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GUYAUX JOSEPH C

Form 4

February 07, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 Joseph C. Guyaux
 The PNC Financial Services Group, Inc.
 One PNC Plaza
 249 Fifth Avenue
 PA, Pittsburgh, 15222-2707
2. Issuer Name and Ticker or Trading Symbol
 The PNC Financial Services Group, Inc. (PNC)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
 2/6/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 President
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) Form filed by One Reporting Person
 () Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
\$5 Par Common Stock	1/24/ 2003		A 1	V 4	A		
\$5 Par Common Stock	2/6/ 2003	2	A 2	8000	A		
\$5 Par Common Stock	2/6/ 2003	2	F 3	1291	D	42.94	101263
\$5 Par Common Stock							411

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Con- version or Exer	3. Trans- action	3A. Deemed	4. Trans- action	5. Number of De rivative Secu rities Acqui	6. Date Exer cisable and Expiration	7. Title and Amount of Underlying Securities	8. P of vat
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Price of	Deriva- tive	(Month/ Day/ Year)	Execu- tion	(Month/ Day/ Year)	Code	V	Amount	red(A) or Dis posed of(D)	Date (Month/ Day/Year)	Date Expir A/ Exer- ation D cisa- Date	Title and Number of Shares		
Phantom Stock		1/24/ 2	A	V	13			A			\$5 Par Commo	13	
Units		003	4								n Stock		

Explanation of Responses:

1. Dividend Reinvestment Shares acquired.
2. Grant of restricted stock; one-half issued free of any restriction and one-half to vest upon expiration of restricted period which runs through 12/31/2003.
3. Shares withheld to satisfy tax withholding obligations for grant of restricted stock.
4. The reported phantom stock units were acquired under the PNC Supplemental Incentive Savings Plan and will be settled in cash upon the reporting person's retirement or other termination of service.

SIGNATURE OF REPORTING PERSON

Joseph C. Guyaux

Mark C. Joseph, Attorney-in-Fact for Joseph C. Guyaux