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MASSARO ANTHONY A

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

Anthony Massaro

Chairman & Chief Executive Officer

Lincoln Electric Holdings, Inc.

22801 St. Clair Avenue

OH, Cleveland 44117

- 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 (Dwned
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1. Title of Secur	ity 2.	2A.	3. 4	.Securities Acqu	uired (A)		15.	Amount of
	Trans-	Exec-	Trans	or Disposed of	(D)			Securities
	action	ution	action					Beneficially
	1 1				A/			Owned Following
	Date	Date	Code V	Amount	D	Price		Reported Trans(s)

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

1.Title of	2.Con-	3.	3A.	4.	1.	5.Number of	De	6.Dat	e Exer	17.	Title	and	Amount	8.F
Derivative	version	Trans-	Deemed	Tran	s-	rivative S	ecu	cisab	le and	. (of Und	derly	ing	of
Security	or Exer	action		acti	on	rities Acq	ui	Expir	ation	1 :	Secur	ities		vat
	cise		Execu-	1		red(A) or	Dis	Date(Month/					Sec
	Price of	E	ution	1		posed of (D)	Day/Y	ear)	1				rit
	Deriva-			1				Date	Expir	1				
	tive						A/	Exer-	ation	-	Title	e and	Number	
	Secu-	(Month,	/ (Month				D	cisa-	Date		of Sl	nares		
	rity	Day/	/Day/	Code	V	Amount		ble						
	1	Year)	Year)	I	1 1			1	1	I				I
Phantom Stock	:									\$5	Par (Commo		
Unit (1-for-	-		1	1				1		n	Stock			

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1)		I	I	-	1 1		I	I	1	I	1
Phantom Sto	ck	4/22/	2	 A	1000.00	 A			\$5 Par Com	mo 1000.()0
Unit (1-fo	r-	1003		1		- 1			n Stock	1	
1)	I		1	1	1 1	I	1	1	1	I	1
Non-Employe	e 44.635	4/22/	2	 A	2000.00	 A	4/22	 / 4/22	 / \$5	mo 2000.()0
Director No	n-	1003		2	1 1		2004	2013	n Stock	1	
Statutory S	tol				1 1					1	
ck Option	1	I			1 1		1	1	I	I	I

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

Anthony Massaro

Mark C. Joseph, Attorney-in-Fact for Anthony Massaro