

Edgar Filing: HANNON MICHAEL J - Form 4

HANNON MICHAEL J

Form 4

February 07, 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
 Michael J. Hannon
 PNC Financial Services Group, Inc.
 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
 2/6/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Sr. Vice President and Chief Credit Policy Officer
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 | Price | 5. Amount of Securities Beneficially Owned Following Reported Trans(s) |
|----------------------|-----------------------------|----------------------------|-----------------------------|--|-------|--|
| \$5 Par Common Stock | 2/6/2003 | | F1 | 725 | 42.94 | |
| \$5 Par Common Stock | 2/6/2003 | | A2 | 4000 | | 21318 |
| \$5 Par Common Stock | 12/31/2002 | | J3 | 54 | | 4529 |
| \$5 Par Common Stock | | | | | | 136 |
| \$5 Par Common Stock | | | | | | 137 |

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

| 1. Title of Derivative | 2. Con- version | 3. Trans- action | 3A. Deemed | 4. Trans- action | 5. Number of De rivative Secu | 6. Date Exer cisable and | 7. Title and Amount of Underlying | 8. P of |
|---------------------------|--------------------|---------------------|------------|---------------------|----------------------------------|-----------------------------|--------------------------------------|------------|
|---------------------------|--------------------|---------------------|------------|---------------------|----------------------------------|-----------------------------|--------------------------------------|------------|

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| Security | or Exer | action | | action | rities Acqui | Expiration | Securities | |
|---------------|---------|---------|--------|--------|--------------|------------|------------------|-----|
| Price of | Deriva- | tive | Secu- | rities | Acqui | Expiration | Securities | |
| Deriva- | tive | Secu- | rities | Acqui | Expiration | Securities | Title and Number | |
| rity | Day/ | Year) | Day/ | Year) | Code | V | Amount | |
| | | | | | | | | |
| Phantom Stock | | 1/24/ 2 | | A | V | 113 | A | |
| Units | | 003 | | 5 | | | | |
| | | | | | | | \$5 Par Commo | 113 |
| | | | | | | | n Stock | |

Explanation of Responses:

1. Shares withheld to satisfy tax withholding obligations for grant of restricted stock.
2. Grant of restricted stock; one-half issued free of any restriction and one-half to vest upon expiration of restricted period which runs through 12/31/2003.
3. These shares were acquired during the fourth quarter of 2002 pursuant to the PNC Incentive Savings Plan.
4. 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.
5. The reported phantom stock units were acquired under the PNC Supplemental Incentive Savings Plan and will be settled in cash upon the reporting person's retirement or other termination of service.

SIGNATURE OF REPORTING PERSON

Michael J. Hannon

Mark C. Joseph, Attorney-in-Fact for Michael J. Hannon