)	(34)	5.4	7.9
Other personal	8.4	10.9	(2.5)	(23)	9.2	11.1
Total loans	66.8	72.7	(5.9)	(8)	68.0	73.4
Assets	70.2	76.6	(6.4)	(8)	71.6	77.4
Demand deposits	25.9	23.8	2.1	9	25.5	23.8
Savings	37.8	33.5	4.3	13	37.5	33.0
Time	24.9	30.6	(5.7)	(19)	25.1	31.3
Total deposits	88.6	87.9	0.7	1	88.1	88.1
Equity	6.2	6.1	0.1	2	6.2	6.0
CREDIT QUALITY (in millions):						
Net charge-offs:						
Small business commercial	$ 23	$ 17	$ 6	35	$ 37	$ 27
Home equity	102	93	9	10	232	166
Vehicles:						
Loans (6)	42	52	(10)	(19)	108	112
Leases	15	20	(5)	(26)	45	49
Other personal	34	19	15	79	60	53
Total consumer (6)	193	184	9	5	445	380
Total net charge-offs (6)	216	201	15	7	482	407

Retail - continued

	Three Months Ended June 30				Six
			Change		
	2002	2001	Amount	Percent	2002
CREDIT QUALITY - continued (in millions):					
Net charge-off ratios:					
Small business commercial	0.92%	0.71%	0.21%		0.74%
Home equity	1.37	1.22	0.15		1.55
Vehicles:					
Loans (6)	1.24	1.47	(0.23)		1.60
Leases	1.20	1.07	0.13		1.67
Other personal	1.62	0.70	0.92		1.30
Total consumer (6)	1.36	1.17	0.19		1.53
Total net charge-offs (6)	1.29	1.11	0.18		1.42
Nonperforming assets:					
Small business commercial	$ 287	$ 245	$ 42	17%	

Consumer (7)	1,062	804	258	32	
Total nonperforming loans	1,349	1,049	300	29	
Other, including Other Real Estate Owned ("OREO")	168	69	99	N/M	
Total nonperforming assets	1,517	1,118	399	36	
Allowance for credit losses	$ 1,029	$ 938	$ 91	10	
Allowance to period-end loans	1.55%	1.30%	0.25%		
Allowance to nonperforming loans	76%	89%	(13)		
Nonperforming assets to related assets	2.28%	1.54%	0.74		
DISTRIBUTION:					
Number of banking centers	1,773	1,808	(35)	(2)	
Number of ATMs	4,956	5,703	(747)	(13)	
Number of on-line customers (in thousands)	1,269	1,035	234	23	
Number of households (in thousands)	7,102	7,499	(397)	(5)	
Number of business customers (in thousands)	488	530	(42)	(8)	
Number of debit cards issued (in thousands)	4,492	4,378	114	3	
INVESTMENTS:					
Investment sales volume (in millions)	$ 1,451	$ 1,141	$ 310	27	$ 2,828

N/M-Not meaningful.

(1) Banking fees and commissions include insurance fees, documentary fees, loan servicing fees, commitment fees, mutual fund commissions, syndicated management fees, leasing fees, safe deposit fees, official checks fees, ATM interchange and miscellaneous other fee revenue.

(2) Credit card revenue includes credit card fees, merchant fees and interchange fees.

(3) Service charges on deposits include service charges on deposits, deficient balance fees, non-sufficient funds/overdraft fees and waived fees.

(4) Trading includes trading and foreign exchange.

(5) Ratios are based on operating income.

(6) Second quarter 2002 and 2001 results include $1 million and $24 million, respectively, of charge-offs which are not so classified in the Corporation's GAAP financials because they are part of a portfolio which has been accounted for as loans held at a discount. The inclusion of these amounts in charge-offs more accurately reflects the credit performance of the portfolio. In the Corporation's financial statements, these items results in a higher provision in excess of net charge-offs.

(7) Includes consumer balances that are placed on nonaccrual status when the collection of contractual principal or interest becomes 90 days past due.

Quarterly Results

Retail had second quarter operating income of $348 million, up $35 million, or 11%, from the year-ago quarter, primarily reflecting lower noninterest expense. Operating income was up $5 million, or 1%, from the first quarter of 2002 due to lower provision and expense, partially offset by the reduction in seasonal revenue from tax refund anticipation lending.

Net interest income declined $16 million, or 1%, from the year-ago quarter due to the intentional reduction of certain segments of the auto lease and brokered home equity portfolios. Average core deposits increased $6 billion, or

11%, driving deposit revenue growth that nearly equaled the decline in loan revenue. Noninterest income was $356 million, relatively unchanged from the year-ago quarter, reflecting continued strong growth in the sale of mutual funds and annuities offset by lower mortgage origination fees.

Noninterest expense was $807 million, down $79 million, or 9%, from the year-ago quarter, driven by lower staffing levels, the absence of goodwill amortization and lower expense due to completed systems conversions.

The provision for credit losses was $215 million, up $15 million, or 8%, from the prior year due to increased net charge-offs in other personal and home equity loans. Compared to the first quarter of 2002, provision expense was down $52 million or 19%, due to lower net charge-offs in virtually all loan portfolios.

Nonperforming assets were $1.5 billion, up $399 million, or 36%, from the year-ago quarter, due to increases in home equity loans. Nonperforming assets declined $44 million, or 3%, from the prior quarter.

Year-to-Date Results

Retail had year to date operating income of $691 million, up $37 million, or 6%, from the year ago period largely due to lower noninterest expense.

Net interest income declined $60 million, or 2%, driven by the intentional reduction of certain segments of the auto lease and broker home equity portfolios. Noninterest income was $718 million, relatively unchanged from last year.

Noninterest expense declined $137 million, or 8%, driven by lower staffing levels and the absence of goodwill amortization.

The provision for credit losses was $482 million, up $38 million, or 9%, from the prior year due primarily to higher net charge-offs in home equity loans partially offset by the absence of reserve increases. Nonperforming assets were $1.5 billion, up $399 million, or 36%, from the year-ago quarter, due to increases in home equity loans.

Commercial Banking

Commercial Banking offers a broad array of products, including global cash management, capital markets, commercial cards, investment management, and lending to Corporate Banking and Middle Market Banking customers.

	Three Months Ended June 30				Six Months
			Change		
	2002 (8)	2001	Amount	%	2002 (8) 2
(Dollars in millions)					
Net interest income-FTE	$ 598	$ 699	$ (101)	(14)%	$ 1,253 $ 1,
Banking fees and commissions	224	183	41	22	399
Credit card revenue	20	22	(2)	(9)	34

Service charges on deposits	173	149	24	16	357
Fiduciary and investment management fees (9)	-	(1)	1	N/M	(1)
Investment securities losses	(1)	-	(1)	N/M	(1)
Trading	81	67	14	21	107
Other income (loss)	(43)	(42)	(1)	(2)	(70)
Noninterest income	454	378	76	20	825
Total revenue	1,052	1,077	(25)	(2)	2,078
Provision for credit losses	274	240	34	14	555
Salaries and employee benefits (12)	261	252	9	4	520
Other expense (12)	331	308	23	7	632
Noninterest expense	592	560	32	6	1,152
Pretax operating income-FTE	186	277	(91)	(33)	371
Tax expense and FTE adjustment	42	80	(38)	(48)	84
Operating income	$ 144	$ 197	$ (53)	(27)	$ 287
Restructuring-related charges (reversals), net of tax	(3)	-	(3)	N/M	(3)
Net income	$ 147	$ 197	$ (50)	(25)	$ 290
Memo: Revenue by activity (10):					
Lending-related revenue	437	510	(73)	(14)	849
Global Treasury Services	399	393	6	2	828
Capital Markets (11)	196	166	30	18	364
Other	20	8	12	N/M	37
FINANCIAL PERFORMANCE:					
Return on equity (5)	8%	11%	(3)%		8%
Efficiency ratio (5)	56	52	4		55
Headcount-full-time (12):					
Corporate Banking (including Capital Markets)	2,315	2,899	(584)	(20)	
Middle Market	3,023	3,388	(365)	(11)	
Global Treasury Services	3,299	3,072	227	7	
Operations, Technology, and other Administration	2,270	2,201	69	3	
Total headcount-full-time	10,907	11,560	(653)	(6)	

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Commercial Banking - continued

	Three Months Ended June 30				Six Months
			Change		
	2002 (8)	2001	Amount	Percent	2002 (8)
ENDING BALANCES (in billions):					
Loans	$ 64.9	$ 80.2	$ (15.3)	(19)%	

Assets	94.3	109.4	(15.1)	(14)		
Demand deposits	24.2	22.1	2.1	10		
Savings	2.8	2.9	(0.1)	(3)		
Time	8.7	8.2	0.5	6		
Foreign offices	8.4	9.9	(1.5)	(15)		
Total deposits	44.1	43.1	1.0	2		
Equity	7.4	7.3	0.1	1		
AVERAGE BALANCES (in billions):						
Loans	$ 67.0	$ 82.7	$ (15.7)	(19)	$ 69.1	$ 84.9
Assets	94.4	109.7	(15.3)	(14)	96.8	109.9
Demand deposits	22.4	20.8	1.6	8	22.5	20.6
Savings	2.8	2.7	0.1	4	2.9	2.7
Time	9.7	6.6	3.1	47	13.5	6.3
Foreign offices	8.3	9.5	(1.2)	(13)	8.2	8.3
Total deposits	43.2	39.6	3.6	9	47.1	37.9
Equity	7.4	7.3	0.1	1	7.4	7.3
CREDIT QUALITY (in millions):						
Net Commercial Banking charge-offs	$ 274	$ 239	$ 35	15	$ 555	$ 488
Net Commercial Banking charge-off ratio	1.64%	1.16%	0.48%		1.61%	1.15%
Nonperforming assets:						
Commercial Banking nonperforming loans	$ 2,297	$ 1,753	$ 544	31		
Other, including OREO	30	18	12	67		
Total nonperforming assets	2,327	1,771	556	31		
Allowance for credit losses	$ 3,071	$ 3,067	$ 4	-		
Allowance to period-end loans	4.73%	3.82%	0.91%			
Allowance to nonperforming loans	134	175	(41)			
Nonperforming assets to related assets	3.58	2.21	1.38			
CORPORATE BANKING (in billions):						
Loans-ending balance	$ 31.8	$ 43.3	$ (11.5)	(27)		
-average balance	33.3	45.7	(12.4)	(27)	34.7	47.8
Deposits-ending balance	$ 22.9	$ 23.1	$ (0.2)	(1)		
-average balance	21.7	20.8	0.9	4	25.4	19.4
Credit quality (in millions):						
Net charge-offs	$ 168	$ 155	$ 13	8	$ 331	$ 341
Net charge-off ratio	2.02%	1.36%	0.66%		1.91%	1.43%
Nonperforming loans	$ 1,161	$ 1,050	$ 111	11		
Nonperforming loans to total loans	3.65%	2.42%	1.23%			
SYNDICATIONS:						
Lead arranger deals:						
Volume (in billions)	$ 18.1	$ 12.8	$ 5.3	41	$ 33.0	$ 27.3
Number of transactions	70	56	14	25	115	105

Commercial Banking - continued

	Three Months Ended June 30				Six Mont	
			Change			
	2002 (8)	2001	Amount	Percent	2002 (8)	2001

SYNDICATIONS - continued

League table standing-rank	4	4	-	-		
League table standing-market share	5%	3%	2%			
MIDDLE MARKET BANKING (in billions):						
Loans--ending balance	$ 33.1	$ 36.9	$ (3.8)	(10)%		
--average balance	33.7	37.0	(3.3)	(9)	34.4	37.1
Deposits--ending balance	21.2	20.0	1.2	6		
--average balance	21.5	18.9	2.6	14	21.7	18.5
Credit quality (in millions):						
Net charge-offs	$ 106	$ 84	$ 22	26	$ 224	$ 147
Net charge-off ratio	1.26%	0.91%	0.35%		1.30%	0.79
Nonperforming loans	$1,136	$ 703	$ 433	62		
Nonperforming loans to total loans	3.43%	1.91%	1.53%			

For additional footnote detail see page 7.

(8) Results include the effect of consolidating Anexsys, which had an immaterial impact on revenue and expense and no impact on net income for the three months ended June 30, 2002 or the year to date.

(9) Fiduciary and investment management fees include asset management fees, personal trust fees, other trust fees and advisory fees.

(10) Prior periods have been adjusted to conform to the current organization.

(11) Capital markets includes trading revenues and underwriting, syndicated lending and advisory fees.

(12) Prior period data has been adjusted for the transfer of the National Retail Lockbox Operations and Cash Vault Services business from Commercial to Corporate.

Quarterly Results

Commercial Banking had second quarter operating income of $144 million, down $53 million, or 27%, from the year-ago quarter. Results reflected lower net interest income, a higher provision for credit losses and higher noninterest expense, partially offset by higher noninterest income. Operating income was essentially unchanged from the previous quarter, reflecting higher revenue, offset by higher noninterest expense.

Net interest income of $598 million declined $101 million, or 14%, driven by a reduction in average loans of $15.7 billion, or 19%, from the year-ago quarter. Net interest income declined $57 million, or 9%, from the previous quarter due to a $7.9 billion reduction in average deposits (primarily due to several large commercial customer balances that fluctuate quarter to quarter) and a reduction in average loans of $4.1 billion.

Noninterest income was $454 million, up $76 million, or 20%, from the second quarter of 2001. Banking fees and commissions increased $41 million, or 22%, primarily due to growth in the loan syndication and asset-backed finance businesses. Service charges on deposits increased $24 million, or 16%, from the year-ago quarter as Global Treasury Services clients shifted their payment method to fees due to the lower value of their compensating deposit balances. Trading revenue increased $14 million, or 21%, reflecting an increase in the fair value of credit derivatives used to manage credit risk, partially offset by lower fixed income trading. Other income/loss was essentially unchanged from the year-ago quarter, but declined $16 million from the previous quarter, primarily due to $20 million of writedowns on loans accounted for as held for sale.

Noninterest expense was $592 million, up $32 million, or 6%, from the year-ago quarter, which included $18 million from the consolidation of Anexsys in the first quarter of 2002, as well as higher technology expenses.

Corporate Banking net charge-offs were $168 million, or 2.02% of average loans, up from 1.36% a year-ago and 1.81% in the first quarter. Second quarter net charge-offs included $36 million of loans sold or initially reclassified to held for sale, compared to $68 million in the year-ago quarter and $63 million in the first quarter. Middle Market net charge-offs were $106 million, or 1.26% of average loans, up from 0.91% in the year-ago quarter and down from 1.34% in the first quarter.

The allowance for credit losses at June 30, 2002, was $3.1 billion, unchanged from the first quarter, and represented 4.73% of period-end loans. Nonperforming loans at June 30, 2002, were $2.3 billion, up $40 million, or 2%, from the first quarter, driven by an increase of $49 million, or 5%, in Middle Market nonperforming loans.

