

ROHR JAMES E
Form 4
May 21, 2007

FORM 4

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

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

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
ROHR JAMES E

2. Issuer Name **and** Ticker or Trading
Symbol
PNC FINANCIAL SERVICES
GROUP INC [PNC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE PNC PLAZA, 249 FIFTH
AVENUE

3. Date of Earliest Transaction
(Month/Day/Year)
05/17/2007

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) Chairman and CEO

(Street)
PITTSBURGH, PA 15222-2707

4. If Amendment, Date Original
Filed(Month/Day/Year)

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

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
\$5 Par Common Stock	05/17/2007		M ⁽¹⁾		247,000	A	\$ 54.04 647,327
\$5 Par Common Stock	05/17/2007		F ⁽¹⁾		178,818	D	\$ 74.645 468,509
\$5 Par Common Stock	05/17/2007		F ⁽¹⁾		27,689	D	\$ 74.645 440,820
\$5 Par	05/17/2007		M		60,778	A	\$ 501,598

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Common Stock					70.575		
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	5,778	D	\$ 74.6	495,820	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	5,000	D	\$ 74.4	490,820	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	900	D	\$ 74.42	489,920	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	4,400	D	\$ 74.45	485,520	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	5,600	D	\$ 74.54	479,920	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	5,000	D	\$ 74.53	474,920	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	5,000	D	\$ 74.55	469,920	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	5,000	D	\$ 74.7	464,920	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	10,000	D	\$ 74.65	454,920	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	5,000	D	\$ 74.68	449,920	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	400	D	\$ 74.93	449,520	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	5,000	D	\$ 74.87	444,520	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	1,600	D	\$ 74.9	442,920	D
\$5 Par Common Stock	05/17/2007	<u>S(2)</u>	2,100	D	\$ 74.92	440,820	D

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\$5 Par Common Stock	03/31/2007	J ⁽³⁾	V	368	A	<u>(4)</u>	32,465	I	401(k) Plan
\$5 Par Common Stock	04/24/2007	J ⁽⁵⁾	V	269	A	\$ 75.315	32,734	I	401(k) Plan
\$5 Par Common Stock	01/24/2007	J ⁽⁵⁾	V	4	A	\$ 73.2	473	I	Custodian Account/PUTMA <u>(6)</u>
\$5 Par Common Stock	04/24/2007	J ⁽⁵⁾	V	4	A	\$ 75.12	477	I	Custodian Account/PUTMA <u>(6)</u>
\$5 Par Common Stock							3,555	I	By GRAT <u>(6)</u>
\$5 Par Common Stock							58,200	I	By Spouse <u>(6)</u>

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

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(9-02)

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

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title a Underly (Instr. 3)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title
Employee Stock Option (Right-to-Buy)	\$ 54.04	05/17/2007		M	247,000	01/06/2005 01/06/2014	\$5 Pa Comm Stoc
Employee Stock Option (Right-to-Buy) Reload	\$ 70.575	05/17/2007		M	60,778	02/21/2002 02/19/2008	\$5 Pa Comm Stoc
Employee Stock Option (Right-to-Buy) Reload	\$ 74.645	05/17/2007		A	206,507	05/17/2008 01/06/2014	\$5 Pa Comm Stoc

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROHR JAMES E ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707	X		Chairman and CEO	

Signatures

Lori A. Hasselman, Attorney-in-Fact for James E.
Rohr

05/21/2007

____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).

- The exercise of this option and the satisfaction of the resulting tax withholding obligation were effected by the Reporting Person through
- (1) the delivery, via attestation, of already owned shares of common stock of the Issuer and did not involve an open market transaction in the Issuer's securities.
 - (2) Sale pursuant to cashless exercise of employee stock options.
 - (3) Shares acquired under the PNC Incentive Savings Plan.
 - (4) Shares acquired under the PNC Incentive Savings Plan at various prices.
 - (5) Dividend reinvestment shares acquired.
 - (6) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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