

PNC FINANCIAL SERVICES GROUP INC
 Form 4
 April 24, 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 *
 SHACK TIMOTHY G

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
 Officer (give title below) _____ Other (specify below)
 EVP, Chief Information 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)
 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	04/23/2007		M	7,974	A	\$ 72.21	96,950	D
\$5 Par Common Stock	04/23/2007		M	9,869	A	\$ 68.12	106,819	D
\$5 Par Common Stock	04/23/2007		M	66,880	A	\$ 57.1	173,699	D
\$5 Par	04/23/2007		S ⁽¹⁾	35,400	D	\$ 75	138,299	D

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Common Stock							
\$5 Par Common Stock	04/23/2007	<u>S⁽¹⁾</u>	1,200	D	\$ 75.01	137,099	D
\$5 Par Common Stock	04/23/2007	<u>S⁽¹⁾</u>	7,900	D	\$ 75.02	129,199	D
\$5 Par Common Stock	04/23/2007	<u>S⁽¹⁾</u>	6,200	D	\$ 75.03	122,999	D
\$5 Par Common Stock	04/23/2007	<u>S⁽¹⁾</u>	2,000	D	\$ 75.04	120,999	D
\$5 Par Common Stock	04/23/2007	<u>S⁽¹⁾</u>	5,069	D	\$ 75.05	115,930	D
\$5 Par Common Stock	04/23/2007	<u>S⁽¹⁾</u>	10,300	D	\$ 75.06	105,630	D
\$5 Par Common Stock	04/23/2007	<u>S⁽¹⁾</u>	2,900	D	\$ 75.07	102,730	D
\$5 Par Common Stock	04/23/2007	<u>S⁽¹⁾</u>	780	D	\$ 75.08	101,950	D
\$5 Par Common Stock	04/23/2007	<u>S⁽¹⁾</u>	5,000	D	\$ 75.16	96,950	D
\$5 Par Common Stock	04/23/2007	<u>S⁽¹⁾</u>	6,000	D	\$ 75.28	90,950	D
\$5 Par Common Stock	04/23/2007	<u>S⁽¹⁾</u>	1,974	D	\$ 75.29	88,976	D

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Employee Stock Option (Right-to-Buy)	\$ 57.1	04/23/2007		M	66,880	01/03/2003 01/03/2012	\$5 Par Common Stock
Employee Stock Option (Right-to-Buy)	\$ 72.21	04/23/2007		M	7,974	02/20/2002 02/19/2008	\$5 Par Common Stock
Employee Stock Option (Right-to-Buy)	\$ 68.12	04/23/2007		M	9,869	06/21/2002 02/19/2008	\$5 Par Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHACK TIMOTHY G ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707			EVP, Chief Information Officer	

Signatures

Lori A. Hasselman, Attorney-in-Fact for Timothy G. Shack 04/24/2007

__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).

(1) Sale pursuant to cashless exercise of employee stock options.

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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