

PNC FINANCIAL SERVICES GROUP INC
 Form 4
 March 06, 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 *
MUTTERPERL WILLIAM 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
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/02/2006

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 Vice Chairman

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 | 03/02/2006 | | M | | 30,000 | A | \$ 43.81 |
| \$5 Par Common Stock | 03/02/2006 | | S ⁽¹⁾ | | 11,900 | D | \$ 70.5 |
| \$5 Par Common Stock | 03/02/2006 | | S ⁽¹⁾ | | 1,100 | D | \$ 70.51 |
| \$5 Par Common Stock | 03/02/2006 | | S ⁽¹⁾ | | 900 | D | \$ 58,129 |

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| | | | | | | | | | |
|----------------------|------------|--|------------------|-------|---|----------|--------|---|-------------|
| Common Stock | | | | | | 70.52 | | | |
| \$5 Par Common Stock | 03/02/2006 | | S ⁽¹⁾ | 1,300 | D | \$ 70.53 | 56,829 | D | |
| \$5 Par Common Stock | 03/02/2006 | | S ⁽¹⁾ | 1,000 | D | \$ 70.54 | 55,829 | D | |
| \$5 Par Common Stock | 03/02/2006 | | S ⁽¹⁾ | 3,000 | D | \$ 70.55 | 52,829 | D | |
| \$5 Par Common Stock | 03/02/2006 | | S ⁽¹⁾ | 500 | D | \$ 70.56 | 52,329 | D | |
| \$5 Par Common Stock | 03/02/2006 | | S ⁽¹⁾ | 2,600 | D | \$ 70.57 | 49,729 | D | |
| \$5 Par Common Stock | 03/02/2006 | | S ⁽¹⁾ | 900 | D | \$ 70.58 | 48,829 | D | |
| \$5 Par Common Stock | 03/02/2006 | | S ⁽¹⁾ | 3,300 | D | \$ 70.61 | 45,529 | D | |
| \$5 Par Common Stock | 03/02/2006 | | S ⁽¹⁾ | 3,400 | D | \$ 70.62 | 42,129 | D | |
| \$5 Par Common Stock | 03/02/2006 | | S ⁽¹⁾ | 100 | D | \$ 70.63 | 42,029 | D | |
| \$5 Par Common Stock | | | | | | | 33 | 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)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of | 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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

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| | Derivative Security | | or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | An or Nu of |
|--------------------------------------|---------------------|------------|---|-----------|------------------|-----------------|----------------------|-------------|
| | | | Code | V (A) (D) | | | | |
| Employee Stock Option (Right-to-Buy) | \$ 43.81 | 03/02/2006 | M | 30,000 | 01/03/2004 | 01/03/2013 | \$5 Par Common Stock | 30 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| MUTTERPERL WILLIAM C ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707 | | | Vice Chairman | |

Signatures

Mark C. Joseph, Attorney in Fact for William C. Mutterperl
 03/06/2006
 **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.

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