Year-to-Date Results

Commercial Banking had year-to-date operating income of $287 million, down $106 million, or 27%, from the prior year. Results reflected lower net interest income, a higher provision for credit losses and higher noninterest expense, partially offset by higher noninterest income.

Net interest income was $1.3 billion, down $161 million, or 11%, from the prior year, driven by a reduction in average loans of $15.8 billion, or 19%, primarily in Corporate Banking.

Noninterest income was $825 million, up $60 million, or 8%, from the first half of 2001. Banking fees and commissions increased $53 million, or 15%, primarily due to growth in the asset-backed finance, loan syndication and debt underwriting businesses. Service charges on deposits increased $76 million, or 27%, as Global Treasury Services clients shifted their payment method to fees due to the lower value of their compensating deposit balances. Trading revenue decreased $37 million, or 26%, primarily due to lower fixed income and foreign exchange trading. Other income (loss) deteriorated $22 million, or 46%, primarily due to writedowns in loans held for sale.

Noninterest expense was $1.2 billion, up $27 million, or 2%, from the prior year, which included $34 million from the consolidation of Anexsys effective January 1, 2002.

The provision for credit losses was $555 million, up $51 million or 10%, from 2001. Total net charge-offs were $555 million in the first half of 2002, including $118 million for loans sold and initially reclassified to held for sale, compared to $157 million in the first half of 2001. This represented 1.61% of average loans, up from 1.15% in the prior year. Nonperforming loans at June 30, 2002 were $2.3 billion, up $544 million, or 31%, from the prior year period driven by a $433 million, or 62%, increase in Middle Market nonperforming loans.

Credit Card

Credit Card is the third largest credit card provider in the United States and the largest VISA(R) credit card issuer in the world with $67 billion in managed credit card receivables.

	Three Months Ended June 30				Six Mont	
			Change			
	2002 (13)	2001	Amount	%	2002 (13)	2001
(Dollars in millions-managed basis)						
Net interest income--FTE	$ 1,526	$ 1,458	$ 68	5%	$3,081	$2,849
Banking fees and commissions	17	22	(5)	(23)	42	47
Credit card revenue	441	278	163	59	836	525
Other income (loss)	28	36	(8)	(22)	10	73
Noninterest income	486	336	150	45	888	645
Total revenue	2,012	1,794	218	12	3,969	3,494
Provision for credit losses	926	962	(36)	(4)	1,869	1,912
Salaries and employee benefits	142	124	18	15	288	253
Other expense	462	398	64	16	937	783
Noninterest expense	604	522	82	16	1,225	1,036
Pretax operating income--FTE	482	310	172	55	875	546
Tax expense and FTE adjustment	186	117	69	59	340	205
Operating income	$ 296	$ 193	$ 103	53	$ 535	$ 341
Restructuring-related charges (reversals), net of tax	(12)	-	(12)	N/M	(12)	-
Net income	$ 308	$ 193	$ 115	60	$ 547	$ 341
Memo: Net securitization gains (amortization)	(13)	(19)	6	32	(44)	(20
FINANCIAL PERFORMANCE:						
% of average outstandings:						
Net interest income--FTE	9.29%	9.25%	0.04%		9.40%	8.94
Provision for credit losses	5.64	6.11	(0.47)		5.70	6.00
Noninterest income	2.96	2.13	0.83		2.71	2.02
Risk adjusted margin	6.61	5.27	1.34		6.41	4.96
Noninterest expense	3.68	3.31	0.37		3.74	3.25
Pretax income--FTE	2.93	1.97	0.96		2.67	1.71
Operating income	1.80	1.22	0.58		1.63	1.07
Restructuring-related charges (reversals), net of tax	(0.07)	-	(0.07)		(0.04)	-
Net income	1.87	1.22	0.65		1.67	1.07
Return on equity (5)	19	12	7		17	11
Efficiency ratio (5)	30	29	1		31	30
Headcount--full-time	10,298	10,785	(487)	(5)		
ENDING BALANCES (in billions):						
Owned-held in portfolio	$ 5.1	$ 2.8	2.3	82		

Owned-held for sale	4.0	3.4	0.6	18
Seller's interest	21.9	17.0	4.9	29
Loans on balance sheet	31.0	23.2	7.8	34
Securitized loans	35.8	39.8	(4.0)	(10)
Managed loans	66.8	63.0	3.8	6
Assets	69.8	64.9	4.9	8
Equity	6.4	6.3	0.1	2

Credit Card - continued

	Three Months Ended June 30				
			Change		
	2002 (13)	2001	Amount	Percent	20
(Managed basis)					
AVERAGE BALANCES (in billions):					
Owned	$ 8.5	$ 6.0	$ 2.5	42%	$ 7
Seller's interest	21.9	16.6	5.3	32	22
Loans on balance sheet	30.4	22.6	7.8	35	30
Securitized	35.5	40.6	(5.1)	(13)	36
Loans	65.9	63.2	2.7	4	66
Assets	70.0	65.3	4.7	7	70
Equity	6.4	6.3	0.1	2	6
CREDIT QUALITY (in millions):					
Net charge-offs:					
Credit card-managed	$ 926	$ 962	$ (36)	(4)	$ 1,8
Net charge-off ratios:					
Credit card-managed	5.62%	6.09%	(0.47)%		5.
12-month lagged (14)	5.86	5.82	0.04		5.
Delinquency ratio:					
30+ days	3.83	4.10	(0.27)		
90+ days	1.72	1.78	(0.06)		
Allowance for credit losses	$ 396	$ 197	$ 199	N/M	
Allowance to period-end owned loans (15)	4.35%	3.18%	1.17%		
OTHER DATA:					
Charge volume (in billions)	$ 38.4	$ 34.4	$ 4.0	12	$ 72
New accounts opened (in thousands)	1,283	1,003	280	28	2,2
Credit cards issued (in thousands)	53,346	50,449	2,897	6	
Number of FirstUSA.com customers (in millions)	2.6	2.6	-	-	
Paymentech:					
Bank card volume (in millions)	$ 30,076	$ 28,603	$ 1,473	5	$58,0

For additional footnote detail see page 7 and 11.

(13) Results include the effect of consolidating Paymentech beginning in the first quarter of 2002. The impact to second quarter and year to date results was to increase net interest income by $3 million and $6 million,

noninterest income by $76 million and $153 million, expense by $67 million and $137 million, respectively; there was no impact on net income.

(14) 2002 ratios include Wachovia net charge-offs but exclude Wachovia 2001 loans.

(15) Excluding loans held for sale, the allowance to period end loans would have been 7.74% in the second quarter of 2002 and 7.10% in the second quarter of 2001.

Quarterly Results

Credit Card had second quarter operating income of $296 million, up $103 million, or 53%, from the year-ago quarter, reflecting lower net credit losses, lower operating expenses and the addition of the Wachovia business. Operating income improved $57 million, or 24%, from the first quarter due to a gain on the sale of a portfolio, increased securitization activity, lower credit costs and lower operating expenses. The 2002 results reflected the consolidation of the Corporation's interest in Paymentech, a leading merchant processor, which was recorded under the equity method of accounting prior to 2002. Year-over-year, this consolidation increased certain balance sheet categories, noninterest income by $76 million, and noninterest expense by $67 million, but had no impact on net income.

Managed loans were $66.8 billion at June 30, 2002, up $3.8 billion, or 6%, from the year-ago period, including the addition of the Wachovia business. Managed loans increased $2.0 billion, or 3%, from March 31, 2002. Credit Card opened 1.28 million new accounts during the quarter, a 28% increase from the year-ago quarter and the highest level in nearly three years.

Total revenue was $2.0 billion for the quarter, up $218 million, or 12%, from one year ago, mostly driven by the addition of the Wachovia business and the consolidation of Paymentech.

Noninterest expense totaled $604 million, up $82 million, or 16%, from the year-ago quarter, reflecting the Paymentech consolidation, higher marketing expense and the addition of the Wachovia business, partially offset by lower processing costs.

The managed provision for credit losses was $926 million, a decrease of $36 million, or 4%, from the year-ago quarter. Second quarter results included the provision for credit losses on the Wachovia business, which were not included in the year-ago quarter. The managed charge-off rate was 5.62%, compared to 6.09% in the year-ago quarter and 5.69% in the first quarter. The managed 30-day delinquency rate was 3.83%, down from 4.10% in the year-ago quarter and 4.27% in the first quarter.

Year-to-Date Results

Credit Card had operating income of $535 million for the 2002 period, up $194 million, or 57%, from the 2001 period, reflecting lower net credit losses and the addition of the Wachovia business.

Total revenue was $4.0 billion for the 2002 period, up $475 million, or 14%, from the 2001 period, driven by the addition of the Wachovia business, the consolidation of Paymentech, the benefit of lower interest rates and a gain on the sale of a portfolio, partially offset by lower volume-related revenue.

Noninterest expense totaled $1.2 billion for the 2002 period, up $189 million, or 18%, from the 2001 period, reflecting the Paymentech consolidation, higher marketing expense and the addition of the Wachovia business, partially offset by lower processing costs.

The managed provision for credit losses was $1.9 billion for the 2002 period, a $43 million, or 2%, decrease from the 2001 period, reflecting lower losses.

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Investment Management

The Investment Management Group (IMG) provides investment, insurance, trust and private banking services to individuals. IMG also provides investment and investment related services, including retirement and custody services, securities lending and corporate trust to institutions.

	Three Months Ended June 30				
			Change		
	2002	2001	Amount	%	2002
(Dollars in millions)					
Net interest income-FTE	$ 105	$ 107	$ (2)	(2)%	$ 220
Banking fees and commissions	142	119	23	19	274
Service charges on deposits	4	4	-	-	9
Fiduciary and investment management fees	187	184	3	2	377
Other income	9	1	8	N/M	11
Noninterest income	342	308	34	11	671
Total revenue	447	415	32	8	891
Provision for credit losses	-	13	(13)	N/M	5
Salaries and employee benefits	138	145	(7)	(5)	280
Other expense	125	123	2	2	240
Noninterest expense	263	268	(5)	(2)	520
Pretax operating income-FTE	184	134	50	37	366
Tax expense and FTE adjustment	69	51	18	35	137
Operating income	$ 115	$ 83	$ 32	39	$ 229
Restructuring-related (reversals) charges, net of tax	(1)	-	(1)	N/M	(1)
Net income	$ 116	$ 83	$ 33	40	$ 230
Memo: Insurance revenues	$ 116	$ 103	$ 13	12	$ 239
FINANCIAL PERFORMANCE:					
Return on equity (5)	42%	33%	9%		42%
Efficiency ratio (5)	59	65	(6)	58	66
Headcount--full-time	5,936	6,371	(435)	(7)	
ENDING BALANCES (in billions):					
Loans	$ 7.1	$ 7.1	$ -	-	

Assets	8.5	8.4	0.1	1	
Demand deposits	2.4	2.3	0.1	4	
Savings	3.9	2.5	1.4	56	
Time	3.2	3.3	(0.1)	(3)	
Foreign offices	0.3	0.1	0.2	N/M	
Total deposits	9.8	8.2	1.6	20	
Equity	1.1	1.0	0.1	10	
AVERAGE BALANCES (in billions):					
Loans	$ 7.0	$ 6.9	$ 0.1	1	$ 7.0
Assets	8.5	8.1	0.4	5	8.4
Demand deposits	2.0	1.9	0.1	5	2.0
Savings	4.0	2.7	1.3	48	3.9
Time	3.4	3.3	0.1	3	3.3
Foreign offices	0.2	0.2	-	-	0.2
Total deposits	9.6	8.1	1.5	19	9.4
Equity	1.1	1.0	0.1	10	1.1

Investment Management - continued

	Three Months Ended June 30				Six Mont	
			Change			
	2002	2001	Amount	Percent	2002	2001
CREDIT QUALITY (in millions):						
Net charge-offs:						
Commercial	$ (1)	$ 10	$ (11)	N/M	$ 1	$ 10
Consumer	1	3	(2)	(67)	4	3
Total net charge-offs	-	13	(13)	N/M	5	13
Net charge-off ratios:						
Commercial	-0.18%	1.07%	(1.25)%		0.05%	0.61
Consumer	0.13	0.37	(0.24)		0.21	0.17
Total net charge-off ratio	-	0.75	(0.75)		0.14	0.38
Nonperforming assets:						
Commercial	$ 33	$ 37	$ (4)	(11)%		
Consumer	5	5	-	-		
Total nonperforming loans	38	42	(4)	(10)		
Other, including OREO	1	-	1	-		
Total nonperforming assets	39	42	(3)	(7)		
Allowance for credit losses	$ 25	$ 25	$ -	-		
Allowance to period-end loans	0.35%	0.35%	-			
Allowance to nonperforming loans	66	60	6			
Nonperforming assets to related assets	0.55	0.59	(0.04)			

ASSETS UNDER MANAGEMENT				
ENDING BALANCES (in billions):				
Mutual funds	$ 90.2	$ 74.4	$ 15.8	21
Other	55.8	57.9	(2.1)	(4)
Total	146.0	132.3	13.7	10
By type:				
Money market	$ 62.8	$ 47.8	$ 15.0	31
Equity	42.2	49.8	(7.6)	(15)
Fixed income	41.0	34.7	6.3	18
Total	146.0	132.3	13.7	10
By channel: (10)				
Private Client Services	$ 46.4	$ 52.1	$ (5.7)	(11)
Retail Brokerage	7.2	7.3	(0.1)	(1)
Institutional	63.4	56.4	7.0	12
Commercial Cash Sweep	9.2	8.9	0.3	3
Capital Markets	3.7	0.5	3.2	N/M
External (16)	7.5	1.2	6.3	N/M
All other direct (17)	8.6	5.9	2.7	46
Total	146.0	132.3	13.7	10
Morningstar Rankings: (18)				
% of 4 and 5 ranked funds	51%	54%	(3)%	
% of 3+ ranked funds	91	95	(4)	
TRUST ASSETS ENDING BALANCES:				
Trust assets under administration (in billions)	$334.8	$342.3	$ (7.5)	(2)

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Investment Management - continued

	Three Months Ended June 30				
			Change		
	2002	2001	Amount	Percent	200
CORPORATE TRUST SECURITIES					
ENDING BALANCES:					
Corporate trust securities under administration (in billions)	$1,094.7	$892.3	$202.4	23	
RETAIL BROKERAGE:					
Mutual fund sales (in millions)	$ 637	$ 559	$ 78	14%	$1,21
Annuity sales	814	582	232	40	1,61
Total sales	1,451	1,141	310	27	2,82
Number of customers--end of period (10) (in thousands)	667	618	49	8	

Market value customer assets--end of period (in billions):					
Brokerage	16.2	16.8	(0.6)	(4)	
Annuity account value (in billions)	10.2	7.6	2.6	34	
Total market value (10)	26.4	24.4	2.0	8	
Number of registered sales representatives	761	704	57	8	
Number of licensed retail bankers	3,131	2,904	227	8	
PRIVATE CLIENT SERVICES:					
Number of Private Client advisors	668	682	(14)	(2)	
Number of Private Client offices	105	105	-	-	
Market value customer assets--end of period (10) (in billions)	$ 66.4	$ 76.0	$ (9.6)	(13)	
Ending balances (in billions):					
Loans	$ 7.0	$ 6.9	$ 0.1	1	
Deposits	8.2	6.6	1.6	24	
Average balances (in billions):					
Loans	$ 6.9	$ 6.9	$ -	-	$ 6.
Deposits	8.4	6.9	1.5	22	8.

