

GULLEY JOAN L
Form 4
May 05, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GULLEY JOAN L

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)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

ONE PNC PLAZA, 249 FIFTH AVENUE

05/01/2008

SVP and Chief HR Officer

(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 Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------|
| | | | | Code | V | Amount | | | | (A) or (D) |
| \$5 Par Common Stock | 05/01/2008 | | M | | | 12,500 | \$ 42.5313 | 29,360 | D | |
| \$5 Par Common Stock | 05/01/2008 | | M | | | 25,000 | \$ 42.1875 | 54,360 | D | |
| \$5 Par Common Stock | 05/01/2008 | | M | | | 20,000 | \$ 43.81 | 74,360 | D | |
| \$5 Par Common Stock | 05/01/2008 | | S ⁽¹⁾ | | | 500 | \$ 71.72 | 73,860 | D | |

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| | | | | | | | | |
|----------------------------|------------|------------------------|-------|---|-----------|--------|--|---|
| Common Stock | | | | | | | | |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 100 | D | \$ 71.725 | 73,760 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 546 | D | \$ 71.74 | 73,214 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 736 | D | \$ 71.745 | 72,478 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 2,000 | D | \$ 71.75 | 70,478 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 1,200 | D | \$ 71.76 | 69,278 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 2,900 | D | \$ 71.765 | 66,378 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 2,900 | D | \$ 71.77 | 63,478 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 600 | D | \$ 71.775 | 62,878 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 3,100 | D | \$ 71.78 | 59,778 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 800 | D | \$ 71.785 | 58,978 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 600 | D | \$ 71.79 | 58,378 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 100 | D | \$ 71.795 | 58,278 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 800 | D | \$ 71.8 | 57,478 | | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 300 | D | \$ 71.805 | 57,178 | | D |

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|----------------------------|------------|------------------------|-------|---|-----------|--------|---|
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 500 | D | \$ 71.81 | 56,678 | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 700 | D | \$ 71.815 | 55,978 | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 6,900 | D | \$ 71.82 | 49,078 | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 300 | D | \$ 71.825 | 48,778 | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 1,100 | D | \$ 71.83 | 47,678 | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 100 | D | \$ 71.835 | 47,578 | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 4,600 | D | \$ 71.84 | 42,978 | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 100 | D | \$ 71.845 | 42,878 | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 100 | D | \$ 71.85 | 42,778 | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 100 | D | \$ 71.855 | 42,678 | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 274 | D | \$ 71.86 | 42,404 | D |
| \$5 Par Common Stock | 05/01/2008 | <u>S⁽¹⁾</u> | 500 | D | \$ 71.87 | 41,904 | D |

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

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.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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| 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 Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Employee Stock Option (Right-to-Buy) | \$ 57.1 | 05/01/2008 | | M | 20,000 | 01/03/2003 01/03/2012 | \$5 Par Common Stock |
| Employee Stock Option (Right-to-Buy) | \$ 42.5313 | 05/01/2008 | | M | 12,500 | 02/16/2001 02/16/2010 | \$5 Par Common Stock |
| Employee Stock Option (Right-to-Buy) | \$ 42.1875 | 05/01/2008 | | M | 25,000 | 01/06/2001 01/06/2010 | \$5 Par Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GULLEY JOAN L ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707 | | | SVP and Chief HR Officer | |

Signatures

Lori A. Hasselman, Attorney-in-Fact for Joan L. Gulley
 Date: 05/05/2008

__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) Sale pursuant to cashless exercise of employee stock options.

Remarks:

Form (1 of 3)

Because the number of reportable transactions exceeds the Form 4 limit, additional transactions are reported on additional Form 4s.

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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