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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

March 2, 2009
Date of Report (date of earliest event reported)

THE PNC FINANCIAL SERVICES GROUP, INC.
(exact name of registrant as specified in its charter)

Pennsylvania	**Commission File Number**	**25-1435979**
(state or other jurisdiction of incorporation or organization)	**001-09718**	**(I.R.S. Employer Identification Number)**

One PNC Plaza
249 Fifth Avenue
Pittsburgh, Pennsylvania 15222-2707
(Address of principal executive offices, including zip code)

(412) 762-2000
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02. Results of Operations and Financial Condition.

On March 3, 2009, James E. Rohr, Chairman and Chief Executive Officer of The PNC Financial Services Group, Inc. (the “Corporation”), gave a presentation to investors at the Sandler O’Neill 2009 West Coast Financial Services Conference in San Francisco, California. This presentation was accompanied by a series of electronic slides that included information pertaining to the financial results and business strategies of the Corporation. A copy of these slides and related material is included in this report as Exhibit 99.1 and is furnished herewith.

Item 8.01. Other Events.

On March 2, 2009, the Corporation issued a press release and held a conference call for investors regarding the announcement that the Board of Directors will reduce the Corporation’s quarterly common stock dividend from $0.66 to $0.10 per share and providing a business update. The Corporation also provided on its web site electronic presentation slides including additional information that it used in connection with the conference call. Copies of the Corporation’s press release and slides for the related conference call are included in this report as Exhibits 99.2 and 99.3 and are filed herewith.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The exhibits listed on the Exhibit Index accompanying this Form 8-K are furnished or filed herewith as indicated.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE PNC FINANCIAL SERVICES GROUP, INC.
(Registrant)

Date: March 3, 2009

By: /s/ Samuel R. Patterson
Samuel R. Patterson
Controller

EXHIBIT INDEX

Number	Description	Method of Filing
99.1	Electronic presentation slides and related material for the Sandler O'Neill Conference on March 3, 2009	Furnished herewith.
99.2	Press Release dated March 2, 2009	Filed herewith.
99.3	Electronic presentation slides for related March 2, 2009 conference call	Filed herewith.

Exhibit 99.1

The PNC Financial Services Group, Inc.

Sandler O'Neill

West Coast Financial Services Conference

March 3, 2009

Cautionary Statement Regarding Forward-Looking Information and Adjusted Information

This presentation includes "snapshot" information about PNC used by way of illustration. It is not intended as a full business or financial review and should be viewed in the context of all of the information made available by PNC in its SEC filings. The presentation also contains forward-looking statements regarding our outlook or expectations relating to PNC's future business, operations, financial condition, financial performance, capital and liquidity levels, and asset quality. Forward-looking statements are necessarily subject to numerous assumptions, risks and uncertainties, which change over time.

The forward-looking statements in this presentation are qualified by the factors affecting forward-looking statements identified in the more detailed Cautionary Statement included in the Appendix, which is included in the version of the presentation materials posted on our corporate website at www.pnc.com/investorevents. We provide greater detail regarding these factors in our 2008 Form 10-K, including in the Risk Factors and Risk Management sections, and in our other SEC filings (accessible on the SEC's website at www.sec.gov and on or through our corporate website at www.pnc.com/secfilings). We have included these web addresses as inactive textual references only. Information on these websites is not part of this document.

Future events or circumstances may change our outlook or expectations and may also affect the nature of the assumptions, risks and uncertainties to which our forward-looking statements are subject. The forward-looking statements in this presentation speak only as of the date of this presentation. We do not assume any duty and do not undertake to update those statements.

In this presentation, we will sometimes refer to adjusted results to help illustrate the impact of certain types of items. This information supplements our results as reported in accordance with GAAP and should not be viewed in isolation from, or a substitute for, our GAAP results. We provide these adjusted amounts and reconciliations so that investors, analysts, regulators and others will be better able to evaluate the impact of these items on our results for the periods presented. We believe that information as adjusted for the impact of the specified items may be useful due to the extent to which these items are not indicative of our ongoing operations.

In certain discussions, we may also provide information on yields and margins for all interest-earning assets calculated using net interest income on a taxable-equivalent basis by increasing the interest income earned on tax-exempt assets to make it fully equivalent to interest income earned on taxable investments. We believe this adjustment may be useful when comparing yields and margins for all earning assets.

This presentation may also include a discussion of other non-GAAP financial measures, which, to the extent not so qualified therein or in the Appendix, is qualified by GAAP reconciliation information available on our corporate website at www.pnc.com under "About PNC–Investor Relations."

