

PNC FINANCIAL SERVICES GROUP INC
 Form 4
 January 05, 2011

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 *
CHELLGREN PAUL W

2. Issuer Name and Ticker or Trading Symbol
PNC FINANCIAL SERVICES GROUP INC [PNC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 01/03/2011

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

TOEBBEN EXECUTIVE CENTER, 541 BUTTERMILK PIKE, SUITE 207

(Street)

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

CRESCENT SPRINGS, KY 41017

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(D)	Price			
\$5 Par Common Stock	01/25/2010		J(1)	V	9	A	\$ 54.37	4,855	I	PNC Bank Kentucky, Inc Deferred Compensation Plan
\$5 Par Common Stock	04/26/2010		J(1)	V	7	A	\$ 68.58	4,862	I	PNC Bank Kentucky, Inc Deferred Compensation Plan

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\$5 Par Common Stock	07/24/2010	J ⁽¹⁾	V 8	A	\$ 61.04	4,870	I	PNC Bank Kentucky, Inc Deferred Compensation Plan
\$5 Par Common Stock	10/24/2010	J ⁽¹⁾	V 9	A	\$ 54.98	4,879	I	PNC Bank Kentucky, Inc Deferred Compensation Plan
\$5 Par Common Stock	01/25/2010	J ⁽¹⁾	V 8	A	\$ 54.66	17,681	D	
\$5 Par Common Stock	04/26/2010	J ⁽¹⁾	V 7	A	\$ 69.23	17,688	D	
\$5 Par Common Stock	07/24/2010	J ⁽¹⁾	V 8	A	\$ 60.4	17,696	D	
\$5 Par Common Stock	10/24/2010	J ⁽¹⁾	V 9	A	\$ 54.14	17,705	D	
\$5 Par Common Stock						1,055	I	By Spouse ⁽²⁾

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

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(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)	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)	8. Price of Derivative Security (Instr. 5)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of

								Shares		
Phantom Stock Unit	(3)	10/24/2010	J(4)	V	32	(5)	(5)	\$5 Par Common Stock	32	\$ 54.1
Phantom Stock Unit	(3)	10/24/2010	J(6)	V	48	(5)	(5)	\$5 Par Common Stock	48	\$ 54.1
Phantom Stock Unit	(3)	01/03/2011	A(7)		524	(5)	(5)	\$5 Par Common Stock	524	\$ 61.4

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHELLGREN PAUL W TOEBBEN EXECUTIVE CENTER 541 BUTTERMILK PIKE, SUITE 207 CRESCENT SPRINGS, KY 41017		X		

Signatures

Lori A. Hasselman, Attorney-in-Fact for Paul W. Chellgren

01/05/2011

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) The reporting person disclaims ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.

(3) One phantom stock unit is the economic equivalent of one share of The PNC Financial Services Group, Inc. ("PNC") Common Stock.

(4) Phantom Stock Units received as dividend equivalents under the PNC Outside Directors Deferred Stock Unit 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 as dividend equivalents under the PNC Directors Deferred Compensation Plan.

(7) Phantom Stock Units received under the PNC Directors Deferred Compensation Plan.

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.