

Edgar Filing: CLAY ROBERT N - Form 4

CLAY ROBERT N  
 Form 4  
 April 24, 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  
 Robert N. Clay  
 President and Chief Executive Officer  
 Clay Holding Company  
 Three Chimneys Farm  
 KY, Versailles 40383
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  
 4/22/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 (X) Director ( ) 10% Owner ( ) Officer (give title below) ( ) Other  
 (specify below)
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-<br>action<br>Date | 2A. Exec-<br>ution<br>Date | 3. Trans-<br>action<br>Code | 4. Securities Acquired (A)<br>or Disposed of (D)<br>Amount | A/<br>D | Price | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported Trans(s) |
|----------------------|-----------------------------|----------------------------|-----------------------------|--|---------|-------|--|
|----------------------|-----------------------------|----------------------------|-----------------------------|--|---------|-------|--|

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

| 1. Title of<br>Derivative<br>Security | 2. Con-<br>version<br>or Exer-<br>cise<br>Price of<br>Deriva-<br>tive<br>Secu-<br>rity | 3. Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3A. Deemed<br>Execu-<br>tion<br>(Month/<br>Day/<br>Year) | 4. Trans-<br>action<br>Code | 5. Number of De<br>rivative Secu<br>rities Acqui<br>red(A) or Dis<br>posed of(D)<br>Amount | 6. Date Exer-<br>cisable and<br>Expiration<br>Date<br>(Month/<br>Day/<br>Year)<br>Date<br>Expir-<br>ation<br>(Month/<br>Day/<br>Year) | 7. Title and Amount<br>of Underlying<br>Securities<br>Title and Number<br>of Shares | 8. P<br>of<br>vat<br>Sec<br>rit |
|---------------------------------------|--|---|--|-----------------------------|--|---|---|---------------------------------|
|---------------------------------------|--|---|--|-----------------------------|--|---|---|---------------------------------|

Phantom Stock | | | | | | | | | | \$5 Par Commo | |  
 Unit (1-for- | | | | | | | | | | n Stock | |

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|  |        |           |   |   |   |         |   |           |           |  |                      |         |
|--|--------|-----------|---|---|---|---------|---|-----------|-----------|--|----------------------|---------|
| 1)   |        |           |   |   |   |         |   |           |           |  |                      |         |
| Phantom Stock Unit (1-for-1)                 | 44.635 | 4/22/2003 | 2 | A | 1 | 1000.00 | A |           |           |  | \$5 Par Common Stock | 1000.00 |
| 1)   |        |           |   |   |   |         |   |           |           |  |                      |         |
| Non-Employee Director Statutory Stock Option | 44.635 | 4/22/2003 | 2 | A | 2 | 2000.00 | A | 4/22/2004 | 4/22/2013 |  | \$5 Par Common Stock | 2000.00 |
|  |        |           |   |   |   |         |   |           |           |  |                      |         |

Explanation of Responses:

1. Phantom stock units awarded by the Nominating and Governance Committee pursuant to the PNC Outside Directors Deferred Stock Unit Plan.

2. Non-statutory stock options will become fully vested on the first anniversary of the date of grant.

SIGNATURE OF REPORTING PERSON

Robert N. Clay

Mark C. Joseph, Attorney-in-Fact for Robert N. Clay