

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G
(RULE 13d-102)

INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 8)

MEDIQ Incorporated

(Name of Issuer)

Common Stock

(Title of Class of Securities)

584906-101

(CUSIP Number)

CUSIP No. 584906-101

Page 1 of 8 Pages

1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of above
persons
PNC Bank Corp. 25-1435979

2) Check the Appropriate Box if a Member of a Group (See Instructions)
a) ☐
b) ☐

3) SEC USE ONLY

4) Citizenship or Place of Organization Pennsylvania

Number of Shares	5) Sole Voting Power	4,167
Beneficially Owned		
By Each Reporting	6) Shared Voting Power	7,425,290
Person With		

7) Sole Dispositive Power 0

8) Shared Dispositive Power 7,399,558

9) Aggregate Amount Beneficially Owned by Each Reporting Person 7,429,457*

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions) ☐

11) Percent of Class Represented by Amount in Row (9) 33.5*

12) Type of Reporting Person (See Instructions) HC

* See the response to Item 4 below.

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UNDER THE SECURITIES EXCHANGE ACT OF 1934
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MEDIQ Incorporated

(Name of Issuer)

Common Stock

(Title of Class of Securities)

584906-101

(CUSIP Number)

CUSIP No. 584906-101

Page 2 of 8 Pages

1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of
above persons
PNC Bancorp, Inc. 51-0326854

2) Check the Appropriate Box if a Member of a Group (See Instructions)
a) ☐ ☐
b) ☐ ☐

3) SEC USE ONLY

4) Citizenship or Place of Organization Delaware

Number of Shares	5) Sole Voting Power	4,167
Beneficially Owned		
By Each Reporting	6) Shared Voting Power	7,425,290
Person With		
	7) Sole Dispositive Power	0
	8) Shared Dispositive Power	7,399,558
9) Aggregate Amount Beneficially Owned by Each Reporting Person	7,429,457*	
10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)	<input type="checkbox"/> <input type="checkbox"/>	
11) Percent of Class Represented by Amount in Row (9)	33.5*	
12) Type of Reporting Person (See Instructions)	HC	

* See the response to Item 4 below.
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G
(RULE 13d-102)

INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 8)

MEDIQ Incorporated

(Name of Issuer)

Common Stock

(Title of Class of Securities)

584906-101

(CUSIP Number)

CUSIP No. 584906-101

Page 3 of 8 Pages

1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of above

persons
PNC Bank, National Association 22-1146430+

- 2) Check the Appropriate Box if a Member of a Group (See Instructions)
a) ☐ ☐
b) ☐ ☐

3) SEC USE ONLY

4) Citizenship or Place of Organization United States

Number of Shares Beneficially Owned By Each Reporting Person With	5) Sole Voting Power	4,167
	6) Shared Voting Power	7,425,290

7) Sole Dispositive Power	0
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8) Shared Dispositive Power	7,339,558
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9) Aggregate Amount Beneficially Owned by Each Reporting Person 7,429,457*

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) ☐

11) Percent of Class Represented by Amount in Row (9) 33.5*

12) Type of Reporting Person (See Instructions) BK

+Reflects September 6, 1996 merger of PNC Bank, National Association with and into Midlantic Bank, National Association, with the surviving bank continuing under the name "PNC Bank, National Association."

* See the response to Item 4 below.

ITEM 4 - OWNERSHIP:

The following information is as of December 31, 1996:

- (a) Amount Beneficially Owned: 7,429,457 shares*
- (b) Percent of Class: 33.5*
- (c) Number of shares to which such person has:
- | | |
|--|-----------|
| (i) sole power to vote or to direct the vote | 4,167 |
| (ii) shared power to vote or to direct the vote | 7,425,290 |
| (iii) sole power to dispose or to direct the disposition of | 0 |
| (iv) shared power to dispose or to direct the disposition of | 7,399,558 |

* Beneficial ownership includes 3,732,520 shares of Preferred, Series A Stock (CUSIP #584906200), which is not registered under the Securities Exchange Act of 1934. This Preferred Stock is convertible at any time into Common Stock of MEDIQ Incorporated at a conversion rate of one-to-one, and thus is deemed to constitute beneficial ownership of Common Stock under Rule 13d-3(d) (i). See also the response to Item 6 below.

ITEM 6 - OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

See Schedule A.

ITEM 10 - CERTIFICATION.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and

correct.

February 14, 1997

Date

/s/ ROBERT L. HAUNSCHILD

Signature - PNC Bank Corp.

Robert L. Haunschild, Senior Vice President
and Chief Financial Officer

Name/Title

February 14, 1997

Date

/s/ PAUL L. AUDET

Signature - PNC Bancorp, Inc.

Paul L. Audet, Vice President

Name/Title

February 14, 1997

Date

/s/ THOMAS R. MOORE

Signature - PNC Bank, National Association

Thomas R. Moore, Vice President and
Assistant Secretary

Name/Title

AN AGREEMENT TO FILE A JOINT
STATEMENT WAS PREVIOUSLY FILED
AS EXHIBIT A TO AMENDMENT NO. 6.

Schedule A

Item 6- Ownership of More Than Five Percent On Behalf of Another Person

Securities are held in various trusts. The following persons may have the power to direct the proceeds of sale and/or dividends in their capacity as Co-Fiduciaries:

Judith Shipon
1115 Devon Road
Rydal, PA 19046

Judith Shipon is a Co-Fiduciary with PNC Bank, N.A. for accounts holding 3,642,829 shares of MEDIQ Inc. Common Stock and 3,682,579 shares of MEDIQ Inc. Preferred, Series A Stock.

Bessie Rotko
100 Bryer Estate #4-N
Elkins Park, PA 19117

Bessie Rotko is a Co-Fiduciary with PNC Bank, N.A. for accounts holding 3,607,197 shares of MEDIQ Inc. Common Stock and 3,647,197 shares of MEDIQ Inc. Preferred, Series A Stock.

Michael Rotko, Esquire
c/o Drinker, Biddle & Reath
Suite 1100
1345 Chestnut St.
Philadelphia, PA 19107-3496

Michael Rotko is a Co-Fiduciary with PNC Bank, N.A. for accounts

holding 3,657,138 shares of MEDIQ Inc. Common Stock and 3,697,138 shares of MEDIQ Inc. Preferred, Series A Stock.

John Iskrant, Esquire
c/o Schnader, Harrison, Segal & Lewis
Suite 3600, 1600 Market Street
Philadelphia, PA 19103

John Iskrant is a Co-Fiduciary with PNC Bank, N.A. for accounts holding 3,607,197 shares of MEDIQ Inc. Common Stock and 3,647,197 shares of MEDIQ Inc. Preferred, Series A Stock.

Thomas C. Rotko
P.O. Box 369
Unionville, PA 19375

Thomas C. Rotko is a Co-Fiduciary with PNC Bank, N.A. for accounts holding 21,258 shares of MEDIQ Inc. Common Stock and 21,258 shares of MEDIQ Inc. Preferred, Series A Stock.

William L. Rotko
P.O. Box 369
Unionville, PA 19375

William L. Rotko is a Co-Fiduciary with PNC Bank, N.A. for accounts holding 21,258 shares of MEDIQ Inc. Common Stock and 21,258 shares of MEDIQ Inc. Preferred, Series A Stock.

David M. Shipon
1115 Devon Road
Rydal, PA 19046

David M. Shipon is a Co-Fiduciary with PNC Bank, N.A. for accounts holding 25,732 shares of MEDIQ Inc. Common Stock and 25,482 shares of MEDIQ Inc. Preferred, Series A Stock.