

GUYAUX JOSEPH C
Form 4
February 15, 2007

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 *
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

3. Date of Earliest Transaction (Month/Day/Year)
02/13/2007

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

(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)
			Code	V	Amount	(A) or (D)	Price
\$5 Par Common Stock	02/13/2007		S		7,000	D	\$ 75.2 107,469
\$5 Par Common Stock	02/13/2007		S		10,000	D	\$ 75.3 97,469
\$5 Par Common Stock	02/13/2007		S		5,000	D	\$ 75.35 92,469
\$5 Par Common Stock	02/13/2007		S		5,000	D	\$ 75.4 87,469

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Common Stock									
\$5 Par Common Stock	02/14/2007	M	43,666	A	\$ 53.5	131,135	D		
\$5 Par Common Stock	02/14/2007	<u>S⁽¹⁾</u>	15,000	D	\$ 75.65	116,135	D		
\$5 Par Common Stock	02/14/2007	<u>S⁽¹⁾</u>	3,000	D	\$ 75.68	113,135	D		
\$5 Par Common Stock	02/14/2007	<u>S⁽¹⁾</u>	800	D	\$ 75.7	112,335	D		
\$5 Par Common Stock	02/14/2007	<u>S⁽¹⁾</u>	3,000	D	\$ 75.72	109,335	D		
\$5 Par Common Stock	02/14/2007	<u>S⁽¹⁾</u>	5,000	D	\$ 75.74	104,335	D		
\$5 Par Common Stock	02/14/2007	<u>S⁽¹⁾</u>	4,866	D	\$ 75.75	99,469	D		
\$5 Par Common Stock	02/14/2007	<u>S⁽¹⁾</u>	9,600	D	\$ 75.78	89,869	D		
\$5 Par Common Stock	02/14/2007	<u>S⁽¹⁾</u>	2,000	D	\$ 75.8	87,869	D		
\$5 Par Common Stock	02/14/2007	<u>S⁽¹⁾</u>	400	D	\$ 75.83	87,469	D		
\$5 Par Common Stock						479	I		401(k) Plan

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)

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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 of Underlying Security (Instr. 3 and 4)
Employee Stock Option (Right-to-Buy)	\$ 53.5	02/14/2007		M	43,666	01/25/2006 01/25/2015	\$5 Par Common Stock
Phantom Stock Unit	(2)	01/24/2007		J(3) V	11	(4) (4)	\$5 Par Common Stock

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

Lori A. Hasselman, Attorney-in-Fact for Joseph C. Guyaux
 **Signature of Reporting Person
 02/15/2007
 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.
- (2) 1 for 1.
- (3) Phantom Stock Units received as dividend equivalents under the PNC Supplemental Incentive Savings 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.