

WIXTED JOHN J JR
Form 4
May 21, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
WIXTED JOHN J JR

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)
05/17/2007

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

ONE PNC PLAZA, 249 FIFTH AVENUE

(Street)

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

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)
				Code V Amount (A) or (D) Price			
\$5 Par Common Stock	05/17/2007		M ⁽¹⁾	23,750 A \$ 54.04	62,310	D	
\$5 Par Common Stock	05/17/2007		F ⁽¹⁾	17,194 D \$ 74.645	45,116	D	
\$5 Par Common Stock	05/17/2007		F ⁽¹⁾	2,617 D \$ 74.645	42,499	D	
\$5 Par Common Stock	05/17/2007		M ⁽¹⁾	321 A \$ 43.81	42,820	D	

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Common
Stock

\$5 Par
Common Stock 05/17/2007 F(1) 188 D \$ 74.645 42,632 D

\$5 Par
Common Stock 05/17/2007 F(1) 41 D \$ 74.645 42,591 D

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 Underlying (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title
Employee Stock Option (Right-to-Buy)	\$ 54.04	05/17/2007		M	23,750	01/06/2005 01/06/2014	\$5 Par Common Stock
Employee Stock Option (Right-to-Buy)	\$ 43.81	05/17/2007		M	321	01/03/2004 01/03/2013	\$5 Par Common Stock
Employee Stock Option (Right-to-Buy) Reload	\$ 74.645	05/17/2007		A	19,811	05/17/2008 01/06/2014	\$5 Par Common Stock
Employee Stock Option (Right-to-Buy) Reload	\$ 74.645	05/17/2007		A	229	05/17/2008 01/03/2013	\$5 Par Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

WIXTED JOHN J JR
ONE PNC PLAZA
249 FIFTH AVENUE
PITTSBURGH, PA 15222-2707

Chief Regulatory Officer

Signatures

Lori A. Hasselman, Attorney-in-Fact for John J.
Wixted

05/21/2007

__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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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