FORM 4

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

OMB APPROVAL

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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 Responses)												
1. Name and Address of Reporting Person- THIEKE STEVEN G	2. Issuer Name an PNC FINANCL [PNC]			~ .				ow)				
(Last) (First) JP MORGAN RISK MANAGEMI MCCARTHY COURT	3. Date of Earliest 7 12/31/2004	Transaction	(Mon	th/Day/Ye	ear)							
(Street) FARMINGDALE, NY 11735	4. If Amendment, D	Oate Origina	ıl File	d(Month/Day	y/Year)	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 - N	lon-D	erivative	Securit	ties Acqui	uired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	(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) (Instr. 3 and 4)	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
		(World Bay Tear)	Code	V	Amount	(A) or (D)	Price	(msu. 3 and 4)	or Indirect (Ins (I) (Instr. 4)			
\$5 Par Common Stock	01/24/2004		<u>J⁽¹⁾</u>	V	2	A	\$ 55.125	1,212	D			
\$5 Par Common Stock	04/24/2004		J(1)	V	2	A	\$ 52.515	1,214	D			
\$5 Par Common Stock	07/24/2004		J <u>(1)</u>	V	2	A	\$ 49.695	1,216	D			
\$5 Par Common Stock	10/24/2004		J(1)	V	2	A	\$ 51.76	1,218	D			
\$5 Par Common Stock	01/03/2005		A ⁽²⁾		89	A	\$ 0	1,307	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	Conversion		Execution Date, if	Code	(i)	5. Numb of Deriv Secur Acqui (A) or Dispo of (D) (Instr. 4, and	ative ities ired sed	and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			Derivative Securities Beneficially Owned Following Reported Transaction(s)	Derivative Security: Direct (D) or Indirect	Beneficial
				Code	V	(A)	(D)	Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit	<u>(3)</u>	07/24/2004		J(4)	V	2		<u>(5)</u>	<u>(5)</u>	\$5 Par Common Stock	2	\$ 49.695	188	I	Deferred Compensation Plan
Phantom Stock Unit	<u>(3)</u>	10/24/2004		J(4)	V	2		<u>(5)</u>	<u>(5)</u>	\$5 Par Common Stock	2	\$ 51.76	190	I	Deferred Compensation Plan
Phantom Stock Unit	<u>(3)</u>	12/31/2004		A(6)		174		<u>(5)</u>	<u>(5)</u>	\$5 Par Common Stock	174	\$ 0	364	I	Deferred Compensation Plan
Phantom Stock Unit	<u>(3)</u>	07/24/2004		J <u>(7)</u>	V	20		<u>(5)</u>	<u>(5)</u>	\$5 Par Common Stock	20	\$ 49.695	2,059	I	Deferred Stock Unit Plan

Phantom Stock Unit	(3)	10/24/2004		J <u>(7)</u>	V	20	<u>(5)</u>	(5)	\$5 Par Common Stock	20	\$ 51.76	2,079	I	Deferred Stock Unit Plan
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Reporting Owners

		Relationsl	ıships			
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
THIEKE STEVEN G JP MORGAN RISK MANAGEMENT 5 MCCARTHY COURT FARMINGDALE, NY 11735	X					

Signatures

Mark C. Joseph, Attorney in Fact for Stephen G. Thieke	01/04/2005		
**Signature of Reporting Person	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) Dividend reinvestment shares acquired.
- (2) Annual grant pursuant to PNC Directors Share Incentive Plan.
- (3) 1 for 1
- (4) Phantom Stock Units received as dividend equivalents under the PNC Directors Deferred Compensation Plan.
- (5) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.
- (6) Phantom Stock Units received under the PNC Directors Deferred Compensation Plan.
- (7) Phantom Stock Units received as dividend equivalents under the 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.

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