

HANNON MICHAEL J
Form 4
February 22, 2006

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 *
HANNON MICHAEL J

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)

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

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

Chief Credit Policy Officer

ONE PNC PLAZA, 249 FIFTH AVENUE

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(Street)
PITTSBURGH, PA 15222-2707

(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	02/17/2006		M	11,000	A	\$ 42.1875	75,811	D
\$5 Par Common Stock	02/17/2006		M	10,400	A	\$ 50.469	86,211	D
\$5 Par Common Stock	02/17/2006		S ⁽¹⁾	4,600	D	\$ 68.71	81,611	D
\$5 Par Common Stock	02/17/2006		S ⁽¹⁾	400	D	\$ 68.78	81,211	D

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Common Stock							
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	300	D	\$ 68.79	80,911	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	3,500	D	\$ 68.8	77,411	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	300	D	\$ 68.81	77,111	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	5,500	D	\$ 68.85	71,611	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	100	D	\$ 68.86	71,511	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	700	D	\$ 68.87	70,811	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	300	D	\$ 68.88	70,511	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	200	D	\$ 68.89	70,311	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	700	D	\$ 68.9	69,611	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	800	D	\$ 68.93	68,811	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	200	D	\$ 68.95	68,611	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	300	D	\$ 68.98	68,311	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	600	D	\$ 68.99	67,711	D
\$5 Par Common Stock	02/17/2006	<u>S⁽¹⁾</u>	2,200	D	\$ 69	65,511	D

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\$5 Par Common Stock	02/17/2006	S ⁽¹⁾	700	D	\$ 69.1	64,811	D	
\$5 Par Common Stock	02/19/2006	F ⁽²⁾	488	D	\$ 69.53	64,323	D	
\$5 Par Common Stock						5,901	I	401(k) Plan
\$5 Par Common Stock						136	I	UTMA by Spouse for Son/BR
\$5 Par Common Stock						137	I	UTMA by Spouse for Son/CR

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
Employee Stock Option (Right-to-Buy)	\$ 42.1875	02/17/2006		M	11,000	01/06/2001	01/06/2010	\$5 Par Common Stock
Employee Stock Option (Right-to-Buy)	\$ 50.469	02/17/2006		M	10,400	02/17/1999	02/17/2009	\$5 Par Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HANNON MICHAEL J ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707			Chief Credit Policy Officer	

Signatures

Mark C. Joseph, Attorney in Fact for Michael J. Hannon	02/22/2006
<small>**Signature of Reporting Person</small>	<small>Date</small>

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) Shares withheld to satisfy tax liability resulting from the vesting of restricted stock previously granted.

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.