

Edgar Filing: ROHR JAMES E - Form 4

ROHR JAMES E
 Form 4
 January 31, 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
 1/30/2003

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	1/30/ 2003		M	65000	A	43.8577	
\$5 Par Common Stock	1/30/ 2003		S 1	35000	D	43.65	
\$5 Par Common Stock	1/30/ 2003		S 1	20000	D	44.15	
\$5 Par Common Stock	1/30/ 2003		S 1	10000	D	44.00	322634
\$5 Par Common Stock							25285
\$5 Par Common Stock							400

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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	3A. Deemed Execution	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. Payment of Underlying Securities
Phantom Stock Unit (1-for-1)		12/31/2002		A3	95		\$5 Par Common Stock	95
Phantom Stock Unit (1-for-1)		12/31/2002		A4	1021		\$5 Par Common Stock	1021
Employee Stock Option (Right-to-Buy)	29.25	1/30/2003		M	65000	D 12/16/94 - 12/16/03	\$5 Par Common Stock	65000

Explanation of Responses:

1. Sale pursuant to cashless exercise of employee stock options.
2. 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.
3. Phantom stock units received as dividend equivalents under the PNC Deferred Compensation Plan.
4. The reported phantom stock units were acquired under PNC's Supplemental Incentive Savings Plan during 2002 and will be settled in cash when the reporting person ceases to be a Plan participant.

SIGNATURE OF REPORTING PERSON

James E. Rohr

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