For additional footnote detail see pages 7, 11 and 14.

(16) Includes broker/dealers, trust companies, and registered investment advisors that sell, or offer, One Group funds.
(17) One Group funds invested in other One Group funds and other mutual funds sub-advised.
(18) Morningstar changed the rating process effective June 30, 2002 with no prior period restatements.

Quarterly Results

Investment Management had second quarter operating income of $115 million, up $32 million, or 39%, from the year-ago quarter, driven by higher revenue, lower provision and reduced expenses. Compared to the first quarter of 2002, operating income increased $1 million, or 1%.

Assets under management at quarter-end were $146 billion, up $13.7 billion, or 10%, from a year ago. One Group(R) mutual fund assets grew to $90.2 billion in the second quarter, up $15.8 billion, or 21%, year-over-year. The increase was primarily due to significant growth in money market assets.

One Group funds performance remained strong during the second quarter. Based on one-year Lipper rankings, 45% of client assets were in funds rated in the top quartile, up from 33% in the first quarter, and 74% of assets were in funds rated in the top two quartiles, up from 70% in the first quarter.

Revenue increased $32 million, or 8%, year-over-year to $447 million, primarily driven by the 27% increase in the sale of mutual funds and annuities to retail clients and the 10% growth in assets under management. Additionally, effective April 1 the distribution function for the One Group funds was brought in house, resulting in an increase in revenue and corresponding increase in expense of $9 million.

Noninterest expense was $263 million, down $5 million, or 2%, from a year ago, driven primarily by lower compensation costs, partially offset by higher commission costs. Overall headcount was down 7%, however the number of registered sales representatives increased 8%, driving higher retail brokerage sales production.

Year-to-Date Results

Investment Management reported year-to-date operating income of $229 million, up $64 million, or 39%, from the year-ago period, driven by higher revenue, lower provision and reduced expenses.

Year-to-date revenue increased $65 million, or 8%, from the year-ago period to $891 million, primarily driven by the 24% increase in the sale of mutual funds and annuities to retail clients and the 10% growth in assets under management. Additionally, effective April 1st the distribution company for the One Group funds was in-sourced resulting in an increase in revenue and corresponding increase in expense of $9 million.

Noninterest expense was $520 million, down $25 million, or 5%, from the year-ago period, driven primarily by lower compensation costs, partially offset by higher commission costs.

Corporate

Corporate includes Treasury, fixed income and principal investment portfolios, unallocated corporate expenses, and any gains or losses from corporate transactions.

	Three Months Ended June 30				Six Mont	
			Change			
	2002	2001	Amount	%	2002	2001
(Dollars in millions)						
Net interest income (expense)-FTE (19)	$ (96)	$ (240)	$ 144	60%	$(137)	$(441
Banking fees and commissions	(4)	(1)	(3)	N/M	(9)	(8
Credit card revenue	1	(2)	3	N/M	-	(1
Service charges on deposits	3	7	(4)	(57)	6	8
Fiduciary and investment management fees	1	1	-	-	1	1
Investment securities gains (losses)	97	69	28	(41)	79	(28
Trading	(7)	(7)	-	-	(16)	(17
Other income (loss)	53	63	(10)	(16)	113	206
Noninterest income (20)	144	130	14	11	174	161
Total revenue (loss)	48	(110)	158	N/M	37	(280
Provision for credit losses	-	-	-	-	15	-
Salaries and employee benefits	202	170	32	19	387	294
Other expense	33	(97)	130	N/M	(67)	(221
Noninterest expense (21)	235	73	162	N/M	320	73

Pretax operating loss-FTE	(187)	(183)	(4)	(2)	(298)	(353
Tax expense (benefit) and FTE adjustment	(87)	(103)	16	16	(146)	(185
Operating income (loss)	$ (100)	$ (80)	$ (20)	(25)	$(152)	$(168
Restructuring-related charges (reversals), net of tax	(13)	-	(13)	N/M	(13)	-
Net income (loss)	$ (87)	$ (80)	$ (7)	(9)	$(139)	$(168
FINANCIAL PERFORMANCE:						
Headcount--full-time (12)	13,828	14,453	(625)	(4)		
ENDING BALANCES (in billions):						
Loans	$ 0.3	$ 0.7	$ (0.4)	(57)		
Assets	63.9	53.5	10.4	19		
Memo:						
Treasury securities	38.4	28.2	10.2	36		
Principal investments	2.4	3.4	(1.0)	(29)		
Deposits	14.9	25.4	(10.5)	(41)		
Equity	0.5	(1.5)	2.0	N/M		
AVERAGE BALANCES (in billions):						
Loans	$ 0.4	$ 0.9	$ (0.5)	(56)	$ 0.4	$ 0.6
Assets	48.3	49.1	(0.8)	(2)	48.2	46.8
Deposits	14.2	26.2	(12.0)	(46)	15.1	27.0
Equity	0.5	(1.6)	2.1	N/M	0.2	(1.7

For additional footnote detail see pages 7, 11, 14 and 18.

(19) Net interest income primarily includes Treasury results and interest spread on investment related activities.

(20) Noninterest income primarily includes the gains and losses from investment activities and other corporate transactions.

(21) Noninterest expense primarily includes corporate expenses not allocated to the lines of business.

Quarterly Results

Corporate had an operating loss of $100 million in the second quarter, compared with an operating loss of $80 million in the 2001 second quarter and $52 million in the 2002 first quarter.

Net interest expense was $96 million in the second quarter, down $144 million from the year-ago quarter. The improvement reflected lower interest rates, which reduced the Corporation's funding costs. The $55 million increase from the previous quarter was predominately associated with transactions executed to reduce the Corporation's earnings sensitivity to rising interest rates.

Noninterest income of $144 million was up $14 million, or 11%, from the year-ago quarter and $114 million higher than the previous quarter. Net investment securities gains were $97 million, which included a $261 million gain on sale of GE Monogram, partially offset by net writedowns in the investment securities and principal investments portfolios. These results represented an improvement of $28 million, or 41%, from the year-ago quarter and $115 million from the previous quarter.

Provision for other loan assets was zero, compared to $15 million in the previous quarter.

Unallocated corporate expenses were $235 million, compared to $73 million in the year-ago quarter and $85 million in the previous quarter. The current quarter included $89 million of expenses related to terminating and renegotiating certain vendor contracts.

Salaries and employee benefits for the second quarter 2002 included $12 million expense related to adopting the fair value method of accounting for stock option and stock purchase plans. For the six months ended June 30, 2002, the net income and fully-diluted earnings per share impacts were $8 million and $0.01, respectively. (The impact on the first quarter 2002 is immaterial as annual stock option awards were granted in April.) The full year 2002 net income and earnings per share impacts are estimated to be $28 million and $0.02, respectively, based upon the following assumptions:

	Pro-forma 2002 Estimate (27)
Net options granted or expected to be granted in 2002 (22)	19.4 million
Estimated fair value per option (23)	$8.22 - $13.23
Fair value to be recognized in compensation expense over the vesting period (primarily 5 years (24))	$243 million
Straight-line amortization period (24)	5 years
Estimated 2002 annual compensation expense (25)	$44 million
Estimated 2002 net income impact (26)	$28 million
Estimated fully-diluted net income per share impact	$0.024

Assuming Bank One were to continue activity in its stock-based plans at comparable levels for the next six years and assuming all fair value and vesting assumptions remain essentially unchanged, then in 2007 the impact would be approximately:

	Pro-forma 2007 Estimate (27)
Estimated 2007 annual compensation expense (25)	$250 million
Estimated 2007 net income impact	$150 million
Estimated fully-diluted net income per share impact	$ 0.13

(22) Options granted are net of expected forfeitures based upon Bank One's historical experience and will change over time due to actual experience. Under the terms of the stock option plan, up to 2% of the outstanding common shares are authorized for issuance per year, or 24 million shares in 2002, and unused awards may be carried over to future years.

(23) Fair values vary for stock options and employee stock purchase plans primarily due to varying assumptions. The fair value estimate for the April

2002 stock option grant was $13.23 per option. Fair values are estimated using the Black-Scholes option pricing model. Management will refine the methodology of calculating fair value for new grants and consider the market value of comparable traded securities.

(24) Stock options generally vest pro-rata over 5 years. Shares purchased under the employee stock purchase plan, estimated to be 2 million shares, have an 18-24 month vesting period.

(25) Assumes amortization begins at the time of grant in the quarter issued.

(26) 2001 Annual Report disclosure includes pro-forma impacts for all outstanding options. Under the requirements of SFAS 123, the fair value method of accounting may only be applied to new option grants.

(27) The pro-forma information may not be representative of the actual impact in current and future years.

Year-to-Date Results

Corporate had an operating loss of $152 million, down $16 million, or 10%, from the prior year.

Net interest expense was $137 million, down $304 million, or 69%, from the prior year, driven by lower interest rates that positively impacted the Corporation's funding costs.

Noninterest income was $174 million, up $13 million, or 8%, from the prior year. Net investment securities gains were $79 million, up $107 million from the prior year, driven by the gain on sale of GE Monogram, partially offset by net writedowns in the investment securities and principal investments portfolios. Other income was $113 million, down $93 million, or 45%, from the prior year. The first half of 2001 included $73 million in gains from the sale of the Corporation's portion of the controlling equity position in EquiServe Limited Partnership and from the sale of the Corporation's investment in Star Systems, an ATM network.

Provision for other loan assets in the first half of 2002 was $15 million, compared to zero in the prior year.

Unallocated corporate expenses were $320 million, up $247 million, from the prior year. The first half of 2002 included $89 million of expenses related to terminating and renegotiating certain vendor contracts and $12 million of expense related to adopting the fair value method of accounting for stock option and stock purchase plans.

CONSOLIDATED RESULTS

Net Interest Income

Net interest income includes spreads on earning assets as well as items such as loan fees, cash interest collections on problem loans, dividend income, interest reversals, and income or expense on derivatives used to manage interest rate risk.

In order to understand fundamental trends in net interest income, average earning assets and net interest margins, it is useful to analyze financial performance on a managed portfolio basis, which adds data on securitized loans to reported data on loans as presented below:

	Three Months Ended June 30				Six M	
			Change			
	2002	2001	Amount	%	2002	20
(Dollars in millions)						
Managed:						
Net interest income-FTE basis	$ 3,336	$ 3,244	$ 92	3%	$ 6,875	$ 6,5
Average earning assets	261,560	279,561	(18,001)	(6)	264,964	280,7
Net interest margin	5.12%	4.65%	0.47%		5.23%	4.
Reported:						
Net interest income-FTE basis	$ 2,078	$ 2,085	$ (7)	-	$ 4,313	$ 4,3
Average earning assets	226,005	238,971	(12,966)	(5)	228,894	240,6
Net interest margin	3.69%	3.50%	0.19%		3.80%	3.

The year over year improvement in net interest income and the margin was due to lower interest rates and improved balance sheet profitability. This reflected an increase in the percentage of funding provided by consumer deposits and net free funds, a reduction in low margin commercial loans, and an increase in credit card assets.

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Noninterest Income

The components of managed noninterest income for the periods indicated are:

	Three Months Ended June 30				Six Mont	
			Change			
	2002	2001	Amount	%	2002	2001
(Dollars in millions)						
Banking fees and commissions	$ 492	$ 431	$ 61	14%	$ 937	$ 842
Credit card revenue	506	338	168	50	954	645
Service charges on deposits	376	360	16	4	769	691
Fiduciary and investment management fees	188	184	4	2	377	371
Investment securities gains (losses)	96	69	27	39	78	(27
Trading	70	61	9	15	86	126
Other income	54	65	(11)	(17)	75	253
Managed noninterest income	$1,782	$1,508	$ 274	18%	$3,276	$2,901

In order to provide more meaningful trend analysis, credit card revenue and total noninterest income in the above table are shown on a managed basis. Credit card revenue excludes the net interest revenue associated with securitized credit card receivables. Components of noninterest income that are primarily related to a single business segment are discussed within that business segment.

Banking fees and commissions increased from the year-ago quarter and prior six months by $61 million and $95 million, respectively. These increases were primarily the result of increased annuity and mutual fund sales, as well as from the growth in the loan syndication and asset-backed finance businesses.

Managed credit card revenue in the second quarter of 2002 increased $168 million, or 50%, over the prior year period and by $309 million, or 48%, for the first six months of 2002 over the prior year six months. These increases were primarily due to the addition of the Wachovia business in the third quarter of 2001 and the consolidation of Paymentech beginning January 1, 2002.

Service charges on deposits increased $16 million for the second quarter of 2002 compared to the year-ago period and by $78 million for the first six months of 2002. These increases primarily reflected improvement in Global Treasury Services volumes and pricing, and clients shifting their payment method to fees due to the lower value of their compensating deposit balances.

Net investment securities gains were $96 million for the second quarter of 2002, compared to $69 million in the year ago quarter. The current period includes the gain on sale of GE Monogram, partially offset by net writedowns in the investment securities and principal investment portfolios.

Trading produced gains of $70 million in the second quarter compared to $61 million in the second quarter of 2001 reflecting an increase in the fair value of credit derivatives used to manage credit risk, partially offset by lower fixed income trading. For the first six months of 2002, trading revenue declined $40 million from the same period in the prior year primarily due to lower fixed income and foreign exchange trading.

Other income for the six months ended June 30, 2002 decreased $178 million, or 70%, compared to the same period in the prior year. This decrease primarily resulted from the consolidation of Paymentech and gains on the sale of ownership interests in EquiServe Limited Partnership and Star Systems recognized in the prior year period.

Noninterest Expense

The components of noninterest expense for the periods indicated are:

	Three Months Ended June 30				Six Mont	
			Change			
	2002	2001	Amount	%	2002	2001
(Dollars in millions)						
Salaries and employee benefits:						
Salaries	$ 941	$ 929	$ 12	1%	$ 1,861	$ 1,8
Employee benefits	160	143	17	12	336	2
Total salaries and employee						

benefits	1,101	1,072	29	3	2,197	2,0
Occupancy	170	164	6	4	328	3
Equipment	99	119	(20)	(17)	202	2
Outside service fees and processing	372	313	59	19	672	5
Marketing and development	264	210	54	26	522	4
Telecommunication	134	95	39	41	235	2
Other intangible amortization	29	19	10	53	62	
Goodwill amortization	-	18	(18)	N/M	-	
Other expense	332	299	33	11	628	6
Total noninterest expense before merger and restructuring-related charges	2,501	2,309	192	8	4,846	4,5
Merger and restructuring-related charges (reversals)	(63)	(3)	(60)	N/M	(63)	
Total noninterest expense	2,438	2,306	132	6	4,783	4,5
Employees (1)	73,579	78,491	(4,912)	(6)	73,579	78,4
Efficiency ratio--managed basis	47.6%	48.5%	(0.9)%		47.1%	48

Components of noninterest expense that are primarily related to a single business segment are discussed within that business segment.

