PENN ENGINEERING & MANUFACTURING CORP

Form SC 13G/A February 12, 2002

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13G (RULE 13D-102)

INFORMATION STATEMENT PURSUANT TO RULES 13D-1 AND 13D-2 UNDER THE SECURITIES EXCHANGE ACT OF 1934 (AMENDMENT NO. 9)

PENN ENGINEERING & MANUFACTURING CORP.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

707389102 -----(CUSIP Number)

December 31, 2001

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [X] Rule 13d-1(b)
- [] Rule 13d-1(c)
- [] Rule 13d-1(d)

CUSIP No. 707389102

Page 1 of 5 Pages

Names of Reporting Persons
 IRS Identification No. Of Above Persons

The PNC Financial Services Group, Inc. (formerly, PNC Bank Corp.) 25-1435979

- 2) Check the Appropriate Box if a Member of a Group (See Instructions)
 - a) []
 - b) []
- 3) SEC USE ONLY
- 4) Citizenship or Place of Organization Pennsylvania

Number of Shares 5) Sole Voting Power -0-

Beneficially Owned 6) Shared Voting Power 548,394

By Each Reporting 7) Sole Dispositive Power -0-

Person With 8) Shared Dispositive Power 422,444

9) Aggregate Amount Beneficially Owned by Each Reporting Person *See the response to Item 4. 10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares See Instructions [] 11) Percent of Class Represented by Amount in Row (9) 16.36 12) Type of Reporting Person (See Instructions) HС SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 SCHEDULE 13G (RULE 13D-102) INFORMATION STATEMENT PURSUANT TO RULES 13D-1 AND 13D-2 UNDER THE SECURITIES EXCHANGE ACT OF 1934 (AMENDMENT NO. 9) PENN ENGINEERING & MANUFACTURING CORP. (Name of Issuer) Common Stock _____ (Title of Class of Securities) 707389102 _____ (CUSIP Number) December 31, 2001 _____ (Date of Event Which Requires Filing of this Statement) Check the appropriate box to designate the rule pursuant to which this Schedule is filed: [X] Rule 13d-1(b) [] Rule 13d-1(c) [] Rule 13d-1(d) CUSIP No. 707389102 Page 2 of 5 Pages 1) Names of Reporting Persons IRS Identification No. Of Above Persons PNC Bancorp, Inc. 51-0326854 2) Check the Appropriate Box if a Member of a Group (See Instructions) a) [] b) [] 3) SEC USE ONLY 4) Citizenship or Place of Organization Delaware Number of Shares 5) Sole Voting Power -0-Beneficially Owned 6) Shared Voting Power 548,394

By Each Reporting 7) Sole Dispositive Power	-0-
Person With 8) Shared Dispositive Power	422,444
9) Aggregate Amount Beneficially Owned by Each Reporting Person 54 *See the response to Item 4. 10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares	48,394*
See Instructions	[]
11) Percent of Class Represented by Amount in Row (9)	16.36
12) Type of Reporting Person (See Instructions)	НС
SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549	
SCHEDULE 13G (RULE 13D-102)	
INFORMATION STATEMENT PURSUANT TO RULES 13D-1 AND 13D-2 UNDER THE SECURITIES EXCHANGE ACT OF 1934 (AMENDMENT NO. 9)	
PENN ENGINEERING & MANUFACTURING CORP.	
(Name of Issuer)	
Common Stock	
(Title of Class of Securities)	
707389102	
(CUSIP Number)	
December 31, 2001	
(Date of Event Which Requires Filing of this Statement)	
Check the appropriate box to designate the rule pursuant to which this Sch is filed:	nedule
[X] Rule 13d-1(b) [] Rule 13d-1(c) [] Rule 13d-1(d)	
CUSIP No. 707389102 Page 3 of 5	5 Pages
1) Names of Reporting Persons IRS Identification No. Of Above Persons	
PNC Bank, National Association 22-1146430	
2) Check the Appropriate Box if a Member of a Group (See Instructions) a) [] b) [])
3) SEC USE ONLY	
4) Citizenship or Place of Organization United States	

Number of Shares	5)	Sole Voting Power	-0-	
Beneficially Owned	6)	Shared Voting Power	548,394	
By Each Reporting	7)	Sole Dispositive Power	-0-	
Person With	8)	Shared Dispositive Power	422,444	
9) Aggregate Amount Beneficially Owned by Each Reporting Person 548,394* *See the response to Item 4.				
10) Check if the Aggreg See Instructions	ate	Amount in Row (9) Excludes Certain Shares	[]	
11) Percent of Class Re	pres	ented by Amount in Row (9)	16.36	
12) Type of Reporting P	ersc	n (See Instructions)	ВК	

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ITEM 4 - OWNERSHIP:

The following information is as of December 31, 2001:

(a) Amount Beneficially Owned:

548,394 shares*

*At December 31, 2001, PNC Bank, National Association also beneficially owned in one or more accounts 960,982 shares of nonvoting common stock of the Issuer.

(b) Percent of Class:

16.36

- (c) Number of shares to which such person has:
 - (i) sole power to vote or to direct the vote

 (ii) shared power to vote or to direct the vote

 (iii) sole power to dispose or to direct the disposition of

 (iv) shared power to dispose or to direct the disposition of

 422,444
- ITEM 7 IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

Included are the following subsidiaries of The PNC Financial Services Group,
Inc. (formerly, PNC Bank Corp.) - HC:

PNC Bancorp, Inc. - HC (wholly owned subsidiary of PNC Bank Corp.)

PNC Bank, National Association - BK (wholly owned subsidiary of PNC Bancorp, Inc.)

ITEM 10 - CERTIFICATION:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 12, 2002 ______ Date By: /s/ Robert L. Haunschild Signature - The PNC Financial Services Group, Inc. Robert L. Haunschild, Senior Vice President and Chief Financial Officer Name & Title February 12, 2002 ______ Date By: /s/ James B. Yahner _____ Signature - PNC Bancorp, Inc. James B. Yahner, Vice President Name & Title February 12, 2002 ______ Date By: /s/ Thomas R. Moore Signature - PNC Bank, National Association Thomas R. Moore, Secretary Name & Title

AN AGREEMENT TO FILE A JOINT STATEMENT WAS PREVIOUSLY FILED AS EXHIBIT A TO AMENDMENT NO. 2.