

PNC FINANCIAL SERVICES GROUP INC
Form FWP
May 13, 2010

Filed Pursuant to Rule 433

Registration Nos. 333-164364

333-164364-01

May 13, 2010

PNC FUNDING CORP

\$500,000,000 3.000% SENIOR NOTES DUE MAY 19, 2014

Unconditionally Guaranteed by

The PNC Financial Services Group, Inc.

Summary of Terms for Issuance

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|-----------------------------|--|
| Issuer: | PNC Funding Corp |
| Guarantor: | The PNC Financial Services Group, Inc. |
| Security: | 3.000% Senior Notes due May 19, 2014 |
| Ranking: | Senior |
| Expected Security Ratings:* | A3 / A / A+ (Moody's / S&P / Fitch) |
| Principal Amount: | US\$ 500,000,000 |
| Price to Investors: | 99.821% of face amount |
| Minimum Denomination / | |
| Multiples: | \$2,000 / multiples of \$1,000 in excess thereof |
| Trade Date: | May 13, 2010 |
| Settlement Date: | May 19, 2010 (T+4) |
| Maturity: | May 19, 2014 |
| Coupon: | 3.000% per annum |
| Interest Payment Dates: | Semi-annually in arrears on May 19 and November 19 of each year, commencing on November 19, 2010 to and including the Maturity date. |
| Day Count: | 30/360 |
| Reference Benchmark: | 2.250% UST due May 31, 2014 |

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|----------------------------|--------------------------|
| Reference Benchmark Yield: | 1.923% |
| Spread to Benchmark: | + 112.5 bps |
| Re-offer Yield: | 3.048% |
| CUSIP/ISIN: | 693476BK8 / US693476BK85 |

Joint Book-Running J.P. Morgan Securities Inc.

Managers: Morgan Stanley & Co. Incorporated

Co-Managers: PNC Capital Markets LLC

Banc of America Securities LLC

Barclays Capital Inc.

* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time. PNC Funding Corp and The PNC Financial Services Group, Inc. have filed a registration statement (including a prospectus and preliminary prospectus supplement) with the SEC for the offering to which this communication relates. Before you invest, you should read each of these documents and the other documents filed with the SEC and incorporated by reference in such documents for more complete information about PNC Funding Corp, The PNC Financial Services Group, Inc. and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, you may obtain a copy of these documents by calling J.P. Morgan Securities Inc. collect at (212) 834-4533 or Morgan Stanley & Co. Incorporated toll-free at (866) 718-1649.

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