Salaries and employee benefits in the second quarter and for the first six months of 2002 increased 3% and 5%, respectively from the year-ago periods. These increases were due to increased incentive compensation and the consolidations of Paymentech and Anexsys, partially offset by savings from reduced headcount. Salaries and employee benefits for the second quarter and year to date 2002 also included $12 million expense related to adopting the fair value method of accounting for stock option and stock purchase plans.

Outside service fees and processing expense increased $59 million in the second quarter and $103 million in the first six months of 2002 compared to the prior year periods. Telecommunication expense increased $39 million in the second quarter and $31 million in the first six months of 2002 compared to the prior year periods. The increases in these expenses were primarily the result of terminating and renegotiating certain vendor contracts. Also contributing to the increase in outside service fees and processing expenses for the first six months of 2002 were increased contract programming charges related to the Corporation's conversion efforts.

Marketing and development expense increased in the second quarter and first six months of 2002 by 26% and 24%, respectively, compared to the prior year periods primarily due to increased advertising expenditures for Credit Card and certain Retail products.

Other intangible amortization in the second quarter and first six months increased $10 million and $23 million, respectively, compared to the prior year periods primarily due to the amortization of purchased credit card relationships associated with the addition of the Wachovia business. Additionally, the Corporation no longer amortizes goodwill in accordance with SFAS No. 142, "Goodwill and Other Intangible Assets" and thus did not incur any goodwill amortization expense in the first six months of 2002.

Other operating expense in the second quarter and the first six months of 2002 increased compared to the year-ago periods by $33 million, or 11%, and $15 million, or 2%, respectively, primarily due to conversion costs. The Corporation successfully completed the Michigan and Florida conversion during the second quarter, and hopes to complete the Illinois conversion by the end of 2002.

Applicable Income Taxes

The Corporation's income before income taxes and applicable income tax expense and effective tax rate for each of the periods indicated are:

	Three Months Ended June 30		Six Mont
(Dollars in millions)	2002	2001	2002
Income before income taxes and cumulative effect of change in accounting principle	$1,229	$1,000	$2,371
Applicable income taxes	386	292	741
Effective tax rate	31.4%	29.2%	31.3%

Applicable income tax expense for both periods included benefits for tax-exempt income, tax-advantaged investments and general business tax credits, offset by the effect of nondeductible expenses.

RISK MANAGEMENT

The Corporation's business activities generate liquidity, market, credit and operational risks:

.. Liquidity risk is the risk that the Corporation is unable to meet all current and future financial obligations in a timely manner.

.. Market risk is the risk that changes in future market rates or prices will make the Corporation's positions less valuable.

.. Credit risk is the risk of loss from borrowers' and counterparties' failure to perform according to the terms of a transaction.

.. Operational risk, among other things, includes the risk of loss due to errors in product and service delivery, failure of internal controls over information systems and accounting records, and internal and external fraud.

The following discussion of the Corporation's risk management processes focuses primarily on developments since March 31, 2001. The Corporation's risk management processes for liquidity, market, credit and operational risks have not substantially changed from year-end and are described in detail in the Corporation's 2001 Annual Report, beginning on page 47.

At June 30, 2002, the Corporation and its principal banks had the following long- and short-term debt ratings:

	Short-Term Debt		Senior Long-Term Debt	
	S & P	Moody's	S & P	Moody's

The Corporation (parent)	A-1	P-1	A	Aa3
Principal banks	A-1	P-1	A+	Aa2

MARKET RISK MANAGEMENT

Overview

Market risk refers to potential losses arising from changes in interest rates, foreign exchange rates, equity prices and commodity prices. The portfolio effect of diverse trading activities helps reduce market risk. Through its trading activities, the Corporation strives to take advantage of profit opportunities available in interest and exchange rate movements. In asset and liability management activities, policies are in place to closely manage structural interest rate and foreign exchange rate risk.

Value-At-Risk-Trading Activities

The Corporation has developed policies and procedures to manage market risk in its trading activities through a value-at-risk measurement and control system, a stress testing process and dollar trading limits. The objective of this process is to quantify and manage market risk in order to limit single and aggregate exposures.

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For trading portfolios, value-at-risk measures the maximum fair value the Corporation could lose on a trading position, excluding credit derivatives, given a specified confidence level and time horizon. Value-at-risk limits and exposure are monitored daily for each significant trading portfolio. Stress testing is similar to value-at-risk except that the confidence level is geared to capture more extreme, less frequent market events.

The Corporation's value-at-risk calculation measures potential losses in fair value using a 99% confidence level and a one-day time horizon. This equates to 2.33 standard deviations from the mean under a normal distribution. This means that, on average, daily profits and losses are expected to exceed value-at-risk one out of every 100 overnight trading days. Value-at-risk is calculated using a statistical model applicable to cash and derivative positions, including options.

The value-at-risk in the Corporation's trading portfolio was as follows (excluding credit derivatives with a notional amount of $5.4 billion and $4.5 billion at June 30, 2002 and March 31, 2002, respectively. See a discussion of credit derivatives on page 35):

(In millions)	At June 30, 2002	Second Quarter 2002			At March 31, 2002
		Average	High	Low	
Risk type					
Interest rate	$ 11	$ 11	$ 12	$ 10	$ 12
Currency exchange rate	1	-	3	-	1
Equity	1	1	1	-	1
Diversification benefit	(1)	-	N/A	N/A	(1)

Aggregate portfolio market risk	$ 12	$ 12	$ 14	$ 11	$ 13

Interest rate risk was the predominant type of market risk incurred during the second quarter of 2002. At June 30, 2002, approximately 85% of primary market risk exposures were related to interest rate risk. Exchange rate, equity and commodity risks accounted for 15% of primary market risk exposures.

Structural Interest Rate Risk Management

Interest rate risk exposure in the Corporation's core non-trading business activities, i.e., asset/liability management ("ALM") position, is a result of reprice, option and basis risks associated with on- and off-balance sheet positions. The ALM position is measured using sophisticated risk management tools, including earnings simulation modeling and economic value of equity sensitivity analysis, to capture near-term and longer-term interest rate risk exposures.

Earnings simulation analysis, or earnings-at-risk, measures the sensitivity of pretax earnings to various interest rate movements. The base-case scenario is established using current interest rates. The comparative scenarios assume an immediate parallel shock in increments of plus or minus 100 basis point rate movements. Numerous other scenarios are analyzed, including more gradual rising or declining rate changes and non-parallel rate shifts. Estimated earnings for each scenario are calculated over multiple years. The interest rate scenarios are used for analytical purposes and do not necessarily represent management's view of future market movements. Rather, these are intended to provide a measure of the degree of volatility interest rate movements may introduce into the earnings and economic value of the Corporation.

The Corporation's 12-month pre-tax earnings sensitivity profile as of June 30, 2002 and March 31, 2002 is as follows:

	Immediate Change in Rates	
(In millions)	-100 bp	+100 bp
June 30, 2002	$ (112)	$ (52)
March 31, 2002	$ 1	$ (152)

Management regularly reviews alternative strategies to manage the Corporation's exposure to interest rate movements under a wide range of market based outcomes, balancing the risks and returns against the cost of incremental strategies. During the quarter, the Corporation's earnings sensitivity to rising interest rates declined, in part

due to a change in the market's expectations for future interest rate movements and the resultant effect on balance sheet cash flows and trends.

Modeling the sensitivity of earnings to interest rate risk is highly dependent on the numerous assumptions embedded in the model. While the earnings sensitivity analysis incorporates management's best estimate of interest rate and balance sheet dynamics under various market rate movements, the actual behavior and resulting earnings impact will likely differ from that projected.

CREDIT PORTFOLIO COMPOSITION

Selected Statistical Information

The significant components of credit risk and the related ratios, presented on a reported basis, for the periods indicated are as follows:

(Dollars in millions)	June 30 2002	March 31 2002	December 31 2001	September 30 2001	June 3 200
Loans outstanding	$ 147,728	$ 152,126	$ 156,733	$ 164,251	$ 166,57
Average loans	149,674	154,942	160,150	165,416	169,14
Nonperforming loans (1)	3,720	3,737	3,551	3,112	2,85
Other, including OREO	204	197	137	116	9
Nonperforming assets	3,924	3,934	3,688	3,228	2,95
Allowance for credit losses	4,521	4,520	4,528	4,479	4,22
Net charge-offs	607	663	717	566	51
Nonperforming assets to related assets	2.65%	2.58%	2.35%	1.96%	1.7
Allowance to period end loans (2)	3.06	2.97	2.89	2.73	2.5
Allowance to nonperforming loans (3)	122	121	128	144	14
Net charge-offs to average loans	1.62	1.71	1.79	1.37	1.2
Allowance to net charge-offs	186	170	158	198	20

(1) Includes loans held for sale of $107 million and $66 million at June 30, 2002 and March 31, 2002, respectively. For December 31, 2001, September 30, 2001 and June 30, 2001 there were no nonperforming loans included in loans held for sale.
(2) Excluding loans held for sale, the allowance to period end loans would have been 3.19%, 3.06%, 2.97%, 2.81% and 2.61% at June 30, 2002, March 31, 2002, December 31, 2001, September 30, 2001 and June 30, 2001, respectively.
(3) Excluding loans held for sale, the allowance to nonperforming loans would have been 125%, 123%, 128%, 144% and 148% at June 30, 2002, March 31, 2002, December 31, 2001, September 30, 2001 and June 30, 2001, respectively.

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Loan Composition

The Corporation's managed and reported loan portfolios for the periods indicated are as follows:

(Dollars in millions)	June 30, 2002 Amount	%(1)	March 31, 2002 Amount	%(1)	December 31, 2001 Amount	%(1)	September 2001 Amount

Retail:							
Small business commercial	$ 10,027	5%	$ 9,992	5%	$ 9,947	5%	$ 9,966
Home equity	29,699	14	29,891	14	30,268	14	30,712
Vehicles:							
Loans	13,584	7	13,644	7	13,481	6	13,497
Leases	4,722	2	5,431	3	6,155	3	6,855
Other personal	8,238	4	8,604	4	9,779	4	9,941
Total Retail	66,270	32	67,562	33	69,630	32	70,971
Commercial Banking:							
Corporate Banking:							
Commercial and industrial	17,912	9	20,226	10	22,268	10	25,287
Commercial real estate	8,433	4	8,731	4	8,975	4	9,391
Lease financing	4,758	3	4,774	2	4,669	2	4,536
Other	670	-	975	-	731	-	1,279
Total Corporate Banking	31,773	16	34,706	16	36,643	16	40,493
Middle Market:							
Commercial and industrial	29,337	14	29,515	14	31,076	14	32,325
Commercial real estate	2,421	1	3,516	2	3,472	2	3,233
Lease financing	1,092	1	1,156	1	1,053	1	1,049
Other	251	-	141	-	294	-	300
Total Middle Market	33,101	16	34,328	17	35,895	17	36,907
Total Commercial Banking	64,874	32	69,034	33	72,538	33	77,400
IMG and Corporate	7,469	3	8,134	4	7,779	4	7,480
Credit Card:							
Owned-held in portfolio	5,115	3	4,777	3	5,040	2	4,757
Owned-held for sale	4,000	2	2,619	1	1,746	1	3,643
Securitized:							
Seller's interest retained (2)	21,897	11	22,343	10	24,019	11	18,397
Sold loans	35,797	17	35,050	16	37,350	17	39,956
Managed credit card (3)	66,809	33	64,789	30	68,155	31	66,753
Total managed	$ 205,422	100%	$ 209,519	100%	$ 218,102	100%	$ 222,604
Total reported	$ 147,728		$ 152,126		$ 156,733		$ 164,251

(1) Percentages are determined as a percentage of total managed loans.
(2) Seller's interest is reported as an investment security, therefore excluded from reported loans. Seller's interest is included for managed loans.
(3) See page 37 for the detailed components of managed credit card loans.

Loans held for sale, which are carried at lower of cost or fair value, totaled $5.8 billion and $4.5 billion at June 30, 2002 and March 31, 2002, respectively. At June 30, 2002, loans held for sale included Commercial Banking loans of $202 million, of which approximately $103 million are included in nonperforming loans, and Credit Card and other Consumer loans of $5.6 billion.

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Commercial and Industrial Loans

Commercial and industrial loans represent commercial loans other than commercial real estate. At June 30, 2002, commercial and industrial loans totaled $47.2 billion, which represents 73% of the Commercial Banking portfolio.

The more significant borrower industry concentrations of the Commercial Banking commercial and industrial portfolio for the periods indicated are as follows:

	June 30, 2002		March 31, 2002 (2)		December 3
(Dollars in millions)	Outstanding	% (1)	Outstanding	% (1)	Outstandin
Motor vehicles and parts	$ 4,006	8.5%	$ 4,611	9.3%	$ 2,46
Wholesale trade	3,952	8.4	4,066	8.2	4,40
Oil and gas	2,997	6.3	3,474	7.0	3,21
Industrial materials	2,863	6.1	3,140	6.3	3,35
Business finance and leasing	2,603	5.5	2,427	4.9	1,12
Telephone and wireless communication (3)	426	0.9	370	0.7	28

(1) Total outstanding by industry concentration as a percentage of total commercial and industrial loans.
(2) During the first quarter of 2002 the Dealer Commercial Services business was transferred from Retail to Commercial Banking. All results for prior periods conform to the current line of business organization.
(3) Presented for informational purposes. Other industry concentrations precede this category.

Commercial Real Estate

Commercial real estate loans represent credit extended for real estate related purposes to borrowers or counterparties who are primarily in the real estate development or investment business and for which the primary source of repayment of the loan is from the sale, lease, rental, management, operations or refinancing of the property. At June 30, 2002, commercial real estate loans totaled $10.8 billion, which represents 17% of the Commercial Banking portfolio.

Commercial real estate lending is conducted in several lines of business with the majority of these loans originated by Corporate Banking primarily through its specialized National Commercial Real Estate Group. This group's focus is lending to targeted regional and national real estate developers, homebuilders and REITs/REOCs (Real Estate Operating Companies).