Key Take-Aways

- The PNC business model has performed well on a relative basis given the difficult environment

- A significant portion of National City's credit risk has been recognized through purchase accounting

- The National City acquisition presents a tremendous opportunity to leverage PNC's business model and demonstrated ability to execute

A Leader in Executing the Banking Basics

PNC's Business Model

4Q08 growth versus 2Q07	PNC	Peers[1]
Average total loans	19%	13%
Average total deposits	12%	7%
Average noninterest-bearing deposits	6%	(3%)
4Q08 annualized linked quarter growth		
Average total loans	11%	8%
Average total deposits	12%	10%
Average noninterest-bearing deposits	14%	11%
Pretax pre-provision earnings[2] growth		
1 year	15%	(37%)
3 year CAGR	11%	(32%)
5 year CAGR	9%	(28%)

PNC has remained "ope for business" throughou the credit crunch…

…and remains committe to meeting the needs o our clients…

…while delivering long term value for our shareholders.

Note: PNC average balances and pretax pre-provision earnings were not impacted by the National City acquisition, which closed on December 31, 2008.

(1) Peer comparison source: SNL DataSource; Peers represents average of super-regional banks identified in the Appendix other than PNC. (2) Total revenue less noninterest expense. Further information is provided in the Appendix.

PNC

Balance Sheet Composition

PNC's Business Model

in billions	Dec 31 2008	2008 % of total	2007 % of total
Cash and short-term investments	$24	8%	7%
Loans held for sale	4	2	3
Investment securities	44	15	22
Loans, net of unearned income	176	60	49
Other assets and loan and lease loss allowance	43	15	19
Total assets	$291	100%	100%
Deposits	$193	66%	60%
Borrowed funds	52	18	22
Other liabilities, interests in consolidated entities	21	7	7
Shareholders' equity	25	9	11
Total liabilities and shareholders' equity	$291	100%	100%

Dec 31, 2008
Key Ratios

Loans/Assets	
PNC	Peers[1]
60%	69%

Loans/Deposits	
PNC	Peers[1]
91%	111%

PNC's Commitment to Prudent Risk Management Remains a To Priority for Creating Long Term Value.

(1) Peers represents average of super-regional banks identified in the Appendix other than PNC.

Risk Management Overview

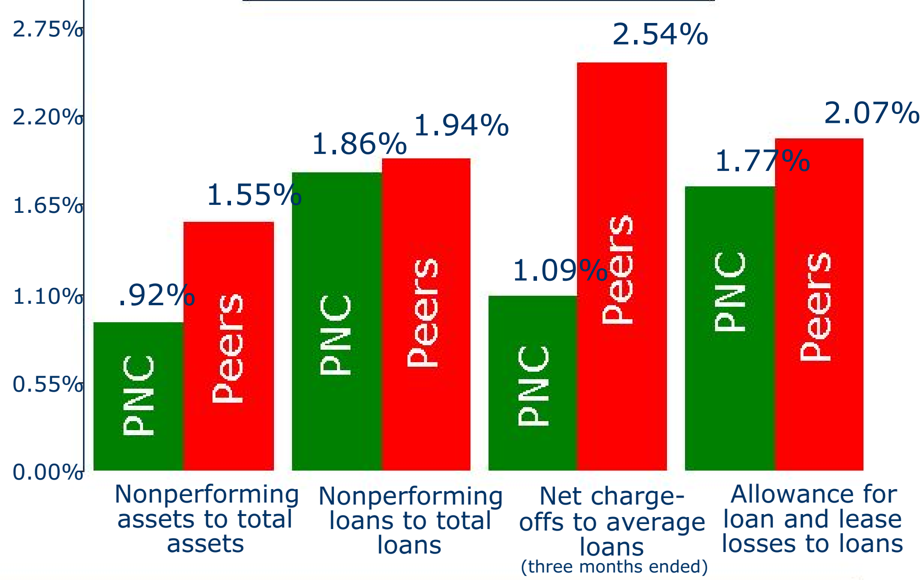
- PNC monitors multiple risk areas under our Enterprise Wide Risk program
  - Operational
  - Reputational
  - Credit
  - Strategic
  - Liquidity
  - Market
- PNC's well-established committee structure requires multiple scenario analysis
  - Stress testing
  - Threshold compliance
  - Inherent risk trends
  - Economic capital impacts
  - Summary risk assessment
  - Alternate planning

PNC Is a Recognized Leader in Risk Management.

