

PNC FINANCIAL SERVICES GROUP INC  
 Form 4  
 February 28, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
**ROHR JAMES E**

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**

3. Date of Earliest Transaction (Month/Day/Year)  
**02/24/2006**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chairman and CEO**

(Street)  
**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		
				Code	V	Amount	
\$5 Par Common Stock	02/24/2006		M	A	40,163	\$ 54.719	573,746 D
\$5 Par Common Stock	02/24/2006		M	A	23,451	\$ 52.219	597,197 D
\$5 Par Common Stock	02/24/2006		S <sup>(1)</sup>	D	52,000	\$ 70.75	545,197 D
\$5 Par Common Stock	02/24/2006		S <sup>(1)</sup>	D	1,200	\$ 70.77	543,997 D

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Common Stock							
\$5 Par Common Stock	02/24/2006	<u>S</u> <sup>(1)</sup>	9,300	D	\$ 71	534,697	D
\$5 Par Common Stock	02/24/2006	<u>S</u> <sup>(1)</sup>	1,114	D	\$ 71.08	533,583	D
\$5 Par Common Stock	02/24/2006	S	3,500	D	\$ 71	530,083	D
\$5 Par Common Stock	02/24/2006	S	400	D	\$ 71.02	529,683	D
\$5 Par Common Stock	02/24/2006	S	100	D	\$ 71.03	529,583	D
\$5 Par Common Stock	02/24/2006	S	2,600	D	\$ 71.04	526,983	D
\$5 Par Common Stock	02/24/2006	S	1,000	D	\$ 71.05	525,983	D
\$5 Par Common Stock	02/24/2006	S	2,200	D	\$ 71.06	523,783	D
\$5 Par Common Stock	02/24/2006	S	100	D	\$ 71.07	523,683	D
\$5 Par Common Stock	02/24/2006	S	100	D	\$ 71.08	523,583	D
\$5 Par Common Stock	02/24/2006	S	500	D	\$ 71.09	523,083	D
\$5 Par Common Stock	02/24/2006	S	28,000	D	\$ 71.1	495,083	D
\$5 Par Common Stock	02/24/2006	S	700	D	\$ 71.12	494,383	D
\$5 Par Common Stock	02/24/2006	S	800	D	\$ 71.13	493,583	D

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\$5 Par Common Stock	02/24/2006	S	2,900	D	\$ 71.14	490,683	D	
\$5 Par Common Stock	02/24/2006	S	1,300	D	\$ 71.15	489,383	D	
\$5 Par Common Stock	02/24/2006	S	800	D	\$ 71.16	488,583	D	
\$5 Par Common Stock	02/24/2006	S	5,000	D	\$ 71.15	3,555	I	By GRAT <sup>(2)</sup>
\$5 Par Common Stock	01/24/2006	J <sup>(3)</sup>	V 4	A	\$ 65.33	458	I	Custodian Account/PUTMA <sup>(2)</sup>
\$5 Par Common Stock						30,644	I	401(k) Plan
\$5 Par Common Stock						58,200	I	By Spouse <sup>(2)</sup>

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

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**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 Amount Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	An or Nu of
Employee Stock Option (Right-to-Buy) Reload Option	\$ 54.719	02/24/2006		M	40,163	02/19/1999	02/19/2007	\$5 Par Common Stock	40
	\$ 52.219	02/24/2006		M	23,451	10/21/1999	02/19/2007		23