The commercial real estate loan portfolio by both collateral location and property type for the periods indicated are as follows:

(Dollars in millions)	June 30, 2002	March 31, 2002	December 31, 2

By Collateral Location:	Amount	% of Portfolio	Amount	% of Portfolio	Amount	Port
Illinois	$ 1,245	11%	$ 1,668	15%	$ 1,682	
Michigan	1,200	11	1,361	11	1,348	
California	1,041	10	985	8	960	
Texas	976	9	1,048	8	1,004	
Arizona	837	8	937	8	958	
Ohio	793	7	835	7	839	
Indiana	431	4	496	4	504	
Louisiana	392	4	439	4	487	
Kentucky	357	3	352	3	326	
Colorado	284	3	322	3	356	
Other areas	1,675	15	1,877	15	1,806	
Unsecured	1,103	10	1,397	11	1,670	
Secured by other than real estate	520	5	530	4	507	
Total	$10,854	100%	$12,247	100%	$12,447	
By Property Type:						
Apartment	$ 1,916	18%	$ 1,825	15%	$ 1,770	
Retail	1,667	15	1,862	15	1,913	
Office	1,552	14	1,730	14	1,804	
Single family residential development	1,069	10	1,299	11	1,273	
Industrial/warehouse	857	8	1,230	10	1,230	
REIT/REOC	788	7	1,312	11	1,297	
Hotels	591	6	486	4	625	
Residential lots	368	3	420	3	472	
Miscellaneous commercial income producing	1,881	17	1,918	16	1,864	
Miscellaneous residential developments	165	2	165	1	199	
Total	$10,854	100%	$12,247	100%	$12,447	

ASSET QUALITY

Nonperforming Assets

The Corporation places loans on nonaccrual status as follows:

- Retail consumer loans are placed on nonaccrual status when the collection of contractual principal or interest becomes 90 days past due.

- Commercial Banking and Retail small business commercial loans are placed on nonaccrual status when the collection of contractual principal or interest is deemed doubtful, or it becomes 90 days or more past due and is not both well-secured and in the process of collection.

- Credit card receivables are charged-off rather than placed on nonaccrual status.

The Corporation's nonperforming assets for the periods indicated are as follows:

(Dollars in millions)	June 30 2002	March 31 2002	December 31 2001	September 30 2001
Nonperforming Loans:				
Retail	$ 1,349	$ 1,402	$ 1,344	$ 1,155
Commercial Banking:				
Corporate Banking	1,161	1,170	1,154	1,051
Middle Market Banking	1,136	1,087	973	853
Total Commercial Banking (1)	2,297	2,257	2,127	1,904
IMG and Corporate	74	78	80	53
Total	3,720	3,737	3,551	3,112
Other, including other real estate owned	204	197	137	116
Total nonperforming assets	$ 3,924	$ 3,934	$ 3,688	$ 3,228
Nonperforming assets to related assets:	2.65%	2.58%	2.35%	1.96%
Loans 90-days or more past due and accruing interest:				
Credit Card	$ 112	$ 100	$ 96	$ 114
Other	-	2	1	9
Total	$ 112	$ 102	$ 97	$ 123

(1) Commercial Banking nonperforming loans at June 30, 2002 include $103 million of Loans Held for Sale.

Credit quality is stabilizing across the Corporation despite the challenging economic environment. Significant deterioration is not expected in the near-term in either commercial or consumer nonperformers. Improvement in credit costs is expected to follow over the longer term. The Corporation has established processes for identifying potential problem areas of the portfolio, which currently include exposure to telecommunications, transportation, auto-related and travel. The Corporation will continue to monitor and manage these potential risks.

Nonperforming loans within Retail at June 30, 2002 were $1.3 billion, a decrease of $53 million from first quarter 2002. This decrease was primarily driven by brokered home equity loans. Home equity loans are written down to net realizable value once a loan reaches 120 days delinquency. However, due to the time necessary to complete foreclosure and gain title, real estate loans remain in nonperforming status for an extended period.

Charge-offs

The Corporation records charge-offs as follows:

. Commercial loans are charged-off in the reporting period in which either an event occurs that confirms the existence of a loss or it is determined that a loan or a portion of a loan is uncollectible.

. A credit card loan is charged-off in the month it becomes contractually 180 days past due and remains unpaid at the end of that month, or 60 days after receipt of bankruptcy notification.

. Retail loans are generally charged-off following a delinquency period of 120 days, or within 60 days for unsecured Retail loans after receipt of notification in case of bankruptcy. Closed-end consumer loans, such as auto loans and leases and home mortgage loans, are typically written down to the extent of loss after considering the net realizable value of the collateral. Beginning in the second quarter 2002, losses on secured bankrupt loans are recorded based on determination of actual collateral values versus estimates.

The timing and amount of the charge-off on consumer loans will depend on the type of loan, giving consideration to available collateral, as well as the circumstances giving rise to the delinquency. The Corporation adheres to uniform guidelines published by the FFIEC in charging off consumer loans.

The Corporation's net charge-offs by line of business for the periods indicated are as follows:

	June 30, 2002			March 31, 2002			
(Dollars in millions)	Net charge-offs	Average balance	Net charge-off rate	Net charge-offs	Average balance	Net charge-off rate	ch
Retail (1)	$ 215	$ 66,826	1.29%	$ 265	$ 69,228	1.53%	$
Commercial Banking:							
Corporate Banking	168	33,322	2.02	163	36,040	1.81	
Middle Market Banking	106	33,689	1.26	118	35,075	1.34	
Total Commercial Banking	274	67,011	1.64	281	71,115	1.58	
Credit Card	926	65,930	5.62	943	66,324	5.69	
IMG and Corporate	-	7,378	-	20	7,382	-	
Total-managed	1,415	207,145	2.73%	1,509	214,049	2.82%	1
Securitized	(808)	(57,471)		(846)	(59,107)		
Total-reported	$ 607	$149,674	1.62%	$ 663	$154,942	1.71%	$

	September 30, 2001			
	Net charge-offs	Average balance	Net charge-off rate	ch
Retail (1)	$ 209	$ 71,682	1.17%	$
Commercial Banking:				
Corporate Banking	131	41,410	1.27	
Middle Market Banking	99	36,657	1.08	

Total Commercial Banking	230	78,067	1.18	
Credit Card	981	66,641	5.89	
IMG and Corporate	9	7,732	-	
Total-managed	1,429	224,122	2.55%	1
Securitized	(863)	(58,706)		
Total-reported	$ 566	$165,416	1.37%	$

(1) Quarter results exclude $1 million, $1 million, $14 million, $14 million and $24 million, respectively, of charge-offs which are not so classified in the Corporation's GAAP financials because they are part of a portfolio that has been accounted for as loans held at a discount. The inclusion of these amounts in charge-offs more accurately reflects the performance of the portfolio. In the Corporation's financial statements, these items result in a higher provision in excess of net charge-offs.

Managed net charge-offs decreased 6% during the second quarter of 2002 to $1.4 billion from the first quarter 2002, reflecting lower charge-offs in nearly all lines of businesses. The managed net charge-off rate decreased to 2.73% in the second quarter 2002 compared to 2.82% in the first quarter 2002.

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Loan Sales

A summary of the Corporation's Commercial Banking loan sales for the periods indicated are as follows:

(In millions)	June 30 2002	March 31 2002	December 31 2001	September 30 2001
Loans sold and loans transferred to loans held for sale: (1)				
Nonperforming loans	$208	$ 99	$ 18	$ 42
Other loans with credit related losses	148	160	93	86
Other loans	193	343	179	438
Total	$549	$602	$290	$566
Losses on sale:				
Charge-offs: (2)				
Nonperforming loans	$ 39	$ 48	$ 8	$ 11
Other loans with credit related losses	12	19	18	22
Total charge-offs	$ 51	$ 67	$ 26	$ 33
Losses on loans sold and held for sale	22	4	12	18
Total	$ 73	$ 71	$ 38	$ 51

(1) Second quarter 2002 includes loans reclassified to loans held for sale of approximately $103 million, $26 million and $7 million in nonperforming, other loans with credit related losses and other loans, respectively.
(2) Charge-offs on loans initially reclassified to held for sale in the second quarter 2002 of approximately $26 million and $4 million are included in nonperforming and other loans with credit related losses, respectively.

The Corporation sells Commercial Banking loans in the normal course of its business activities. These loans are subject to the Corporation's overall risk management practices. The sale of loans is one alternative the Corporation uses to manage credit risk. When a loan is sold, the gain or loss is evaluated to determine whether it resulted from credit deterioration or other conditions. Based upon this evaluation, losses resulting from credit deterioration are recorded as charge-offs. Losses deemed to be from other than credit deterioration are recorded as losses on sale. When a loan is sold or initially reclassified to loans held for sale, appropriate charge-offs are recorded. Subsequent writedowns in market value on loans held for sale are reflected in other income/loss.

Loans reclassified to held for sale are carried at the lower of cost or market value. Subsequent to their transfer, these loans are no longer included in the evaluation of the adequacy of the allowance for loan losses.

Allowance for Credit Losses

The allowance for credit losses is maintained at a level that in management's judgment is adequate to provide for estimated probable credit losses inherent in various on- and off-balance sheet financial instruments. This process includes deriving probable loss estimates that are based on historical loss ratios, portfolio stress testing and management's judgment. The allowance is based on ranges of probable loss estimates and is intended to be adequate but not excessive.

The change in the Corporation's allowance for credit losses for the periods indicated are as follows:

(In millions)	June 30 2002	March 31 2002	December 31 2001	September 30 2001
Balance, beginning of period	$4,520	$4,528	$4,479	$4,229
Charge-offs:				
Retail:				
Small business commercial	28	18	29	24
Home equity	112	138	131	91
Vehicles:				
Loans	56	82	75	61
Leases	19	34	33	31
Other personal	38	41	39	39
Total Retail	253	313	307	246
Commercial Banking:				
Corporate Banking:				

Commercial and industrial	152	182	158	147
Commercial real estate	19	2	8	1
Lease financing	25	2	17	-
Total Corporate Banking	196	186	183	148
Middle Market:				
Commercial and industrial	113	126	165	96
Commercial real estate	2	4	4	1
Lease financing	19	5	19	11
Total Middle Market	134	135	188	108
Total Commercial Banking	330	321	371	256
Credit Card	129	111	120	123
IMG and Corporate	2	22	14	11
Total charge-offs	$ 714	$ 767	$ 812	$ 636
Recoveries:				
Retail:				
Small business commercial	$ 5	$ 4	$ 6	$ 4
Home equity	10	8	6	7
Vehicles:				
Loans	15	17	15	16
Leases	4	4	7	6
Other personal	4	15	5	4
Total Retail	38	48	39	37
Commercial Banking:				
Corporate Banking:				
Commercial and industrial	26	21	17	14
Commercial real estate	2	2	2	3
Lease financing	-	-	-	-
Total Corporate Banking	28	23	19	17
Middle Market:				
Commercial and industrial	24	14	24	8
Commercial real estate	1	2	-	-
Lease financing	3	1	6	1
Total Middle Market	28	17	30	9
Total Commercial Banking	56	40	49	26
Credit Card	11	14	7	5
IMG and Corporate	2	2	-	2
Total recoveries	$ 107	$ 104	$ 95	$ 70
Net charge-offs:				
Retail	$ 215	$ 265	$ 268	$ 209
Commercial Banking	274	281	322	230
Credit Card	118	97	113	118
IMG and Corporate	-	20	14	9
Total net charge-off	$ 607	$ 663	$ 717	$ 566
Provision for credit losses	607	665	765	620
Transfers	1	(10)	1	196
Balance, end of period	$4,521	$4,520	$4,528	$4,479

Composition of Allowance for Credit Losses

While the allowance for credit losses is available to absorb credit losses in the entire portfolio, allocations of the allowance for credit losses by line of business for the periods indicated are as follows:

	June 30 2002		March 31 2002		December 31 2001	
(Dollars in millions)	Amount	%	Amount	%	Amount	%
Retail	$1,029	23%	$1,028	23%	$1,027	23%
Commercial Banking:						
Corporate Banking	1,706	38	1,706	38	1,714	38
Middle Market	1,365	30	1,365	30	1,365	30
Total Commercial Banking	3,071	68	3,071	68	3,079	68
Credit Card	396	9	396	9	39	8
IMG and Corporate		-	25	-	26	1
Total	$4,521	100%	$4,520	100%	$4,528	100%

DERIVATIVE FINANCIAL INSTRUMENTS

The Corporation uses a variety of derivative financial instruments in its trading activity, asset and liability management, and mortgage operations, as well as to manage certain currency translation exposures of foreign entities. These instruments include interest rate, currency, equity and commodity swaps, forwards, spot, futures, options, caps, floors, forward rate agreements, credit derivatives and other conditional or exchange contracts, and include both exchange-traded and over-the-counter contracts. A detailed discussion of accounting policies for trading and hedging derivative instruments is presented in the Corporation's 2001 Annual Report beginning on page 61.

Income Resulting from Derivative Financial Instruments

The Corporation uses interest rate derivative financial instruments in asset and liability management activities to reduce structural interest rate risk, and the volatility of pre-tax income (see Structural Interest Rate Risk Manangement section on page 26). Pre-tax income reflects the effective use of these derivatives. Without their use, pre-tax income for the six months ended June 30, 2002 and 2001, would have been higher by $53 million in 2002 and lower by $1 million in 2001.

For cash flow hedges, the effective portion of the change in fair value of the hedging derivative is recorded in Accumulated Other Adjustments to Stockholders' Equity ("AOASE"), which is reclassified into earnings in a manner consistent with the earnings pattern of the underlying hedged instrument or transaction. At June 30, 2002, the total amount of such reclassification into earnings is projected to be a decrease in income of $242 million after-tax ($382 million pre-tax) over the next twelve months. These projections involve the use of currently forecasted interest rates over the next twelve months. These rates, and the resulting reclassifications into earnings, are subject to change.

The amount of hedge ineffectiveness recognized for cash flow and fair value hedges for the six months ended June 30, 2002 was $7 million. No component of a derivative instrument's gain or loss is excluded from the assessment of hedge effectiveness.

The maximum length of time exposure to the variability of future cash flows for forecasted transactions hedged is 33 months. There were no events in 2002 with an effect on earnings from the discontinuance of cash flow hedges due to the determination that a forecasted transaction is no longer likely to occur.

The Corporation uses credit derivatives, primarily single name credit default swaps, as one method of credit protection against the deterioration of credit risk on commercial loans and loan commitments. The change in fair value of credit derivative instruments is included in trading results in the Corporation's financial statements while any credit assessment change in the identified commercial credit exposure is reflected as a change in the allocated credit reserves. At June 30, 2002, the notional amount of credit derivatives protecting commercial credit exposure totaled $5.4 billion, and related trading revenue was $32.7 million and $0.8 million, respectively for the three months and six months ended June 30, 2002.

Credit Exposure Resulting from Derivative Financial Instruments

Credit exposure from derivative financial instruments arises from the risk of a counterparty default on the derivative contract. The amount of loss created by the default is the replacement cost or current fair value of the defaulted contract. The Corporation utilizes master netting agreements whenever possible to reduce its credit exposure from counterparty defaults. These agreements allow the netting of contracts with unrealized losses against contracts with unrealized gains to the same counterparty, in the event of a counterparty default.