Relative Credit Risk Profile

- Credit migration accelerated in 4Q08
- Strengthened loan loss reserve coverage
- Substantially de-risked the National City loan portfolio at closing
- Positioned to outperform on a relative basis

Key 4Q08 Metrics
(excluding the impact of National City)



PNC 4Q08 as reported	..74%	.95%	1.09%	2.23%

PNC's Credit Risk Profile Is Positioned to Outperform the Peer Group.

Peers represents average of super-regional banks identified in the Appendix other than PNC. Net charge-offs percentage is annualized. PNC 4Q08 as reported information includes the impact of National City, which we acquired as of December 31, 2008. The 4Q08 information excluding the impact of National City is reconciled to GAAP in the Appendix. The 4Q08 net charge-off ratio was not impacted by the National City acquisition.

Capital and Liquidity

PNC's Business Model

Key Capital Ratios	Dec 31 2008	Sept 30 2008	Dec 31 2007
Tier 1 risk-based	9.7%	8.2%	6.8%
Tangible common equity[1]	2.9%	3.6%	4.7%
Tangible common equity excluding accumulated other comprehensive loss[1,2]	4.3%	5.1%	4.8%

Key Liquidity Ratios			
Loans to deposits	91%	88%	83%
Investment securities to total assets	15%	21%	22%

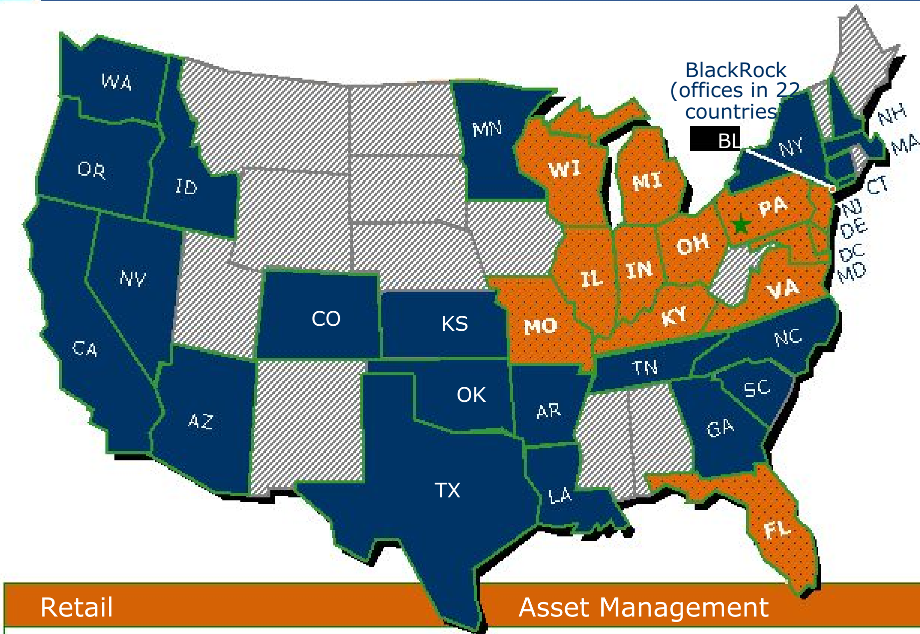
Substantial 12/31/08 liquidity position should enable PNC to meet all 2009 debt maturities

PNC Is Well-Positioned in Terms of Capital and Liquidity.

(1) Common shareholders' equity less goodwill and other intangible assets net of eligible deferred taxes (excluding mortgage servicing rights) divided by period-end assets less goodwill and other intangible assets net of eligible deferred taxes (excluding mortgage servicing rights). (2) Accumulated other comprehensive loss as of 12/31/08, 9/30/08, and 12/31/07 was $3.9 billion, $2.2 billion, and $147 million, respectively. Adjusted percentages are reconciled to GAAP in the Appendix.

Powerful Opportunities Across the Franchise

Leveraging PNC's Business Model



Global Investment Servicing
(international offices)

- A leading provider of processing, technology and business intelligence services to asset managers, broker-dealers, and financial advisors
- $2.0 trillion in assets serviced and 72 million shareholder accounts at December 31, 2008

Retail

- Footprint population now 95 million, represents almost 1/3rd of U.S. total
- A significant presence in 33 of the Top 100 MSAs with offices in 10 state capitals

Asset Management

- One of the top 10 largest bank-held asset managers
- 70% of footprint population in MSAs with median household incomes greater than the national aggregate

Corporate & Institutional

- Access to 300 of Fortune 1000 companies and nearly 700 hospitals
- One of the top 10 Treasury Management businesses in the U.S.
- One of the nation's largest M&A advisory firms for middle market companies

