WHITFORD THOMAS K
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
   Thomas K. Whitford
   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)
   ( ) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other (specify below)
   Group Executive and Chief Risk 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. Transaction Date	2A. Execution Date	3. Transaction Code	V	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		A 1		7000	A		
$5 Par Common Stock	2/6/ 2003		F 2		1166	D	42.94	101437
$5 Par Common Stock	12/31/ 2002		J 3	V	80	A		6716

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

1.Title of Derivative Security	2.Conversion or Exercise Price of	3. Transaction	3A. Deemed Execution	4. Transaction	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.P of vat Sec rit

	Deriva-tive Secu-rity	(Month/Day/Year)	(Month/Day/Year)	Code	V	Amount	A/D	Date Exer-cisa-ble	Expir-ation Date	Title and Number of Shares	
Phantom Stock Unit (1-for-1)		1/24/2003		A 4	V	81	A			$5 Par Common Stock	81
Phantom Stock Unit (1-for-1)		1/24/2003		A 5	V	210	A			$5 Par Common Stock	210

Explanation of Responses:

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

Thomas K. Whitford

Mark C. Joseph, Attorney-In-Fact for Thomas K. Whitford