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

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Respon	ises)										
1. Name and Address of Reporting Person [*] WEHMEIER HELGE H			2. Issuer Name and PNC FINANCIA [PNC]			<i>c</i> ,		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Officer (give title below)Other (specify below)			
(Last) BAYER CORP, 1 BLACKBURN R	(First) HILLSIDE DRIVE RD		8. Date of Earliest Transaction (Month/Day/Year) 09/30/2003								
SEWICKLEY, P	(Street) A 15143		4. If Amendment, D	ate Original	Filed	(Month/Day	/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security 2. Transaction (Instr. 3) Date (Month/Day/Yea)		Execution Date, if any	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)	6. Ownership Form:	Beneficial		
			(Month/Day/Year)	Code V		Amount	(A) or (D) Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	

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 SEC 1474 (9-02) in this form are not required to respond unless the form displays a currently valid OMB control number.

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

(e.g., puts, calls, warrants, options, convertible securities)															
Security	Conversion	(Month/Day/Year)	Execution Date, if	Code		5. Numb of Deriv Secur Acqui (A) of Dispo of (D) (Instr 4, and	ative ities ired r sed) . 3,	6. Date Exercisable and Expiration Date (Month/Day/Year) tive teed aed 3,		7. Title and Amount of Underlying Securities		Derivative Security (Instr. 5)	Securities Beneficially Owned Following	Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit	(1)	07/24/2003		յ <u>(2)</u>		64		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	64	\$ 0	6,621	Ι	Deferred Compensation Plan
Phantom Stock Unit	<u>(1)</u>	09/30/2003		A <u>(4)</u>		662		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	662	\$ 0	7,283	Ι	Deferred Compensation Plan
Phantom Stock Unit	<u>(1)</u>	07/24/2003		J <u>(5)</u>		42		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	42	\$ 0	4,314	Ι	Deferred Stock Unit Plan

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
WEHMEIER HELGE H BAYER CORP HILLSIDE DRIVE BLACKBURN RD SEWICKLEY, PA 15143	Х						

Signatures

Mark C. Joseph, Attorney in Fact for Helge H. Wehmeier

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 1 for 1.
- (2) Phantom Stock Units received as dividend equivalents under PNC Directors Deferred Compensation Plan.
- (3) Phantom Stock Units will be settled in cash upon the reporting person's retirement or other termination of service and generally do not expire.
- (4) Phantom Stock Units received under the PNC Directors Deferred Compensation Plan during 2003.
- (5) Phantom Stock Units received as dividend equivalents under PNC Outside Directors Deferred Stock Unit Plan.

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.