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CLAY ROBERT N

Form 4

January 03, 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

Robert N. Clay

President and Chief Executive Officer

Clay Holding Company

Three Chimneys Farm

KY, Versailles 40383

- 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/Year 1/2/2003
- 5. If Amendment, Date of Original (Month/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 Bene	eficially Owned	
1. Title of Security	Transaction or	A/	5.Amount of Securities Beneficially Owned at Price End of Month	
\$5 Par Common Stock		A		
\$5 Par Common Stock	1/2/ 2 A 115 003 2	A 	5736 	
\$5 Par Common Stock			1	
\$5 Par Common Stock			3652	

1.Title of Derivative	2.Con-	3. 4.	5.Number of De 6.Date Exer 7.Title and Amount	8.P
Security	version	Transaction	rivative Secu cisable and of Underlying	of
	or Exer	1 1	rities Acqui Expiration Securities	vat
	cise	1	red(A) or Dis Date(Month/	Sec

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

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	Price of	Ē			posed	of(D)		Day/Y	(ear)					rit
	Deriva-							Date	Expir	-				1
	tive					- 1	A/	Exer-	- ation	1	Title	and	Number	1
	Secu-					- 1	D	cisa-	- Date		of Sh	ares		1
	rity	Date	Code	∋ V	Amoun	t I		ble						1
Phantom Stock Unit	(1-	1	1			1		1	1	\$5	Par C	ommo		
for-1)		1	1	1 1	I	1		1	1	n :	Stock		l	1
Phantom Stock Unit	(1-	12/31	L A		 450		Α			\$5	Par C	ommo	450	
for-1)		/ 200) 5			- 1		1		n :	Stock			1
		2	1	1 1	I	1		1	1	1				1

Explanation of Responses:

- 1. Dividend Reinvestment Shares acquired.
- 2. Annual grant pursuant to Director Share Incentive Plan.
- 3. Subject assumed control of securities held by LLC upon father's death on 8/21/02. Subject disclaims ownership. This report shall not be deemed an admission that he owns such securities for purposes of Sec. 16 or any other purpose.
- 4. Subject first assumed investment control over the securities held by this limited liability company upon his father's death on August 21, 2002.
- 5. Phantom Stock Units issued pursuant to the PNC Deferred Compensation Plan.