The impact of these master netting agreements for the periods indicated are as follows:

(In millions)	June 30, 2002	March 31,
Gross replacement cost	$15,494	$10,
Less: Adjustment due to master netting agreements	12,498	8,
Balance sheet credit exposure	$ 2,996	$ 2,

Asset and Liability Management Derivatives

Access to the derivatives market is an important element in maintaining the Corporation's desired interest rate risk position. In general, the assets and liabilities generated through ordinary business activities do not naturally create offsetting positions with respect to repricing, basis or maturity characteristics. Using derivative instruments, principally plain vanilla interest rate swaps (ALM swaps), interest rate sensitivity is adjusted to maintain the desired interest rate risk profile.

At June 30, 2002, the notional value of ALM interest rate swaps linked to specific assets, liabilities or forecasted transactions was as follows:

	Receive Fixed Pay Floating	Pay Fixed Receive Floating		
(In millions)	Fair Value Hedge	Fair Value Hedge	Cash Flow Hedge	To
Interest rate swaps associated with:				
Interest-bearing assets	$ -	$50	$ 3,000	$
Interest-bearing liabilities	5,134	-	15,267	
Total	$5,134	$50	$18,267	$

Interest rate swaps used to adjust the interest rate sensitivity of certain interest-bearing assets and liabilities will not need to be replaced at maturity, since the corresponding asset or liability will mature along with the interest rate swap. The notional amount of such swaps totaled $16.5 billion at June 30, 2002.

LOAN SECURITIZATIONS AND OFF-BALANCE SHEET ACTIVITIES

Loan Securitizations

Investors in the beneficial interests of the securitized loans have no recourse against the Corporation if cash flows generated from the securitized loans are inadequate to service the obligations of the special purpose entity. To help ensure that adequate funds are available in the event of a shortfall, the Corporation is required to deposit funds into cash spread accounts if excess spread falls below certain minimum levels. Spread accounts are funded from excess spread that would normally be returned to the Corporation. In addition, various forms of other credit enhancements are provided to protect more senior investor interests from loss. Credit enhancements associated with credit card securitizations, such as cash collateral or spread accounts, totaled $149 million and $205 million at June 30, 2002 and 2001, respectively, and are classified on the balance sheet as other assets.

For further discussion of Bank One's loan securitization process and other related disclosures, see pages 64-65 and 81-82 of the Corporation's 2001 Annual Report.

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The Corporation's managed credit card loans are comprised of the following:

(In millions)	June 30, 2002	Jun

Owned credit card loans-held in portfolio	$ 5,115
Owned credit card loans-held for sale	4,000
Seller's interest in credit card loans (investment securities) (1)	21,897
Total credit card loans and seller's interest reflected on balance sheet	31,012
Securities sold to investors and removed from balance sheet	35,797
Managed credit card loans	$66,809

(1) At June 30, 2002, the estimated fair values of seller's interest and interest-only strip from credit card securitizations were $21.7 billion and $193 million, respectively.

For analytical purposes only, income statement line items adjusted for the net impact of securitization of credit card receivables for the periods indicated are as follows:

	Three Months Ended June 30, 2002			Three Months En	
(Dollars in millions)	Reported	Credit Card Securitizations	Managed	Reported	Credi Securit
Net interest income-FTE basis	$ 2,078	$ 1,258	$ 3,336	$ 2,085	$ 1
Provision for credit losses	607	808	1,415	540	
Noninterest income	2,232	(450)	1,782	1,791	
Noninterest expense	2,438	-	2,438	2,306	
Net income	843	-	843	664	
Total average loans	$149,674	$57,471	$207,145	$169,140	$57
Total average earning assets	226,005	35,555	261,560	238,971	40
Total average assets	255,867	35,555	291,422	268,259	40
Net interest margin	3.69%	14.19%	5.12%	3.50%	1
Credit Card delinquency ratios:					
30+ days	2.72%	4.00%	3.83%	2.23%	
90+ days	1.23	1.79	1.72	0.94	
Net credit card charge-off ratio	5.58	5.63	5.62	5.83	

	Six Months Ended June 30, 2002			Six Months En	
(Dollars in millions)	Reported	Credit Card Securitizations	Managed	Reported	Credi Securit
Net interest income-FTE basis	$ 4,313	$ 2,562	$ 6,875	$ 4,304	$ 2
Provision for credit losses	1,272	1,654	2,926	1,125	1
Noninterest income	4,184	(908)	3,276	3,398	
Noninterest expense	4,783	-	4,783	4,542	
Net income	1,630	-	1,630	1,343	
Total average loans	$152,293	$58,285	$210,578	$171,395	$58

Total average earning assets	228,894	36,070	264,964	240,645	40
Total average assets	259,590	36,070	295,660	268,883	40
Net interest margin	3.80%	14.32%	5.23%	3.61%	1
Credit Card delinquency ratios:					
30+ days	2.72%	4.00%	3.83%	2.23%	
90+ days	1.23	1.79	1.72	0.94	
Net credit card charge-off ratio	5.49	5.68	5.66	5.71	

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Other Off-Balance Sheet Activities

In the normal course of business, the Corporation is a party to a number of activities that contain credit, market and operational risk that are not reflected in whole or in part in the Corporation's consolidated financial statements. Such activities include: traditional off-balance sheet credit-related financial instruments; commitments under capital and operating leases and long-term debt; credit enhancement associated with asset-backed securities business; and joint venture activities.

The Corporation provides customers with off-balance sheet credit support through loan commitments, standby letters of credit and guarantees, as well as commercial letters of credit. Summarized credit-related financial instruments at June 30, 2002 are as follows:

	Amount of Commitment Expiration Per Per				
(In billions)	Total	Less Than 1 Year	1 - 3 Years	3 - 5 Years	Ove Ye
Unused credit card lines	$318.3	$318.3	$ -	$ -	$
Unused loan commitments	129.0	95.6	21.1	11.6	0
Standby letters of credit and foreign office guarantees	20.6	12.5	5.7	1.9	0
Commercial letters of credit	0.7	0.7	-	-	

Since many of the unused commitments are expected to expire unused or be only partially used, the total amount of unused commitments in the preceding table does not necessarily represent future cash requirements.

In addition to owned banking facilities, the Corporation has entered into a number of long-term leasing arrangements to support the ongoing activities of the Corporation. The required payments under such commitments and long-term debt at June 30, 2002 are as follows:

(In millions)	2002	2003	2004	2005	2006	2007 and After

Operating leases	$ 90	$ 217	$ 192	$ 169	$ 152	$ 888
Trust preferred capital securities	-	-	-	-	-	3,315
Long-term debt, including capital leases	4,606	7,779	6,250	5,296	6,918	9,599
Total	$4,696	$7,996	$6,442	$5,465	$7,070	$13,802

The Corporation assists its customers in obtaining sources of liquidity, by structuring financing transactions to sell customer's trade receivables or other financial assets to specialized financing entities that issue commercial paper. The Corporation provides liquidity facilities and subordinated loans to the specialized financing entity, which totaled $36.6 billion and $1.1 billion, respectively, at June 30, 2002.

In addition to customer financing transactions, these specialized financing entities fund, through the issuance of asset-backed commercial paper, other selected portfolios of marketable investments that are not reflected on the Corporation's balance sheet. Off-balance sheet liquidity lines provided by the Corporation associated with these transactions were $421 million at June 30, 2002.

The Corporation also provides liquidity lines to commercial paper issuing specialized financing entities not sponsored by Bank One, which approximated $2.3 billion at June 30, 2002.

In the normal course of business, the Corporation invests in venture capital and other investments. Commitments to fund such investments at June 30, 2002 totaled $1.4 billion.

The Corporation is a participant in several operating joint venture initiatives where the Corporation has a majority equity interest in the entity; however, based on the terms of the joint venture arrangement, the ventures are jointly controlled and managed. The Corporation consolidated two joint ventures beginning the first quarter of 2002 as management has exerted additional influence over these joint ventures. These consolidations did not have a net impact to the Corporation's consolidated net income. The Corporation's investment in the remaining joint venture totaled $30 million at June 30, 2002.

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CAPITAL MANAGEMENT

Economic Capital

An important aspect of risk management and performance measurement is the ability to evaluate the risk and return of a business unit, product or customer consistently across all lines of business. The Corporation's economic capital framework facilitates this standard measure of risk and return. Business units are assigned capital consistent with the underlying risks of their product set, customer base and delivery channels. For a more detailed discussion of Bank One's economic capital framework, see page 67 of the Corporation's 2001 Annual Report.

Selected Capital Ratios

The Corporation aims to maintain regulatory capital ratios, including those of the principal banking subsidiaries, in excess of the well-capitalized guidelines under federal banking regulations. The Corporation maintains a well-capitalized regulatory position. The tangible common equity to tangible managed assets ratio is also monitored. This ratio adds securitized credit card loans to reported total assets and is calculated net of total intangible assets.

The Corporation's capital ratios follow:

	June 30 2002	March 31 2002	December 31 2001	September 30 2001	Ju
Risk-based capital ratios:					
Tier 1	9.4%	9.0%	8.6%	8.4%	
Total	13.0	12.7	12.2	11.7	
Common equity/managed assets	7.0	7.0	6.6	6.5	
Tangible common equity/tangible managed assets	6.3	6.2	5.9	5.8	
Double leverage ratio	103	103	103	102	
Dividend payout ratio	30	31	38	35	

The components of the Corporation's regulatory risk-based capital and risk-weighted assets are as follows:

(In millions)	June 30 2002	March 31 2002	December 31 2001	September 30 2001
Regulatory risk-based capital:				
Tier 1 capital	$ 23,039	$ 22,513	$ 21,749	$ 21,330
Tier 2 capital	8,924	9,115	9,091	8,547
Total capital	31,963	31,628	30,840	29,877
Total risk weighted assets	$ 246,032	$ 249,128	$ 253,330	$ 254,943

In deriving Tier 1 and Total Capital, goodwill and other nonqualifying intangible assets are deducted for the periods indicated:

(In millions)	June 30 2002	March 31 2002	December 31 2001	September 3 200
Goodwill	$ 1,829	$ 1,840	$ 1,560	$ 1,57
Other nonqualifying intangibles	237	251	207	28
Subtotal	2,066	2,091	1,767	1,86
Qualifying intangibles	405	422	414	44
Total intangibles	$ 2,471	$ 2,513	$ 2,181	$ 2,30

Goodwill and other intangibles increased in the first quarter 2002 primarily due to the consolidation of Paymentech.

In November 2001, the U.S. banking regulators revised the risk based capital rules for the treatment of recourse arrangements, direct credit substitutes, asset and mortgage backed securities, and residual interests in securitization structures. Certain provisions of these rules became effective in the first quarter 2002, and the March 31, 2002 ratio included the affect of these changes. The Corporation implemented the remaining provisions of these rules in the

second quarter 2002. Under these rules, which were required to be adopted by the end of the year, accrued interest on securitized credit card receivables is treated as a form of retained recourse. The additional recourse amount had an adverse impact on the June 30, 2002, Tier 1 and Total Capital ratios of 0.27% and 0.31%, respectively. This change increased risk weighted assets and Total Capital by $6.7 billion and $139 million, respectively. In the second quarter, the Corporation's ratios also reflect the early implementation of rules related to the treatment of certain equity investments made in nonfinancial companies, and the reduction of the risk-weight applied to certain claims on, or guarantees by, qualifying securities firms from 100% to 20%. The change in treatment of certain equity investments had no significant impact on Tier 1 nor Total Capital, while the change in risk-weight applied to certain qualifying securities firms positively impacted these ratios by 0.16% and 0.21%, respectively, and decreased risk weighted assets and Total Capital by $4.4 billion and $51 million, respectively.

Dividend Policy

The Corporation's common stock dividend policy reflects its earnings outlook, desired payout ratios, the need to maintain an adequate capital level and alternative investment opportunities. The common stock dividend payout ratio is targeted in the range of 25% - 30% of earnings over time. On July 16, 2002, the Corporation declared its quarterly common cash dividend of 21 cents per share, payable on October 1, 2002.

Double Leverage

Double leverage is the extent to which the Corporation's resources are used to finance investments in subsidiaries. Double leverage was 103% at June 30, 2002 and March 31, 2002. Trust Preferred Capital Securities of $3.3 billion at June 30, 2002 and March 31, 2002 were included in capital for purposes of this calculation.

Stock Repurchase Program

On July 16, 2002, the Corporation's Board of Directors approved the repurchase of up to $2 billion of the Corporation's common stock replacing the two previous buyback programs announced in September, 2001 and May, 1999. The timing of the purchases and the exact number of shares to be repurchased will depend on market conditions. The share repurchase program does not include specific price targets or timetables and may be suspended at any time. In the second quarter 2002, the Corporation purchased 4.6 million shares of common stock at an average price of $39.56 per share pursuant to the previous buyback programs.

FORWARD-LOOKING STATEMENTS

Management's Discussion and Analysis included herein contains certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. In addition, Bank One may make or approve certain statements in future filings with the Securities and Exchange Commission, in press releases, and in oral and written statements made by or with Bank One's approval that are not statements of historical fact and may constitute forward-looking statements. Forward-looking statements may relate to, without limitation, Bank One's financial condition, results of operations, plans, objectives, future performance or business.

Words such as "believes", "anticipates", "expects", "intends", "plans", "estimates", "targeted" and similar expressions are intended to identify forward-looking statements but are not the only means to identify these statements.

Forward-looking statements involve risks and uncertainties. Actual conditions, events or results may differ materially from those contemplated by a forward-looking statement. Factors that could cause this difference--many of which are beyond Bank One's control--include the following, without limitation:

- Local, regional and international business or economic conditions may differ from those expected.
- The effects of and changes in trade, monetary and fiscal policies and laws, including the Federal Reserve Board's interest rate policies, may adversely affect Bank One's business.
- The timely development and acceptance of new products and services may be different than anticipated.
- Technological changes instituted by Bank One and by persons who may affect Bank One's business may be more difficult to accomplish or more expensive than anticipated or may have unforeseen consequences.
- Acquisitions and integration of acquired businesses may be more difficult or expensive than expected.
- The ability to increase market share and control expenses may be more difficult than anticipated.
- Competitive pressures among financial services companies may increase significantly.
- Changes in laws and regulations (including laws and regulations concerning taxes, banking, securities and insurance) may adversely affect Bank One or its business.
- Changes in accounting policies and practices, as may be adopted by regulatory agencies and the Financial Accounting Standards Board, may affect expected financial reporting.
- The costs, effects and outcomes of litigation may adversely affect Bank One or its business.
- Bank One may not manage the risks involved in the foregoing as well as anticipated.

Forward-looking statements speak only as of the date they are made. Bank One undertakes no obligation to update any forward-looking statement to reflect subsequent circumstances or events.

