Edgar Filing: MASSARO ANTHONY A - Form 4

MASSARO ANTHONY A

Form 4

January 04, 2006

FORM 4

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

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MASSARO ANTHONY A	Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
	PNC FINANCIAL SERVICES GROUP INC [PNC]	(Check all applicable)			
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X_ Director 10% Owner Officer (give title Other (specification) below)			
ONE PNC PLAZA, 249 FIFTH AVENUE	01/03/2006	below) below)			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
PITTSBURGH, PA 15222-2707	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip)	Tabla I - Non-Darivativa Sacuritias Acc	quired Disposed of or Repeticially Owns			

(City)	(State)	Tabl	e I - Non-D	Derivative	Secur	ities A	cquired, Disposed	l of, or Benefic	cially 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. Securi onAcquirec Disposed (Instr. 3,	l (A) o l of (D)	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)
\$5 Par Common Stock	01/03/2006		A(1)	79	A	\$ 0	375	D	
\$5 Par Common Stock							1,000	I	By Massaro Limited Partnership
\$5 Par Common Stock							170	I	Spouse IRA

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

Edgar Filing: MASSARO ANTHONY A - Form 4

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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. Transa Code (Instr.		of Deri	vative arities uired or oosed O) r. 3,	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Unit	<u>(3)</u>	04/24/2005		J(4)	V	16		<u>(5)</u>	<u>(5)</u>	\$5 Par Common Stock	16	\$ 51.8
Phantom Stock Unit	<u>(3)</u>	07/24/2005		J <u>(4)</u>	V	15		(5)	(5)	\$5 Par Common Stock	15	\$ 55.53
Phantom Stock Unit	(3)	10/24/2005		J <u>(4)</u>	V	16		<u>(5)</u>	(5)	\$5 Par Common Stock	16	\$ 57.99
Phantom Stock Unit	(3)	04/24/2005		<u>J(6)</u>	V	20		<u>(5)</u>	<u>(5)</u>	\$5 Par Common Stock	20	\$ 51.8
Phantom Stock Unit	(3)	07/24/2005		J <u>(6)</u>	V	28		<u>(5)</u>	(5)	\$5 Par Common Stock	28	\$ 55.53
Phantom Stock Unit	<u>(3)</u>	10/24/2005		J <u>(6)</u>	V	28		<u>(5)</u>	<u>(5)</u>	\$5 Par Common Stock	28	\$ 57.99

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
	Y							

Reporting Owners 2

MASSARO ANTHONY A ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707

Signatures

Mark C. Joseph, Attorney in Fact for Anthony A. Massaro

01/04/2006

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Annual grant pursuant to PNC Directors Share Incentive Plan.
- 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**) 1 for 1.
- (4) Phantom Stock Units received as dividend equivalents under the PNC Directors Deferred Compensation Plan.
- (5) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.
- (6) Phantom Stock Units received as dividend equivalents under the PNC Outside Directors Deferred Stock Unit Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Signatures 3