

PNC FINANCIAL SERVICES GROUP INC
 Form 4
 August 17, 2005

FORM 4

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

OMB APPROVAL

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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 *
 SHACK TIMOTHY G

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)
 08/15/2005

____ Director
 Officer (give title below) _____ 10% Owner
 _____ Other (specify below)
 EVP, Chief Information Officer

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	(A) or (D)	Price
\$5 Par Common Stock	08/15/2005		M ⁽¹⁾		11,250	A	\$ 42.5313
\$5 Par Common Stock	08/15/2005		F ⁽¹⁾		8,387	D	\$ 57.045
\$5 Par Common Stock	08/15/2005		F ⁽¹⁾		886	D	\$ 57.045
\$5 Par Common Stock	08/15/2005		M ⁽¹⁾		20,583	A	\$ 43.81
							141,347
							132,960
							132,074
							152,657

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Common
Stock

\$5 Par
Common Stock 08/15/2005 F⁽¹⁾ 15,807 D \$ 57.045 136,850 D

\$5 Par
Common Stock 08/15/2005 F⁽¹⁾ 1,796 D \$ 57.045 135,054 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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
Employee Stock Option (Right-to-Buy)	\$ 42.5313	08/15/2005		M	11,250	02/16/2001 02/16/2010	\$5 Par Common Stock
Employee Stock Option (Right-to-Buy)	\$ 43.81	08/15/2005		M	20,583	01/03/2004 01/03/2013	\$5 Par Common Stock
Employee Stock Option (Right-to-Buy) Reload Option	\$ 57.045	08/15/2005		A	9,273	08/15/2006 02/16/2010	\$5 Par Common Stock
Employee Stock Option (Right-to-Buy) Reload Option	\$ 57.045	08/15/2005		A	17,603	08/15/2006 01/03/2013	\$5 Par Common Stock
Phantom Stock Unit	(2)	01/24/2005		J(3) V	54	(4) (4)	\$5 Par Common Stock
Phantom Stock Unit	(2)	04/24/2005		J(3) V	56	(4) (4)	\$5 Par Common Stock

Phantom Stock Unit (2) 07/24/2005 J(3) V 53 (4) (4)

Stock
\$5 Par
Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHACK TIMOTHY G ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707			EVP, Chief Information Officer	

Signatures

Mark C. Joseph, Attorney in Fact for Timothy G. Shack 08/17/2005

____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) 1 for 1.
 - (3) Phantom Stock Units received as dividend equivalents under the PNC Deferred Compensation Plan.
 - (4) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.

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.