CONSOLIDATED BALANCE SHEETS
BANK ONE CORPORATION and Subsidiaries

(Dollars in millions)	June 30 2002	December 31 2001	June 20
Assets			
Cash and due from banks	$ 17,120	$ 17,383	$ 18,4
Interest-bearing due from banks	3,041	1,030	2,1
Federal funds sold and securities under resale agreements	9,538	9,347	11,6
Trading assets	6,269	6,167	7,1
Derivative product assets	2,996	3,225	3,1
Investment securities	65,685	60,883	49,7
Loans	147,728	156,733	166,5
Allowance for credit losses	(4,521)	(4,528)	(4,2
Loans, net	143,207	152,205	162,3
Other assets	22,487	18,714	17,8
Total assets	$270,343	$268,954	$272,4
Liabilities			
Deposits:			
Demand	$ 26,841	$ 32,179	$ 30,6
Savings	81,477	80,599	66,9
Time:			
Under $100,000	19,403	20,106	23,2
$100,000 and over	15,255	18,071	20,9
Foreign offices	14,542	16,575	22,4
Total deposits	157,518	167,530	164,2
Federal funds purchased and securities sold under repurchase agreements	16,728	13,728	17,7
Other short-term borrowings	9,809	10,255	13,3
Long-term debt	40,441	40,103	38,9
Guaranteed preferred beneficial interest in the Corporation's junior subordinated debt	3,315	3,315	2,7
Derivative product liabilities	2,632	2,574	3,0
Other liabilities	18,337	11,223	12,8
Total liabilities	248,780	248,728	252,9
Stockholders' Equity			
Preferred stock	-	-	1
Common stock ($0.01 par value; authorized 4,000,000,000; issued 1,181,382,304)	12	12	
Surplus	10,177	10,311	10,3
Retained earnings	11,845	10,707	9,9

Accumulated other adjustments to stockholders' equity	46	(65)	(2
Deferred compensation	(195)	(121)	(1
Treasury stock, at cost (7,843,692, 14,415,873, and 13,586,977 shares, respectively)	(322)	(618)	(6
Total stockholders' equity	21,563	20,226	19,4
Total liabilities and stockholders' equity	$270,343	$268,954	$272,4

The accompanying notes are an integral part of this statement.

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CONSOLIDATED INCOME STATEMENTS
BANK ONE CORPORATION and Subsidiaries

	Three Months Ended June 30		Mont Ju
	2002	2001	2002
(In millions, except per share data)			
Net Interest Income:			
Interest income	$ 3,389	$ 4,385	$ 6,92
Interest expense	1,347	2,330	2,68
Total net interest income	2,042	2,055	4,24
Noninterest Income:			
Banking fees and commissions	492	431	93
Credit card revenue	956	621	1,86
Service charges on deposits	376	360	76
Fiduciary and investment management fees	188	184	37
Investment securities gains (losses)	96	69	7
Trading	70	61	8
Other income	54	65	7
Total noninterest income	2,232	1,791	4,18
Total revenue, net of interest expense	4,274	3,846	8,42
Provision for credit losses	607	540	1,27
Noninterest Expense:			
Salaries and employee benefits	1,101	1,072	2,19
Occupancy	170	164	32
Equipment	99	119	20
Outside service fees and processing	372	313	67
Marketing and development	264	210	52
Telecommunication	134	95	23
Other intangible amortization	29	19	6
Goodwill amortization	-	18	
Other expense	332	299	62
Total noninterest expense before merger and restructuring-related charges	2,501	2,309	4,84

Merger and restructuring-related charges (reversals)	(63)	(3)	(6
Total noninterest expense	2,438	2,306	4,78
Income before income taxes and cumulative effect of change in accounting principle	1,229	1,000	2,37
Applicable income taxes	386	292	74
Income before cumulative effect of change in accounting principle	843	708	1,63
Cumulative effect of change in accounting principle, net of taxes of $25	-	(44)	
Net income	$ 843	$ 664	$ 1,63
Net income attributable to common stockholders' equity	843	661	1,63
Earnings per share before cumulative effect of change in accounting principle:			
Basic	$ 0.72	$ 0.60	$ 1.3
Diluted	$ 0.71	$ 0.60	$ 1.3
Earnings per share:			
Basic	$ 0.72	$ 0.57	$ 1.3
Diluted	$ 0.71	$ 0.56	$ 1.3

The accompanying notes are an integral part of this statement.

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
BANK ONE CORPORATION and Subsidiaries

(In millions)	Preferred Stock	Common Stock	Surplus	Retained Earnings	Accumulated Other Adjustments to Stockholders' Equity	Defer Compensat
Balance-December 31, 2000	$ 190	$ 12	$ 10,487	$ 9,060	$ (5)	$ (121
Net income				1,343		
Change in fair value, investment securities-available for sale, net of taxes					(62)	
Change in fair value of cash-flow hedge derivative securities, net of taxes					(137)	
Translation loss, net of hedge results and taxes					(3)	
Net income and changes in accumulated other adjustments to stockholders' equity				1,343	(202)	
Cash dividends declared:						
Common stock				(490)		

Preferred stock				(6)		
Net issuance of common stock			(159)			
Awards granted, net of forfeitures and amortization						(35
Other			1			
Balance-June 30, 2001	$ 190	$ 12	$ 10,329	$ 9,907	$ (207)	$ (156
Balance-December 31, 2001	$ -	$ 12	$ 10,311	$ 10,707	$ (65)	$ (121
Net income				1,630		
Change in fair value, investment securities-available for sale, net of taxes					204	
Change in fair value of cash-flow hedge derivative securities, net of taxes					(92)	
Translation loss, net of hedge results and taxes					(1)	
Net income and changes in accumulated other adjustments to stockholders' equity				1,630	111	
Common stock cash dividends declared				(492)		
Net issuance of common stock			(151)			
Awards granted, net of forfeitures and amortization						(74
Other			17			
Balance-June 30, 2002	$ -	$ 12	$ 10,177	$ 11,845	$ 46	$ (195

The accompanying notes are an integral part of this statement.

CONSOLIDATED STATEMENTS OF CASH FLOWS
BANK ONE CORPORATION and Subsidiaries

	Six Months June 30	
	2002	
(In millions)		
Cash Flows from Operating Activities:		
Net income	$ 1,630	$
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	251	
Cumulative effect of accounting change	--	
Provision for credit losses	1,272	
Investment securities (gains) losses, net	(78)	
Net decrease in net derivative product assets	47	

Net increase in trading assets	(100)
Net increase in other assets	(2,957)
Net increase in other liabilities	6,376
Merger-related and restructuring charges (reversals)	(63)
Other operating adjustments	171
Net cash provided (used) by operating activities	6,549
Cash Flows from Investing Activities:	
Net increase in federal funds sold and securities under resale agreements	(191)
Securities available for sale:	
Purchases	(29,611)
Maturities	2,797
Sales	20,448
Credit card receivables securitized	2,750
Net decrease in loans	6,824
Loan recoveries	211
Additions to premises and equipment	(135)
Proceeds from sales of premises and equipment	34
All other investing activities, net	(322)
Net cash provided by investing activities	2,805
Cash Flows from Financing Activities:	
Net decrease in deposits	(9,976)
Net increase in federal funds purchased and securities under repurchase agreements	3,000
Net decrease in other short-term borrowings	(437)
Proceeds from issuance of long-term debt	4,433
Repayment of long-term debt	(4,198)
Repurchase of treasury stock	(181)
Cash dividends paid	(491)
Proceeds from issuance of trust preferred capital securities	--
Proceeds from issuance of common and treasury stock	227
All other financing activities, net	18
Net cash used in financing activities	(7,605)
Effect of exchange rate changes on cash and cash equivalents	(1)
Net Increase (Decrease) in Cash and Cash Equivalents	1,748
Cash and Cash Equivalents at Beginning of Period	18,413
Cash and Cash Equivalents at End of Period	$ 20,161

The accompanying notes are an integral part of this statement.

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
BANK ONE CORPORATION and Subsidiaries

Note 1-Summary of Significant Accounting Policies

Consolidated financial statements of Bank One have been prepared in conformity with generally accepted accounting principles, and certain prior-quarter financial statement information has been reclassified to conform to the current quarter presentation. The preparation of the consolidated financial statements requires management to make estimates and assumptions that affect the amounts reported and disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

Although the interim amounts are unaudited, they do reflect all adjustments that, in the opinion of management, are necessary for a fair presentation of the results of operations for the interim periods. All such adjustments are of a normal, recurring nature. Because the results from commercial banking operations are so closely related and responsive to changes in economic conditions, fiscal policy and monetary policy, and because the results for the investment securities and trading portfolios are largely market-driven, the results for any interim period are not necessarily indicative of the results that can be expected for the entire year.

These financial statements should be read in conjunction with the consolidated financial statements and related notes included in the Corporation's 2001 Annual Report.

Note 2-New Accounting Pronouncements

Effective January 1, 2002, the Corporation adopted SFAS No. 142, "Goodwill and Other Intangible Assets" ("SFAS No. 142") resulting in no goodwill impairment. In accordance with the new standard, goodwill and intangible assets with indefinite lives are no longer amortized, but are subject to impairment tests at least annually. Intangible assets with finite lives continue to be amortized over the period the Corporation expects to benefit from such assets and are periodically reviewed for other than temporary impairment.

Note 3-Earnings per Share

Basic EPS is computed by dividing income available to common stockholders by the average number of common shares outstanding for the period. Except when the effect would be antidilutive, the diluted EPS calculation includes shares that could be issued under outstanding stock options and the employee stock purchase plan, and common shares that would result from the conversion of convertible preferred stock.

	Three Months Ended June 30	
	2002	2001
(In millions, except per share data)		
Income before cumulative effect of accounting change	$ 843	$ 708
Cumulative effect of accounting change	-	(44)
Net income	843	664
Preferred stock dividends	-	(3)
Net income available to common stockholders for basic and diluted EPS	$ 843	$ 661
Average shares outstanding	1,174	1,166
Stock options	10	10
Average shares outstanding assuming full dilution	1,184	1,176
Earnings per share before cumulative effect of change in accounting principle:		
Basic	$ 0.72	$ 0.60
Diluted	$ 0.71	$ 0.60
Earnings per share:		

Basic	$ 0.72	$ 0.57
Diluted	$ 0.71	$ 0.56

Note 4-Restructuring-Related Activity

a) Fourth Quarter 2001 Restructuring-Related Activity

The Corporation recorded restructuring-related activity in the fourth quarter of 2001 for additional real estate and severance costs to accomplish more rapid expense reductions, accelerated systems conversions and other consolidations. Summarized below are the details of these restructuring-related activities:

(In millions)	Personnel-Related Costs	Contractual Obligations and Asset Writedowns	Total
December 31, 2001 Reserve balance	$ 76	$ 278	$ 354
Amounts utilized	(2)	(134)	(136)
March 31, 2002 Reserve balance	74	144	218
Reserve adjustments	(21)	(21)	(42)
Amounts utilized	(10)	(9)	(19)
June 30, 2002 Reserve balance	$ 43	$ 114	$ 157

Personnel-related costs initially recorded consisted primarily of severance costs related to identified staff reductions in the lines of business totaling approximately 6,900 positions. Contractual obligations included the estimated costs associated with the lease and other contract termination costs incorporated in the business restructuring plans. Asset writedowns included leasehold write-offs related to leased properties following the decision to abandon such facilities, as well as in the case of fixed assets and capitalized software for which similar decisions were made. Actions under this overall restructuring plan are expected to be completed within a 12-month period. Certain contractual payments associated with these actions, as required, will extend beyond this 12-month time frame.

b) Second Quarter 2000 Restructuring-Related Activity

Actions under this restructuring plan have been completed, with only payments of identified obligations remaining, which consist primarily of lease obligations. Unpaid amounts totaled $45 million as of June 30, 2002 and will be paid as required over the remaining contractual periods.

Note 5-Business Segments

The information presented on page 4 is consistent with the content of business segment data provided to the Corporation's management, which does not use product group revenues to assess consolidated results. Aside from investment management and insurance products, product offerings are tailored to specific customer segments. As a result, the aggregation of product revenues and related profit measures across lines of business is not available.

Aside from the United States of America, no single country or geographic region generates a significant portion of the Corporation's revenues or assets. In addition, there are no single customer concentrations of revenue or profitability.

For additional disclosures regarding the Corporation's operating segments see the "Business Segment Results and Other Data" section beginning on page 4. The data presented in tables beginning with the section entitled "Financial Performance" in the "Retail" through "Corporate" segments on page 5-22 are included for analytical purposes only.

Note 6-Interest Income and Interest Expense

Details of interest income and interest expense are as follows:

	Three Months Ended June 30		Six Months Ended June 30	
	2002	2001	2002	2001
(In millions)				
Interest Income				
Loans, including fees	$2,428	$3,395	$4,997	$7,197
Bank balances	12	36	27	106
Federal funds sold and securities under resale agreements	38	136	81	251
Trading assets	64	85	124	168
Investment securities	847	733	1,700	1,584
Total	3,389	4,385	6,929	9,306
Interest Expense				
Deposits	696	1,312	1,420	2,832
Federal funds purchased and securities sold under repurchase agreements	73	177	135	408
Other short-term borrowings	33	198	73	481
Long-term debt	545	643	1,059	1,345
Total	1,347	2,330	2,687	5,066
Net Interest Income	2,042	2,055	4,242	4,240
Provision for credit losses	607	540	1,272	1,125
Net Interest Income After Provision for Credit Losses	$1,435	$1,515	$2,970	$3,115

Note 7-Investment Securities

The summary of the Corporation's investment portfolio follows:

June 30, 2002	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair (Book
(In millions)				
U.S. Treasury	$ 1,577	$ 29	$ (2)	$
U.S. government agencies	29,082	356	(104)	
States and political subdivisions	1,145	40	(1)	
Interests in credit card securitized receivables	21,853	90	-	
Other debt securities	6,521	39	(10)	
Equity securities (1)	3,404	16	-	
Total available for sale securities	$63,582	$570	$(117)	
Principal and other investments (2)				-
Total investment securities				$

(1) The fair values of certain securities for which market quotations were not available were estimated.
(2) The fair values of certain securities reflect liquidity and other market-related factors, and includes investments accounted for at fair value consistent with specialized industry practice.

For the six months ended June 30, 2002, gross recognized gains and losses on the sale of investment securities were $545 million and $466 million, respectively. For the six months ended June 30, 2001, gross recognized gains and losses on the sale of investment securities were $421 million and $448 million, respectively.

Included in other liabilities at June 30, 2002 is $6.9 billion related to unsettled investment security purchases recorded on a trade date basis.

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Note 8-Guaranteed Preferred Beneficial Interest in the Corporation's Junior Subordinated Debt

At June 30, 2002 the Corporation sponsored ten trusts with a total aggregate issuance of $3.3 billion in trust preferred securities as follows:

	Trust Preferred			Junior Subordin
(Dollars in millions)	Issuance Date	Initial Liquidation Value	Distribution Rate	Initial Principal Amount

Capital VI	September 28, 2001	$ 525	7.20%	$ 541.2	Octo
Capital V	January 30, 2001	300	8.00%	309.3	Janu
Capital IV	August 30, 2000	160	3-mo LIBOR plus 1.50%	164.9	Septe
Capital III	August 30, 2000	475	8.75%	489.7	Septe
Capital II	August 8, 2000	280	8.50%	288.7	Aug
Capital I	September 20, 1999	575	8.00%	593.0	Septem
First Chicago NBD Capital 1	January 31, 1997	250	3-mo LIBOR plus 0.55%	258.0	Febr
First USA Capital Trust I (2)	December 20, 1996	200	9.33%	206.2	Janu
First Chicago NBD Institutional Capital A	December 3, 1996	500	7.95%	515.0	Dece
First Chicago NBD Institutional Capital B	December 5, 1996	250	7.75%	258.0	Dece

(1) Redeemable at any time subject to approval by the Federal Reserve Board.

