

ROHR JAMES E
Form 4
October 29, 2004

FORM 4

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

OMB APPROVAL

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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

(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)

3. Date of Earliest Transaction (Month/Day/Year)
10/27/2004

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

THE PNC FINANCIAL SERVICES GROUP, INC., ONE PNC PLAZA
(Street)

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

PITTSBURGH, PA 15222-2707

(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)	
				(A) or (D)	Price			
\$5 Par Common Stock	05/28/2004		G	V	9,055	D	\$ 0 348,689	D
\$5 Par Common Stock	05/28/2004		G	V	58,200	D	\$ 0 290,489	D
\$5 Par Common Stock	10/27/2004		M ⁽¹⁾	A	43,334	A	\$ 46.875 333,823	D
\$5 Par Common Stock	10/27/2004		F ⁽¹⁾	D	38,984	D	\$ 294,839	D

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Common Stock						52.105		
\$5 Par Common Stock	10/27/2004		<u>F(1)</u>	1,332	D	\$ 52.105	293,507	D
\$5 Par Common Stock	07/24/2004		<u>J(2)</u>	V 280	A	\$ 49.695	28,474	I 401(K)Plan
\$5 Par Common Stock							9,055	I By GRAT <u>(3)</u>
\$5 Par Common Stock							58,200	I By Spouse <u>(3)</u>
\$5 Par Common Stock	07/24/2004		<u>J(2)</u>	V 4	A	\$ 49.695	434	I Custodian Account/PUTMA

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

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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 and Underlying (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Phantom Stock Unit	<u>(4)</u>	07/24/2004		<u>J(5)</u>	V 234	<u>(6)</u>	<u>(6)</u>	\$5 Par Common Stock
Phantom Stock Unit	<u>(4)</u>	07/24/2004		<u>J(7)</u>	V 463	<u>(6)</u>	<u>(6)</u>	\$5 Par Common Stock
Phantom Stock Unit	<u>(4)</u>	09/30/2004		<u>J(8)</u>	V 589	<u>(6)</u>	<u>(6)</u>	\$5 Par Common Stock
	\$ 52.105	10/27/2004		A	40,316	10/27/2005	01/31/2010	

