

Edgar Filing: OBRIEN THOMAS H - Form 4

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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

Thomas H. O'Brien

The PNC Financial Services Group, Inc.

One PNC Plaza, 2nd Floor

249 Fifth Avenue

PA, Pittsburgh 15222-2707

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 Owned

1. Title of Security	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
\$5 Par Common Stock	3/31/ 2003		G 1	V5731.00	D		388769.00
\$5 Par Common Stock	1/24/ 2003		J 2	V107.00	A		10339.00
\$5 Par Common Stock							1000.00

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

1. Title of Derivative Security	2. Con- version or Exer- cise Price of Deriva-	3. Trans- action	3A. Deemed Execu- tion	4. Trans- action	5. Number of De rivative Secu rities Acqui red(A) or Dis posed of (D)	6. Date Exer- cisable and Expiration Date (Month/ Day/Year) Date Expir	7. Title and Amount of Underlying Securities	8. P of vat Sec rit
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	Acquisitive Security	(Month/ Day/ Year)	(Month/ Day/ Year)	Code	V	Amount	A/ D	Exer- cisa- ble	ation Date	Title and Number of Shares	
Phantom Stock Unit (1-for-1)		1/24/ 2003	J 4	V		6.00	A			\$5 Par Commo n Stock	6.00
Phantom Stock Unit (1-for-1)		4/22/ 2003	A 5			1000.00	A			\$5 Par Commo n Stock	1000.00
Phantom Stock Unit (1-for-1)		3/31/ 2003	J 6	V		390.00	A			\$5 Par Commo n Stock	390.00
Non-Employee Director Non- Statutory Sto ck Option	44.635	4/22/ 2003	A 7			2000.00	A	4/22/ 2004	4/22/ 2013	\$5 Par Commo n Stock	2000.00

Explanation of Responses:

1. Represents the aggregate number of shares included in eleven personal gifts of 521 shares.
2. These shares were acquired pursuant to the PNC Incentive Savings Plan.
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. Phantom Stock units received as dividend equivalents under PNC Directors Deferred Stock Unit Plan.
5. Phantom stock units awarded by the Nominating and Governance Committee pursuant to the PNC Outside Directors Deferred Stock Unit Plan.
6. The reported phantom units were acquired under PNC's Supplemental Incentive Savings Plan during the first quarter of 2003 and will be settled in cash when the reporting person ceases to be a Plan participant.
7. Non-statutory stock options will become fully vested on the first anniversary of the date of grant.

SIGNATURE OF REPORTING PERSON

Thomas H. O'Brien

Mark C. Joseph, Attorney-in-fact for Thomas H. O'Brien