(2) The Corporation paid a premium of $36 million to repurchase $193 million of these securities in 1997.

These trust preferred securities are tax-advantaged issues that qualify for Tier 1 capital treatment. Distributions on these securities are included in interest expense on long-term debt. Each of the trusts is a statutory business trust organized for the sole purpose of issuing trust securities and investing the proceeds thereof in junior subordinated debentures of the Corporation, the sole asset of each trust. The preferred trust securities of each trust represent preferred beneficial interests in the assets of the respective trusts and are subject to mandatory redemption upon payment of the junior subordinated debentures held by the trust. The common securities of each trust are wholly-owned by the Corporation. Each trust's ability to pay amounts due on the trust preferred securities is solely dependent upon the Corporation making payment on the related junior subordinated debentures. The Corporation's obligations under the junior subordinated securities and other relevant trust agreements, in aggregate, constitute a full and unconditional guarantee by the Corporation of each respective trust's obligations under the trust securities issued by such trust.

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Note 9-Supplemental Disclosures for Accumulated Other Adjustments to Stockholders' Equity

Accumulated other adjustments to stockholders' equity are as follows:

Six Months Ended June 30	200
(In millions)	
Fair value adjustment on investment securities-available for sale:	
Balance, beginning of period	$ 7

Change in fair value, net of taxes of $202 and $34 for the six months ended June 30, 2002 and 2001, respectively	35
Reclassification adjustment, net of taxes of $(86) and $(8), for the six months ended June 30, 2002 and 2001, respectively	(14
Balance, end-of-period	28
Fair value adjustment on derivative instruments-cash flow type hedges:	
Balance, beginning of period	(14
Transition adjustment at January 1, 2001, net of taxes of $(56)	
Net change in fair value associated with current period hedging activities, net of taxes of $148 and $39 for the six months ended June 30, 2002 and 2001, respectively	(22
Net reclassification into earnings, net of taxes of $87 and $17 for the six months ended June 30, 2002 and 2001, respectively	13
Balance, end-of-period	(23
Accumulated translation adjustment:	
Balance, beginning of period	
Translation loss, net of hedge results and taxes	(
Balance, end-of-period	
Total accumulated other adjustments to stockholders' equity	$ 4

Note 10-Stock-Based Compensation

In the second quarter 2002, Bank One adopted the fair value method of accounting for its stock option and stock purchase plans for 2002 grants under the guidance of SFAS No. 123 (SFAS No. 123), "Accounting for Stock-Based Compensation." Under SFAS No. 123, compensation expense is recognized over the vesting period equal to the fair value of stock based compensation as of the date of grant. The impact on the first quarter 2002 is immaterial as annual stock option awards were granted in April. Pursuant to the requirements of SFAS No. 123, options granted prior to January 1, 2002 continue to be accounted for under APB 25.

The grant date fair values of stock options granted under the Corporation's various stock option plans and the Employee Stock Purchase Plan were determined using the Black-Scholes option pricing model. The fair value estimate for the April 2002 grant was $13.23 per option. Fair values were estimated using the following assumptions for 2002: expected dividend yield of 2.04%, expected volatility of 35.25%, risk-free interest rates of 2.91-4.53% depending on varying lives, and expected lives of 1.5-5 years.

For the six months ended June 30, 2002, the net income and fully-diluted earnings per share impacts were $8 million and $0.01, respectively. Other disclosures related to stock options have not materially changed from the disclosure provided in Note 19 of the Corporation's 2001 Annual Report.

Note 11-Contingent Liabilities

The Corporation and certain of its subsidiaries have been named as defendants in various legal proceedings, including certain class actions, arising out of the normal course of business or operations. In certain of these proceedings, which are based on alleged violations of consumer protection, securities, banking, insurance and other laws, rules or principles, substantial money damages are asserted against the Corporation and its subsidiaries. Since the Corporation and certain of its subsidiaries, which are regulated by one or more federal and state regulatory authorities, are the subject of numerous examinations and reviews by such authorities, the Corporation also is and will be, from time to time, normally engaged in various disagreements with regulators, related primarily to its financial services businesses. The Corporation has also received certain tax deficiency assessments. In view of the inherent difficulty of predicting the outcome of such matters, the Corporation cannot state what the eventual outcome of pending matters will be; however, based on current knowledge and after consultation with counsel, management does not believe that liabilities arising from these matters, if any, will have a material adverse effect on the consolidated financial position of the Corporation.

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Management's Certification of Periodic Report

We hereby certify that this Form 10-Q, containing BANK ONE CORPORATION's consolidated financial statements for the three months and six months ended June 30, 2002, fully complies with the requirements of Section 13(a) of the Securities Exchange Act of 1934, and the information contained in this Form 10-Q fairly presents, in all material respects, the financial condition and results of operations of the Corporation.

/s/ James Dimon

James Dimon
Principal Executive Officer

/s/ Heidi Miller

Heidi Miller
Principal Financial Officer

August 12, 2002

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SELECTED STATISTICAL INFORMATION
BANK ONE CORPORATION and Subsidiaries

Average Balances/Net Interest Margin/Rates

	June 30, 2002			March
Three Months Ended (Dollars in millions)	Average Balance	Interest	Average Rate	Average Balance
Assets				

Short-term investments	$ 10,300	$ 49	1.91%	$ 12,560
Trading assets (1)	6,941	65	3.76	6,239
Investment securities: (1)				
U.S. government and federal agency	26,655	364	5.48	25,883
States and political subdivisions	1,178	22	7.49	1,287
Other	31,257	484	6.21	30,904
Total investment securities	59,090	870	5.91	58,074
Loans (1) (2)	149,674	2,441	6.54	154,942
Total earning assets	226,005	3,425	6.08	231,815
Allowance for credit losses	(4,521)			(4,563)
Other assets - nonearning	34,383			36,102
Total assets	$255,867			$ 263,354
Liabilities and Stockholders' Equity				
Deposits - interest-bearing:				
Savings	$ 10,997	$ 48	1.75%	$ 12,731
Money market	67,546	163	0.97	70,387
Time	35,529	414	4.67	37,387
Foreign offices (3)	14,293	71	1.99	14,064
Total deposits - interest-bearing	128,365	696	2.17	134,569
Federal funds purchased and securities under repurchase agreements	15,188	73	1.93	14,531
Other short-term borrowings	6,031	33	2.19	7,376
Long-term debt (4)	43,870	545	4.98	43,022
Total interest-bearing liabilities	193,454	1,347	2.79	199,498
Demand deposits	27,266			29,165
Other liabilities	13,557			13,828
Preferred stock	-			-
Common stockholders' equity	21,590			20,863
Total liabilities and equity	$255,867			$ 263,354
Interest income/earning assets		$3,425	6.08%	
Interest expense/interest bearing liabilities		1,347	2.39	
Net interest income/margin		$2,078	3.69%	

(1) Includes tax-equivalent adjustments based on federal income tax rate of 35%.
(2) Nonperforming loans are included in average balances used to determine average rate.
(3) Includes international banking facilities' deposit balances in domestic offices and balances of Edge Act and oversees offices.
(4) Includes trust preferred capital securities.

December 31, 2001			September 30, 2001			June 30, 2001		
Average Balance	Interest	Average Rate	Average Balance	Interest	Average Rate	Average Balance	Interest	Average R
$ 14,442	$ 89	2.44%	$ 12,704	$ 117	3.65%	$ 15,050	$ 172	4.58
6,487	63	3.85	6,982	78	4.43	7,276	85	4.69
23,317	332	5.65	21,655	312	5.72	20,013	282	5.65
1,327	25	7.47	1,303	25	7.61	1,265	23	7.29
29,201	507	6.89	27,292	473	6.88	26,227	445	6.81
53,845	864	6.37	50,250	810	6.40	47,505	750	6.33
160,150	2,841	7.04	165,416	3,204	7.68	169,140	3,408	8.08
234,924	3,857	6.51	235,352	4,209	7.10	238,971	4,415	7.41
(4,516)			(4,499)			(4,255)		
36,348			34,993			33,543		
$266,756			$265,846			$268,259		
$ 15,509	$ 30	0.77%	$ 14,969	$ 42	1.11%	$ 15,888	$ 45	1.14
60,333	235	1.55	53,189	305	2.28	48,914	330	2.71
39,456	521	5.24	42,891	621	5.74	45,649	688	6.05
17,979	114	2.52	21,817	195	3.55	22,782	249	4.38
133,277	900	2.68	132,866	1,163	3.47	133,233	1,312	3.95
15,611	80	2.03	17,038	145	3.38	16,890	177	4.20
9,657	65	2.67	11,217	113	4.00	15,024	198	5.29
44,282	539	4.83	42,862	595	5.51	42,191	643	6.11
202,827	1,584	3.10	203,983	2,016	3.92	207,338	2,330	4.51
29,983			28,576			28,575		
13,443			13,203			13,039		
64			190			190		
20,439			19,894			19,117		
$266,756			$265,846			$268,259		
	$3,857	6.51%		$4,209	7.10%		$4,415	7.41
	1,584	2.67		2,016	3.40		2,330	3.91
	$2,273	3.84%		$2,193	3.70%		$2,085	3.50

SELECTED STATISTICAL INFORMATION
BANK ONE CORPORATION and Subsidiaries

Average Balances/Net Interest Margin/Rates

Six Months Ended June 30	
2002	2001

(Dollars in millions)	Average Balance	Interest	Average Rate	Average Balance	Inter
Assets					
Short-term investments	$ 11,424	$ 107	1.89%	$ 13,644	$
Trading assets (1)	6,592	125	3.82	6,494	
Investment securities: (1)					
U.S. government and federal agency	26,271	716	5.50	19,672	
States and political subdivisions	1,232	45	7.37	1,267	
Other	31,082	985	6.39	28,173	
Total investment securities	58,585	1,746	6.01	49,112	1,
Loans (1) (2)	152,293	5,022	6.65	171,395	7,
Total earning assets	228,894	7,000	6.17	$ 240,645	$ 9,
Allowance for credit losses	(4,542)			(4,235)	
Other assets - nonearning	35,238			32,473	
Total assets	$ 259,590			$ 268,883	
Liabilities and Stockholders' Equity					
Deposits - interest-bearing:					
Savings	$ 11,859	$ 91	1.55	$ 15,691	$
Money market	68,959	331	0.97	47,965	
Time	36,453	859	4.75	46,454	1,
Foreign offices (3)	14,179	139	1.98	23,427	
Total deposits - interest-bearing	131,450	1,420	2.18	133,537	2,
Federal funds purchased and securities under repurchase agreements	14,861	135	1.83	17,009	
Other short-term borrowings	6,699	73	2.20	16,629	
Long-term debt (4)	43,449	1,059	4.92	41,987	1,
Total interest-bearing liabilities	196,459	$ 2,687	2.76	209,162	$ 5,
Demand deposits	28,210			27,706	
Other liabilities	13,693			12,858	
Preferred stock	-			190	
Common stockholders' equity	21,228			18,967	
Total liabilities and equity	$ 259,590			$ 268,883	
Interest income/earning assets		$ 7,000	6.17%		$ 9,
Interest expense/interest bearing liabilities		2,687	2.37		5,
Net interest margin		$ 4,313	3.80%		$ 4,

(1) Includes tax-equivalent adjustments based on federal income tax rate of 35%.
(2) Nonperforming loans are included in average balances used to determine average rate.
(3) Includes international banking facilities' deposit balances in domestic offices and balances of Edge Act and oversees offices.
(4) Includes trust preferred capital securities.

FORM 10-Q

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

(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, 2002

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 001-15323

BANK ONE CORPORATION

(exact name of registrant as specified in its charter)

DELAWARE	31-0738296
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
1 BANK ONE PLAZA CHICAGO, ILLINOIS	60670
(Address of principal executive offices)	(Zip Code)

312-732-4000

(Registrant's telephone number, including area code)

(Former name, former address and former fiscal year, if changed since last report)

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

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Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of July 31, 2002.

Class	Number of Shares Outstanding
Common Stock $0.01 par value	1,170,953,429

Form 10-Q Cross-Reference Index

PART I-FINANCIAL INFORMATION

PART II-OTHER INFORMATION

PART II-OTHER INFORMATION

ITEM 1. Legal Proceedings

None

ITEM 2. Changes in Securities and Use of Proceeds

None

ITEM 3. Defaults Upon Senior Securities

Not applicable

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

BANK ONE CORPORATION held its Annual Meeting of Stockholders on Tuesday, April 16, 2002. A total of 997,192,741 shares were represented in person or by proxy, or more than 85% of the total shares outstanding.

1. Proposal 1--Stockholders elected the twelve Director nominees named in the Proxy Statement.

Name	For	Withheld
John H. Bryan	981,355,705	15,837,036
James S. Crown	987,679,765	9,512,976
James Dimon	987,813,857	9,378,884
Maureen A. Fay, O.P.	986,404,443	10,788,298
John R. Hall	986,823,270	10,369,471
Laban P. Jackson, Jr.	981,444,653	15,748,088
John W. Kessler	986,931,755	10,260,986
Richard A. Manoogian	978,164,241	19,028,500
William T. McCormick, Jr.	981,745,486	15,447,255
David C. Novak	924,000,457	73,192,284
John W. Rogers, Jr.	981,711,715	15,481,026
Frederick P. Stratton, Jr.	972,883,291	24,309,450

2. Proposal 2--the ratification of the appointment of KPMG LLP as Bank One's independent auditor for 2002--received votes as follows:

FOR:	974,115,705	(97.695% of the shares present and entitled to vote on the proposal)
AGAINST:	16,240,110	(1.629% of the shares present and entitled to vote on the proposal)
ABSTAIN:	6,738,676	(0.676% of the shares present and entitled to vote on the proposal)

ITEM 5. Other Information

None

ITEM 6. Exhibits and Reports on Form 8-K

(a) Exhibit 12-Statement regarding computation of ratios.

(b) The Registrant filed the following Current Reports on Form 8-K during the quarter ended June 30, 2002.

Date	Item Reported
April 16, 2002	Registrant's April 16, 2002 news release announcing its 2002 first quarter earnings.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

BANK ONE CORPORATION

Date August 12, 2002	/s/ James Dimon James Dimon Principal Executive Officer
Date August 12, 2002	/s/ Heidi Miller Heidi Miller Principal Financial Officer
Date August 12, 2002	/s/ Melissa J. Moore Melissa J. Moore Principal Accounting Officer

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BANK ONE CORPORATION

EXHIBIT INDEX

Exhibit Number	Description of Exhibit
12	-Statement regarding computation of ratios.

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