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PNC FINANCIAL SERVICES GROUP INC

Form 4

April 24, 2003

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

George A. Davidson, Jr.

Retired Chairman

Dominion Resources, Inc.

CNG Tower, 625 Liberty Avenue, 22nd Floor

PA, Pittsburgh 15222-3199

- 2. Issuer Name and Ticker or Trading Symbol The PNC Financial Services Group, Inc. (PNC) $\,$
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Day/Year 4/22/2003
- 5. If Amendment, Date of Original (Month/Day/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director () 10% Owner () Officer (give title below) () Other (specify below)
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - (X) Form filed by One Reporting Person
 - () Form filed by More than One Reporting Person

Table I	Non-Derivative	Securities	Acquired,	Disposed	of,	or	Beneficially (Dwned
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1. Title of Secur	ity 2.	2A.	3. 4	.Securities Acqu	uired (A)		15.	Amount of
	Trans-	Exec-	Trans	or Disposed of	(D)			Securities
	action	ution	action					Beneficially
	1 1				A/			Owned Following
	Date	Date	Code V	Amount	D	Price		Reported Trans(s)

Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned

1.Title of	2.Con-	3.	3A.	4.	5.Numbe	r of D	e e	6.Date Exer 7	.Title and A	mount	8.E
Derivative	version	Trans-	Deemed	d Trans-	rivati	ve Sec	u	cisable and	of Underlyi	ng	of
Security	or Exer	action	1	action	rities	Acqui		Expiration	Securities		vat
	cise	1	Execu-	-	red(A)	or Di	S	Date(Month/			Sec
	Price of	[]	ution	1	posed	of(D)		Day/Year)			rit
	Deriva-	1	1	1				Date Expir			
	tive	1	1	1		1	A/	Exer- ation	Title and 1	Number	
	Secu-	(Month/	' (Month	1		1	D	cisa- Date	of Shares		
	rity	Day/	/Day/	Code V	Amoun	t		ble			
	1	Year)	Year)	1 1		1					

Phantom Stock	1/24/ 2	IJ	V 64.00	A	1	\$5 Par Commo 64.00	
Unit (1-for-	003	1	1 1		1	n Stock	

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1)	1		I	I	1 1		1	1	I	1	I
Phantom St	iock	4/22/	2	A	1000.00	A			\$5 Par Com	nmo 1000	.00
Unit (1-f	for-	1003	1	2	1 1				n Stock		1
1)	1		1	1	1 1		I	1	I	1	1
Non-Employ	yee 44.635	4/22/	2	A	2000.00	A	4/2	.2/ 4/2	2/ \$5 Par Com	nmo 2000	.00
Director N	1on-	1003	1	3	1 1		200	4 201	3 n Stock		
Statutory	Stol				1 1		1		1		
ck Option	1				1 1		1	I	I	I	I

Explanation of Responses:

- 1. Phantom Stock units received as dividend equivalents under PNC Directors Deferred Stock Unit Plan.
- 2. Phantom stock units awarded by the Nominating and Governance Committee pursuant to the PNC Outside Directors Deferred Stock Unit Plan.
- 3. Non-statutory stock options will become fully vested on the first anniversary of the date of grant.

SIGNATURE OF REPORTING PERSON

George A. Davidson, Jr.

Mark C. Joseph, Attorney-in-Fact for George A. Davidson, Jr.