

ROHR JAMES E  
Form 4  
October 29, 2004

**FORM 4**

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

OMB APPROVAL

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

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

Edgar Filing: ROHR JAMES E - Form 4

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.

**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. 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	<sup>(4)</sup>	07/24/2004		J <sup>(5)</sup> V	234	<sup>(6)</sup> <sup>(6)</sup>	\$5 Par Common Stock
Phantom Stock Unit	<sup>(4)</sup>	07/24/2004		J <sup>(7)</sup> V	463	<sup>(6)</sup> <sup>(6)</sup>	\$5 Par Common Stock
Phantom Stock Unit	<sup>(4)</sup>	09/30/2004		J <sup>(8)</sup> V	589	<sup>(6)</sup> <sup>(6)</sup>	\$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  
Stock Option \$ 46.875 10/27/2004  
Right-to-Buy

M 43,334 01/31/2001 01/31/2010

\$5 Par  
Common  
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

\_\_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. 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.