

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. 6)

Penn Engineering & Manufacturing Corp.

(Name of Issuer)

Class A Common Stock

(Title of Class of Securities)

707389102

(CUSIP Number)

December 31, 1998

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

CUSIP No. 707389102

Page 1 of 6 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 Beneficially Owned By Each Reporting Person With	5) Sole Voting Power	98,472
	6) Shared Voting Power	175,725

	7) Sole Dispositive Power	0
--	---------------------------	---

	8) Shared Dispositive Power	211,222
--	-----------------------------	---------

9) Aggregate Amount Beneficially Owned by Each Reporting Person
274,197

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

11) Percent of Class Represented by Amount in Row (9) 16.1

12) Type of Reporting Person (See Instructions) HC

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G

INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 6)

Penn Engineering & Manufacturing Corp.

(Name of Issuer)

Class A Common Stock

(Title of Class of Securities)

707389102

(CUSIP Number)

December 31, 1998

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

CUSIP No. 707389102

Page 2 of 6 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 Beneficially Owned By Each Reporting Person With	5) Sole Voting Power	98,472
	6) Shared Voting Power	175,725
	7) Sole Dispositive Power	0
	8) Shared Dispositive Power	211,222
9) Aggregate Amount Beneficially Owned by Each Reporting Person		274,197
10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)		<input type="checkbox"/>
11) Percent of Class Represented by Amount in Row (9)		16.1
12) Type of Reporting Person (See Instructions)		HC

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. 6)

Penn Engineering & Manufacturing Corp.

(Name of Issuer)

Class A Common Stock

(Title of Class of Securities)

707389102

(CUSIP Number)

December 31, 1998

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

CUSIP No. 707389102

Page 3 of 6 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	98,472
	6) Shared Voting Power	175,725

	7) Sole Dispositive Power	0
--	---------------------------	---

	8) Shared Dispositive Power	211,222
--	-----------------------------	---------

9) Aggregate Amount Beneficially Owned by Each Reporting Person
274,197

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

11) Percent of Class Represented by Amount in Row (9) 16.1

12) Type of Reporting Person (See Instructions) BK

ITEM 4 - OWNERSHIP:

The following information is as of December 31, 1998:

- (a) Amount Beneficially Owned: 274,197 shares
- (b) Percent of Class: 16.1*
- (c) Number of shares to which such person has:
- | | |
|--|---------|
| (i) sole power to vote or to direct the vote | 98,472 |
| (ii) shared power to vote or to direct the vote | 175,725 |
| (iii) sole power to dispose or to direct the disposition of | 0 |
| (iv) shared power to dispose or to direct the disposition of | 211,222 |

* At December 31, 1998, PNC Bank, National Association also beneficially owned in one or more accounts 482,791 shares of nonvoting common stock of the Issuer.

ITEM 10 - CERTIFICATION.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose 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 12, 1999

Date

/s/ ROBERT L. HAUNSCHILD

Signature - PNC Bank Corp.

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

Name/Title

February 12, 1999

Date

/s/ JAMES B. YAHNER

Signature - PNC Bancorp, Inc.

James B. Yahner, Vice President

Name/Title

February 12, 1999

Date

/s/ THOMAS R. MOORE

Signature - PNC Bank, National Association

Thomas R. Moore, Vice President
and Secretary

Name/Title

AN AGREEMENT TO FILE A JOINT
STATEMENT WAS PREVIOUSLY FILED
AS EXHIBIT A TO AMENDMENT NO. 2.