

PNC FINANCIAL SERVICES GROUP INC

Form 4

December 19, 2006

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

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

## OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CLAY ROBERT N

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)

CLAY HOLDING COMPANY  
THREE CHIMNEYS FARM, P.O.  
BOX 114

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/15/2006

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

(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

MIDWAY, KY 40347

(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	12/15/2006		M		2,000	A	\$ 52.64 8,240
\$5 Par Common Stock	12/15/2006		M		2,000	A	\$ 53.02 10,240
\$5 Par Common Stock	12/15/2006		M		2,000	A	\$ 43.635 12,240

Edgar Filing: PNC FINANCIAL SERVICES GROUP INC - Form 4

\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	200	D	\$ 73.51	12,040	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	200	D	\$ 73.5	11,840	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	900	D	\$ 73.49	10,940	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	200	D	\$ 73.45	10,740	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	400	D	\$ 73.44	10,340	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	100	D	\$ 73.43	10,240	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	200	D	\$ 73.42	10,040	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	200	D	\$ 73.41	9,840	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	100	D	\$ 73.37	9,740	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	100	D	\$ 73.36	9,640	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	800	D	\$ 73.35	8,840	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	100	D	\$ 73.34	8,740	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	400	D	\$ 73.33	8,340	D
\$5 Par Common Stock	12/15/2006	<u>S<sup>(1)</sup></u>	1,200	D	\$ 73.32	7,140	D
\$5 Par Common	12/15/2006	<u>S<sup>(1)</sup></u>	400	D	\$ 73.31	6,740	D

Stock

\$5 Par

Common 12/15/2006

S<sup>(1)</sup>

200

D

\$ 73.29 6,540

D

Stock

\$5 Par

Common 12/15/2006

S<sup>(1)</sup>

300

D

\$ 73.28 6,240

D

Stock

\$5 Par

Common

Stock

3,653

I

By CNB  
Investments,  
LLC <sup>(2)</sup>

\$5 Par

Common

Stock

3,652

I

By RNC  
Investments,  
LLC <sup>(3)</sup>

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.**

SEC 1474  
(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 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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Employee Director Non-Statutory Stock Option	\$ 52.64	12/15/2006		M	2,000	04/26/2006 04/26/2015	\$5 Par Common Stock	2,000
Non-Employee Director Non-Statutory Stock Option	\$ 53.02	12/15/2006		M	2,000	04/27/2005 04/27/2014	\$5 Par Common Stock	2,000
Non-Employee Director Non-Statutory Stock Option	\$ 43.635	12/15/2006		M	2,000	04/22/2004 04/22/2013	\$5 Par Common Stock	2,000

## Signatures

12/19/2006

Date \_\_\_\_\_

### Explanation of Responses:

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

(2) The reporting person first assumed investment control of the securities held by this LLC upon his father's death on 8/21/2002. The reporting person disclaims ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 of for any other purposes.

(3) The reporting person first assumed investment control of the securities held by this LLC upon his father's death on 8/21/2002.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.