FORM 4

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

OMB APPROVAL
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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).

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)											
Name and Address of Reporting Person * HANNON MICHAEL J		2. Issuer Name and PNC FINANCIA [PNC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director Officer (give title below)				
ONE PNC PLAZA, 249 FIFTH AVI	3. Date of Earliest To 04/20/2007	ransaction (Mont	h/Day/Ye	ar)	Chief Cledit Folicy C	ricei				
(Street) PITTSBURGH, PA 15222-2707	4. If Amendment, Date 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 Acqu						ired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	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)	Form:	7. Nature of Indirect Beneficial Ownership		
		(· · · · · · · · · · · · · · · · · · ·	Code	V	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)		
\$5 Par Common Stock	04/20/2007		M		3,765	A	\$ 52.54	42,032	D		
\$5 Par Common Stock 04/20/2007			M		5,543	A	\$ 53.5	47,575	D		
\$5 Par Common Stock 04/20/2007			M		6,266	A	\$ 55.43	53,841	D		
\$5 Par Common Stock 04/20/2007			S ⁽¹⁾		3,261	D	\$ 75.49	50,580	D		
\$5 Par Common Stock 04/20/2007			S ⁽¹⁾		1,700	D	\$ 75.5	48,880	D		
\$5 Par Common Stock	04/20/2007	S ⁽¹⁾			4,000	D	\$ 75.51	44,880	D		
\$5 Par Common Stock 04/20/2007			S ⁽¹⁾		1,200	D	\$ 75.52	43,680	D		
\$5 Par Common Stock 04/20/2007			S ⁽¹⁾		600	D	\$ 75.53	43,080	D		
\$5 Par Common Stock 04/20/2007			S ⁽¹⁾		4,813	D	\$ 75.54	38,267	D		
\$5 Par Common Stock								6,284	I	401(k) Plan	
\$5 Par Common Stock								136	I	UTMA by Spouse for Son/BR	
\$5 Par Common Stock								137	I	UTMA by Spouse for Son/CR	
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 in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)											

Derivative Security (Instr. 3)	Conversion		3A. Deemed Execution Date, if any (Month/Day/Year)	Code	tion	of Deri Secu Acq (A) Disp of (I	ivative urities uired or bosed D) tr. 3, 4,	6. Date Exerci Expiration Dat (Month/Day/Y	e	of Underlying Securities			9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Derivative Security: Direct (D) or Indirect	Beneficial
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right-to- Buy)	\$ 52.54	04/20/2007		M			3,765	04/26/2005	01/03/2013	\$5 Par Common Stock	3,765	\$ 0	0	D	
Employee Stock Option (Right-to- Buy) Reload Option	\$ 53.5	04/20/2007		М			5,543	01/25/2006	01/03/2013	\$5 Par Common Stock	5,543	\$ 0	0	D	
Employee Stock Option (Right-to- Buy) Reload Option	\$ 55.43	04/20/2007		М			6,266	07/25/2006	01/03/2013	\$5 Par Common Stock	6,266	\$ 0	0	D	

Reporting Owners

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
HANNON MICHAEL J									
ONE PNC PLAZA			Chief Credit Policy Officer						
249 FIFTH AVENUE			Cilier Credit I only Officer						
PITTSBURGH, PA 15222-2707									

Signatures

Lori A. Hasselman, Attorney-in-Fact for Michael J. Hannon	04/24/2007
**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) Sale pursuant to cashless exercise of employee stock options.

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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