PEPPER JANE G Form 4 April 28, 2005

### FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* PEPPER JANE G

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol PNC FINANCIAL SERVICES

(Check all applicable)

**GROUP INC [PNC]** (First) (Middle) 3. Date of Earliest Transaction

> (Month/Day/Year) 04/26/2005

X\_ Director 10% Owner Officer (give title Other (specify below)

**PENNSYLVANIA** HORTICULTURAL SOCIETY, 100

(Street)

N. 20TH STREET - 5TH FLOOR

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

PHILADELPHIA, PA 19103-1495

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

Reported (A)

Transaction(s)

Code V Amount (D) Price

(Instr. 3 and 4)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	re Expiration Da (Month/Day/Y	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code	V	(A) (I	D) Date Exercisable	Expiration Date	Title	Am or Nur of Sha	
Non-Employee Director Non-Statutory Stock Option	\$ 52.64	04/26/2005		A <u>(1)</u>		2,000	04/26/2006	04/26/2015	\$5 Par Common Stock	2,	
Phantom Stock Unit	<u>(2)</u>	01/24/2005		J <u>(3)</u>	V	16	<u>(4)</u>	<u>(4)</u>	\$5 Par Common Stock	1	
Phantom Stock Unit	<u>(2)</u>	01/24/2005		J <u>(5)</u>	V	43	<u>(4)</u>	<u>(4)</u>	\$5 Par Common Stock	2	
Phantom Stock Unit	<u>(2)</u>	04/26/2005		A(6)		1,000	<u>(4)</u>	<u>(4)</u>	\$5 Par Common Stock	1,	

# **Reporting Owners**

Reporting Owner Name / Address	Kelationships						
,	Director	10% Owner	Officer	Other			
PEPPER JANE G PENNSYLVANIA HORTICULTURAL SOCIETY 100 N. 20TH STREET - 5TH FLOOR PHILADELPHIA, PA 19103-1495	X						

## **Signatures**

Mark C. Joseph, Attorney in Fact for Jane G.
Pepper

\*\*Signature of Reporting Person

Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Non-statutory stock options will become fully vested on the first anniversary of the date of grant.
- **(2)** 1 for 1.

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- (3) Phantom Stock Units received as dividend equivalents under the PNC Directors Deferred Compensation Plan.
- (4) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.
- (5) Phantom Stock Units received as dividend equivalents under the PNC Outside Directors Deferred Stock Unit Plan.
- (6) Phantom Stock Units awarded by the Nominating and Governance Committee pursuant to the PNC Outside Directors Deferred Stock Unit Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.