

ROHR JAMES E  
Form 4  
October 29, 2004

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See Instruction*  
1(b).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
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response... 0.5

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

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

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

(Street)  
PITTSBURGH, PA 15222-2707

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

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

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Common Stock					52.105			
\$5 Par Common Stock	10/27/2004	F <sup>(1)</sup>	1,332	D	\$ 52.105	293,507	D	
\$5 Par Common Stock	07/24/2004	J <sup>(2)</sup>	V 280	A	\$ 49.695	28,474	I	401(K)Plan
\$5 Par Common Stock						9,055	I	By GRAT <sup>(3)</sup>
\$5 Par Common Stock						58,200	I	By Spouse <sup>(3)</sup>
\$5 Par Common Stock	07/24/2004	J <sup>(2)</sup>	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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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. 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	(4)	07/24/2004		J(5)	V	234		(6)	(6)	\$5 Par Common Stock
Phantom Stock Unit	(4)	07/24/2004		J(7)	V	463		(6)	(6)	\$5 Par Common Stock
Phantom Stock Unit	(4)	09/30/2004		J(8)	V	589		(6)	(6)	\$5 Par Common Stock
	\$ 52.105	10/27/2004		A		40,316		10/27/2005	01/31/2010	

Employee  
Stock Option  
(Right-to-Buy)  
Reload Option

\$5 Par  
Common  
Stock

Employee									\$5 Par
Stock Option	\$ 46.875	10/27/2004		M	43,334	01/31/2001	01/31/2010		Common
Right-to-Buy									Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROHR JAMES E THE PNC FINANCIAL SERVICES GROUP, INC. ONE PNC PLAZA PITTSBURGH, PA 15222-2707	X		Chairman and CEO	

## Signatures

Mark C. Joseph, Attorney-In-Fact for James E. Rohr	10/29/2004
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\_\_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).

- The exercise of this option and the satisfaction of the resulting tax withholding obligation were effected by the Reporting Person through
- (1) the delivery, via attestation, of already owned shares of common stock of the Issuer and did not involve an open market transaction in the Issuer's securities.
  - (2) Dividend Reinvestment Shares acquired.
  - (3) 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.
  - (4) 1 for 1.
  - (5) Phantom Stock Units received as dividend equivalents under the PNC Deferred Compensation Plan.
  - (6) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.
  - (7) Phantom Stock Units received as dividend equivalents under the PNC Supplemental Incentive Savings Plan.
  - (8) The reported phantom stock units were acquired pursuant to the PNC Supplemental Incentive Savings Plan.
  - (9) Shares acquired pursuant to the PNC Supplemental Incentive Savings Plan at various prices from \$50.75 to \$53.75.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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