

MERCANTILE BANKSHARES CORP  
 Form 4  
 March 08, 2007

**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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 BENNA R CARL

2. Issuer Name and Ticker or Trading Symbol  
 MERCANTILE BANKSHARES CORP [(MRBK)]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 TWO HOPKINS PLAZA  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 03/02/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)

BALTIMORE, MD 21201  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, 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)	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) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	03/02/2007		D	27,207	D 11 0	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)**

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
Phantom Stock Units	(2)	03/02/2007		D	3,900	03/02/2007 03/02/2007	Common Stock	3,900
Employee Stock Option (right to buy)	\$ 16.49	03/02/2007		D	738	(3) 04/21/2009	Common Stock	738
Employee Stock Option (right to buy)	\$ 9.76	03/02/2007		D	1,713	(3) 04/19/2010	Common Stock	1,713
Employee Stock Option (right to buy)	\$ 13.39	03/02/2007		D	2,051	(3) 04/18/2011	Common Stock	2,051
Employee Stock Option (right to buy)	\$ 14.49	03/02/2007		D	2,262	(3) 04/17/2012	Common Stock	2,262

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENNA R CARL TWO HOPKINS PLAZA BALTIMORE, MD 21201	X			

## Signatures

Dennis W. Kreiner p/a for R. Carl  
Benna

03/08/2007

\_\_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) Disposed of pursuant to merger agreement between Issuer and PNC Financial Services Group, Inc., on the basis of .4184 shares of PNC common stock and \$16.45 in cash for each share of Issuer's Common Stock.
- (2) Phantom Stock Units ("PSU's") representing Issuer's Common Stock were converted in the MRBK merger into PNC PSU's on the basis of .6402 PNC PSU's for each Issuer PSU.
- (3) This option was cancelled on March 2, 2007, the date of the merger of the Issuer into PNC for a cash payment of \$47.49 less the exercise price of the Mercantile Option.

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.