

Edgar Filing: WHITFORD THOMAS K - Form 4

| Derivative Security | Grant Date (Month/Day/Year) | Expiration Date (Month/Day/Year) | Code | Amount | Exercise Price (\$) | Expiration Date (Month/Day/Year) | Title and Number of Shares |
|------------------------------|-----------------------------|----------------------------------|------|--------|---------------------|----------------------------------|----------------------------|
| Phantom Stock Unit (1-for-1) | 1/24/2003 | 2/24/2004 | A | 81 | A | | \$5 Par Common Stock 81 |
| Phantom Stock Unit (1-for-1) | 1/24/2003 | 2/24/2005 | A | 210 | A | | \$5 Par Common Stock 210 |

Explanation of Responses:

- 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.
- Shares withheld to satisfy tax withholding obligations for grant of restricted stock.
- These shares were acquired during the fourth quarter of 2002 pursuant to the PNC Incentive Savings Plan.
- Phantom Stock Units issued pursuant to the PNC Deferred Compensation Plan.
- 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

Thomas K. Whitford

Mark C. Joseph, Attorney-In-Fact for Thomas K. Whitford