

PNC FINANCIAL SERVICES GROUP INC

Form 4

January 21, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Joseph C. Guyaux
 The PNC Financial Services Group, Inc.

One PNC Plaza
 249 Fifth Avenue
 PA, Pittsburgh, 15222-2707

2. Issuer Name and Ticker or Trading Symbol
 The PNC Financial Services Group, Inc. (PNC)

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year
 1/21/2003

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 President

7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

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

1. Title of Security	2. Transaction		3. Code		4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficially Owned at End of Month
	Date		V	Amount	A/D	Price		
\$5 Par Common Stock	10/24/2002	J	V	3	A			
\$5 Par Common Stock	1/21/2003	S		8600	D	45.00		
\$5 Par Common Stock	1/21/2003	S		1568	D	45.01		
\$5 Par Common Stock	1/21/2003	S		1800	D	45.02		
\$5 Par Common Stock	1/21/2003	S		5000	D	45.25	94550	
\$5 Par Common Stock	12/31/2002	A/J	V	5	A		411	

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Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Put or Call
Phantom Stock Units		12/31/2002	A	111		\$5 Par Common Stock	

Explanation of Responses:

1. Dividend Reinvestment Shares acquired.
2. These shares were acquired during the fourth quarter of 2002 pursuant to the PNC Incentive Savings Plan.
3. The reported phantom stock units were acquired under PNC's Supplemental Incentive Savings Plan during fourth quarter of 2002 and will be settled in cash upon the reporting person's retirement or other termination of service.