

Edgar Filing: ROHR JAMES E - Form 4

ROHR JAMES E
 Form 4
 February 07, 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
 James E. Rohr

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/Day/Year
 2/6/2003

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

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

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. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
\$5 Par Common Stock	2/6/2003		A1	10000	A		
\$5 Par Common Stock	2/6/2003		F2	1614	D	42.94	331020
\$5 Par Common Stock	12/31/2002		J3	300	A		25585
\$5 Par Common Stock							400

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

1. Title of Derivative Security	2. Con- version or Exer	3. Trans- action	3A. Deemed	4. Trans- action	5. Number of De rivative Secu rities Acqui	6. Date Exer cisable and Expiration	7. Title and Amount of Underlying Securities	8. P of vat
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Discipline	Price of	Derivative	Security	Execution	Code	Amount	Restriction	Date (Month/Day/Year)	Expiration	Title and Number of Shares
Phantom Stock Unit (1-for-1)										\$5 Par Common Stock
Phantom Stock Unit (1-for-1)				J	V	400	A	1/24/2002		\$5 Par Common Stock 400

Explanation of Responses:

- Grant of restricted stock; one-half issued free of any restriction and one-half to vest upon expiration of restricted period which runs through 12/31/2003.
- Shares withheld to satisfy tax withholding obligations for grant of restricted stock.
- These shares were acquired during the fourth quarter of 2002 pursuant to the PNC Incentive Savings Plan.
- The reporting person disclaims ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.
- The reported phantom stock units were acquired under the PNC Supplemental Incentive Savings Plan and will be settled in cash upon the reporting person's retirement or other termination of service.

SIGNATURE OF REPORTING PERSON

James E. Rohr

Mark C. Joseph, Attorney-In-Fact for James E. Rohr