

PENN ENGINEERING & MANUFACTURING CORP
Form SC 13G/A
February 14, 2001

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G
(RULE 13D-102)

INFORMATION STATEMENT PURSUANT TO RULES 13D-1 AND 13D-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 8)

PENN ENGINEERING & MANUFACTURING CORP.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

707389102

(CUSIP Number)

December 31, 2000

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

CUSIP No. 707389102

Page 1 of 5 Pages

- 1) Names of Reporting Persons
IRS Identification No. Of Above Persons

The PNC Financial Services Group, Inc. (formerly, PNC Bank Corp.)
25-1435979
 - 2) Check the Appropriate Box if a Member of a Group (See Instructions)
a)
b)
 - 3) SEC USE ONLY
 - 4) Citizenship or Place of Organization Pennsylvania
- | | | |
|--------------------|-----------------------------|---------|
| Number of Shares | 5) Sole Voting Power | 98,472 |
| Beneficially Owned | 6) Shared Voting Power | 175,725 |
| By Each Reporting | 7) Sole Dispositive Power | -0- |
| Person With | 8) Shared Dispositive Power | 211,222 |

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9) Aggregate Amount Beneficially Owned by Each Reporting Person 274,197*
*See the response to Item 4.
10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares []
See Instructions
11) Percent of Class Represented by Amount in Row (9) 16.36
12) Type of Reporting Person (See Instructions) HC

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

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UNDER THE SECURITIES EXCHANGE ACT OF 1934
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PENN ENGINEERING & MANUFACTURING CORP.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

707389102

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- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

CUSIP No. 707389102

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- 1) Names of Reporting Persons
IRS Identification No. Of Above Persons

PNC Bancorp, Inc. 51-0326854
- 2) Check the Appropriate Box if a Member of a Group (See Instructions)
a) []
b) []
- 3) SEC USE ONLY

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4) Citizenship or Place of Organization	Delaware	
Number of Shares	5) Sole Voting Power	98,472
Beneficially Owned	6) Shared Voting Power	175,725
By Each Reporting	7) Sole Dispositive Power	-0-
Person With	8) Shared Dispositive Power	211,222
9) Aggregate Amount Beneficially Owned by Each Reporting Person		274,197*
		*See the response to Item 4.
10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares See Instructions		[]
11) Percent of Class Represented by Amount in Row (9)		16.36
12) Type of Reporting Person (See Instructions)		HC

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G
(RULE 13D-102)

INFORMATION STATEMENT PURSUANT TO RULES 13D-1 AND 13D-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 8)

PENN ENGINEERING & MANUFACTURING CORP.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

707389102

(CUSIP Number)

December 31, 2000

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [X] Rule 13d-1(b)
[] Rule 13d-1(c)
[] Rule 13d-1(d)

CUSIP No. 707389102

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- 1) Names of Reporting Persons
 IRS Identification No. Of Above Persons

 PNC Bank, National Association 22-1146430
- 2) Check the Appropriate Box if a Member of a Group (See Instructions)
 a)
 b)
- 3) SEC USE ONLY
- 4) Citizenship or Place of Organization United States
- | | | |
|--------------------|-----------------------------|---------|
| Number of Shares | 5) Sole Voting Power | 98,472 |
| Beneficially Owned | 6) Shared Voting Power | 175,725 |
| By Each Reporting | 7) Sole Dispositive Power | -0- |
| Person With | 8) Shared Dispositive Power | 211,222 |
- 9) Aggregate Amount Beneficially Owned by Each Reporting Person
 274,197*
 *See the response to Item 4.
- 10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares
 See Instructions
- 11) Percent of Class Represented by Amount in Row (9) 16.36
- 12) Type of Reporting Person (See Instructions) BK

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ITEM 4 - OWNERSHIP:

The following information is as of December 31, 2000:

- (a) Amount Beneficially Owned: 274,197 shares*
 *At December 31, 2000, PNC Bank, National Association also beneficially owned in one or more accounts 480,191 shares of nonvoting common stock of the Issuer.
- (b) Percent of Class: 16.36
- (c) Number of shares to which such person has:
- | | |
|--|---------|
| (i) sole power to vote or to direct the vote | 98,472 |
| (ii) shared power to vote or to direct the vote | 175,725 |
| (iii) sole power to dispose or to direct the disposition of | -0- |
| (iv) shared power to dispose or to direct the disposition of | 211,222 |

ITEM 7 - IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

Included are the following subsidiaries of The PNC Financial Services Group,

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Inc. (formerly, PNC Bank Corp.) - HC:

PNC Bancorp, Inc. - HC (wholly owned subsidiary of PNC Bank Corp.)

PNC Bank, National Association - BK (wholly owned subsidiary of PNC Bancorp, Inc.)

ITEM 10 - CERTIFICATION:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 12, 2001

Date

By: /s/ Robert L. Haunschild

Signature - The PNC Financial Services Group, Inc.

Robert L. Haunschild, Senior Vice President and Chief Financial Officer

Name & Title

February 12, 2001

Date

By: /s/ James B. Yahner

Signature - PNC Bancorp, Inc.

James B. Yahner, Vice President

Name & Title

February 12, 2001

Date

By: /s/ Thomas R. Moore

Signature - PNC Bank, National Association

Thomas R. Moore, Secretary

Name & Title

AN AGREEMENT TO FILE A JOINT STATEMENT
WAS PREVIOUSLY FILED AS EXHIBIT A TO AMENDMENT NO. 2.