

GULLEY JOAN L
Form 4
May 05, 2008

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 *
GULLEY JOAN L

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)

SVP and Chief HR 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	05/01/2008		M	A	\$ 42.5313	29,360	D
\$5 Par Common Stock	05/01/2008		M	A	\$ 42.1875	54,360	D
\$5 Par Common Stock	05/01/2008		M	A	\$ 43.81	74,360	D
\$5 Par	05/01/2008		S ⁽¹⁾	D	\$ 71.72	73,860	D

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Common Stock								
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	100	D	\$ 71.725	73,760		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	546	D	\$ 71.74	73,214		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	736	D	\$ 71.745	72,478		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	2,000	D	\$ 71.75	70,478		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	1,200	D	\$ 71.76	69,278		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	2,900	D	\$ 71.765	66,378		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	2,900	D	\$ 71.77	63,478		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	600	D	\$ 71.775	62,878		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	3,100	D	\$ 71.78	59,778		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	800	D	\$ 71.785	58,978		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	600	D	\$ 71.79	58,378		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	100	D	\$ 71.795	58,278		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	800	D	\$ 71.8	57,478		D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	300	D	\$ 71.805	57,178		D

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\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	500	D	\$ 71.81	56,678	D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	700	D	\$ 71.815	55,978	D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	6,900	D	\$ 71.82	49,078	D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	300	D	\$ 71.825	48,778	D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	1,100	D	\$ 71.83	47,678	D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	100	D	\$ 71.835	47,578	D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	4,600	D	\$ 71.84	42,978	D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	100	D	\$ 71.845	42,878	D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	100	D	\$ 71.85	42,778	D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	100	D	\$ 71.855	42,678	D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	274	D	\$ 71.86	42,404	D
\$5 Par Common Stock	05/01/2008	<u>S⁽¹⁾</u>	500	D	\$ 71.87	41,904	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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	05/01/2008		M	20,000	01/03/2003 01/03/2012	\$5 Par Common Stock
Employee Stock Option (Right-to-Buy)	\$ 42.5313	05/01/2008		M	12,500	02/16/2001 02/16/2010	\$5 Par Common Stock
Employee Stock Option (Right-to-Buy)	\$ 42.1875	05/01/2008		M	25,000	01/06/2001 01/06/2010	\$5 Par Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GULLEY JOAN L ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707			SVP and Chief HR Officer	

Signatures

Lori A. Hasselman, Attorney-in-Fact for Joan L. Gulley 05/05/2008

__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.

Remarks:

Form (1 of 3)

Because the number of reportable transactions exceeds the Form 4 limit, additional transactions are reported on additional Form 4s.

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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