

PNC FINANCIAL SERVICES GROUP INC
 Form 4
 March 16, 2006

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 *
GUYAUX JOSEPH C

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)
ONE PNC PLAZA, 249 FIFTH AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/14/2006

____ Director
 Officer (give title below) _____ 10% Owner
 _____ Other (specify below)
President

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| \$5 Par Common Stock | 03/14/2006 | | M | 133,000 | A \$ 43.81 | 347,487 | D |
| \$5 Par Common Stock | 03/14/2006 | | S ⁽¹⁾ | 1,000 | D \$ 69.5 | 346,487 | D |
| \$5 Par Common Stock | 03/14/2006 | | S ⁽¹⁾ | 900 | D \$ 69.54 | 345,587 | D |
| \$5 Par Common Stock | 03/14/2006 | | S ⁽¹⁾ | 100 | D \$ | 345,487 | D |

Edgar Filing: PNC FINANCIAL SERVICES GROUP INC - Form 4

| | | | | | | | | |
|----------------------------|------------|------------------------|--------|---|-------------|---------|---|--|
| Common Stock | | | | | | 69.56 | | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 1,000 | D | \$ 69.57 | 344,487 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 1,000 | D | \$ 69.58 | 343,487 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 10,000 | D | \$ 69.6 | 333,487 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 500 | D | \$ 69.62 | 332,987 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 1,200 | D | \$ 69.63 | 331,787 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 1,000 | D | \$ 69.64 | 330,787 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 47,800 | D | \$ 69.65 | 282,987 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 3,700 | D | \$ 69.66 | 279,287 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 5,000 | D | \$ 69.67 | 274,287 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 1,700 | D | \$ 69.68 | 272,587 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 6,800 | D | \$ 69.69 | 265,787 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 10,000 | D | \$ 69.7 | 255,787 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 100 | D | \$ 69.71 | 255,687 | D | |
| \$5 Par Common Stock | 03/14/2006 | <u>S⁽¹⁾</u> | 700 | D | \$ 69.72 | 254,987 | D | |

Edgar Filing: PNC FINANCIAL SERVICES GROUP INC - Form 4

| | | | | | | | | | |
|----------------------------|------------|--|------------------|--------|---|-------------|---------|---|----------------|
| \$5 Par Common Stock | 03/14/2006 | | S ⁽¹⁾ | 5,000 | D | \$ 69.75 | 249,987 | D | |
| \$5 Par Common Stock | 03/14/2006 | | S ⁽¹⁾ | 10,000 | D | \$ 69.8 | 239,987 | D | |
| \$5 Par Common Stock | 03/14/2006 | | S ⁽¹⁾ | 10,400 | D | \$ 69.85 | 229,587 | D | |
| \$5 Par Common Stock | 03/14/2006 | | S ⁽¹⁾ | 100 | D | \$ 69.87 | 229,487 | D | |
| \$5 Par Common Stock | 03/14/2006 | | S ⁽¹⁾ | 10,000 | D | \$ 69.9 | 219,487 | D | |
| \$5 Par Common Stock | 03/14/2006 | | S ⁽¹⁾ | 2,700 | D | \$ 69.95 | 216,787 | D | |
| \$5 Par Common Stock | 03/14/2006 | | S ⁽¹⁾ | 100 | D | \$ 69.96 | 216,687 | D | |
| \$5 Par Common Stock | 03/14/2006 | | S ⁽¹⁾ | 2,200 | D | \$ 69.99 | 214,487 | D | |
| \$5 Par Common Stock | 03/15/2006 | | S | 7,500 | D | \$ 69.95 | 206,987 | D | |
| \$5 Par Common Stock | | | | | | | 464 | I | 401(k) Plan |

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 Am Underlying Sec (Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|---|--|---|
|---|--|---|---|--------------------------------------|---|--|---|

Edgar Filing: PNC FINANCIAL SERVICES GROUP INC - Form 4

| | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title |
|--------------------------------------|------|----------|-----|------------|------------------|-----------------|-----------------------|
| Employee Stock Option (Right-to-Buy) | | | | | | | \$5 Par Common Stock |
| | | \$ 43.81 | | 03/14/2006 | M | 133,000 | 01/03/2004 01/03/2013 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| GUYAUX JOSEPH C ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707 | | | President | |

Signatures

Mark C. Joseph, Attorney in Fact for Joseph C. Guyaux
 03/16/2006

__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).
- (1) Sale pursuant to cashless exercise of employee stock options.

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.