

Edgar Filing: HANNON MICHAEL J - Form 4

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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

Michael J. Hannon

PNC Financial Services Group, Inc.

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)

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

(specify below)

Sr. Vice President and Chief Credit Policy 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		F1	725	D	42.94	
\$5 Par Common Stock	2/6/2003		A2	4000	A		21318
\$5 Par Common Stock	12/31/2002		J3	54	A		4529
\$5 Par Common Stock							136
\$5 Par Common Stock							137

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

1. Title of Derivative	2. Con- version	3. Trans- action	3A. Deemed	4. Trans- action	5. Number of De rivative Secu	6. Date Exer cisable and	7. Title and Amount of Underlying	8. P of
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Security	For Exer	Action	Action	Securities Acquired	Expiration	Securities	Value
Price of	Exercise	Execution	Execution	(A) or Disposed of (D)	Date (Month/Day/Year)	Title and Number of Shares	Securities
Derivative	Derivative	Derivative	Derivative	Amount	Date	of Shares	Value
Security	Security	Security	Security	Amount	Date	of Shares	Value
Day/Year	Day/Year	Day/Year	Day/Year	Amount	Date	of Shares	Value
Year	Year	Year	Year	Amount	Date	of Shares	Value
Phantom Stock		1/24/ 2	A	V113	A	\$5 Par Commo	113
Units		003	5			n Stock	

Explanation of Responses:

1. Shares withheld to satisfy tax withholding obligations for grant of restricted stock.
2. 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.
3. These shares were acquired during the fourth quarter of 2002 pursuant to the PNC Incentive Savings Plan.
4. 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.
5. 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

Michael J. Hannon

Mark C. Joseph, Attorney-in-Fact for Michael J. Hannon