Key Integration Objectives

Leveraging PNC's Business Model

Objective	Status
Return the balance sheet to a moderate risk profile	Distressed and core loan portfolios identified, purchase accounting marks established Credit approval and loan/deposit pricing processes aligned
Achieve $1.2 billion of annualized cost saves	Cost save plan being implemented
Eliminate 5,800 positions across organization	Process underway, expect significant portion to be achieved through attrition and elimination of open positions
Convert branch network	Schedule for branch conversion complete
Integrate technology platforms	Systems application selection nearly complete and conversion timelines set
Leverage combined strengths to capture clients	Extensive client communications and outreach efforts – gathered over $1 billion in corporate deposit relationships to date

The Foundation for a Smooth and Successful Integration Has Been Established and Communicated.

Key System Integration Milestones

Leveraging PNC's Business Model

System integration guiding principles

- Planning and actions will be customer focused and in accordance with our focus on managing toward a moderate risk profile
- PNC's core suite of systems will be augmented with value added systems of NCC
- The combination should create a more valuable platform from business continuity to enhanced enterprise-wide reporting tools

Closing
- Credit reporting
- Financial reporting
- Management reporting

1H09
- System discovery
- Application selection
- Product mapping
- Programming

2H09
- Programming
- Testing
- Phase 1 Bank conversion
- Phase 2 Bank conversion

1H10
- Phase 3 Bank conversion

2H10
- Final stand alone systems conversions
- Phase 4 Bank conversion

PNC

Significant Retail and Asset Management Revenue Opportunity

Leveraging PNC's Business Model

	Legacy PNC[1]	PNC[2]	Opportunity
Consumer and small business customers	2.9 million	6+ million	Allows for deeper penetration of our product set, especially fee based and payment business related products Combine focus on on-line innovation and platform integration efficiencies Leverage strengths in small business client area to provide highly profitable sources of funding
Branches[3]	1,148	2,589	Leverage one of the largest branch distribution networks in the U.S.
ATMs[3]	4,041	6,232	Expand touch point opportunities to increase our brand awareness and convenience
Asset management	$57B AUM $87B AUA	$110B AUM $125B AUA	Combine products and platforms for full impact delivery across our attractive high net worth markets Gain synergies by leveraging the strengths of personal wealth areas and institutional product sets Leverage our established branch referral processes

As of December 31, 2008. PNC acquired National City Corporation on December 31, 2008. (1) Does not include and (2) includes the impact of National City. (3) None of anticipated branch divestitures or closings assumed.

Significant Corporate & Institutional Banking Revenue Opportunity

Leveraging PNC's Business Model

	Legacy PNC[1]	PNC[2]	Opportunity
Deposits	$15 billion	$27 billion	‣ Leverage established deposit gathering strategy and relationship based approach
Treasury management revenue	$545 million	$975 million	‣ Leverage combined strengths in the middle market ‣ Opportunity to significantly improve risk adjusted returns through fee-based product offerings
Capital markets revenue	$336 million	$400 million	‣ Leverage our demonstrated cross selling capabilities ‣ Significant opportunity to leverage our range of relationship-based products and services
Commercial loans (excluding real estate)	$17 billion	$45 billion	‣ Combine expertise across top industries ‣ Retain and deepen long-term relationships ‣ Right size portfolios to meet risk/return criteria
Commercial real estate loans	$9 billion	$28 billion	‣ Combine strengths across DUS, FHA, Mezzanine, REIT, and low income housing capabilities ‣ Scale back residential development exposures

As of or for the year ended December 31, 2008. PNC acquired National City Corporation on December 31, 2008. (1) Does not include and (2) includes the impact of National City. Revenue items include PNC estimates of National City revenue as if the acquisition had been completed at the beginning of 2008.

PNC

Summary

A relentless focus on implementing the PNC model

- Managing toward an overall moderate risk profile
- Leverage the brand to grow high quality revenue streams
- A focus on continuous improvement while investing in innovation
- Disciplined approach to capital management
- Strong execution capabilities

PNC Continues to Build a Great Company.

Cautionary Statement Regarding Forward-Looking Information

This presentation includes "snapshot" information about PNC used by way of illustration and is not intended as a full business or financial review. It should not be viewed in isolation but rather in the context of all of the information made available by PNC in its SEC filings.

We also make statements in this presentation, and we may from time to time make other statements, regarding our outlook or expectations for earnings, revenues, expenses, capital levels, liquidity levels, asset quality and/or other matters regarding or affecting PNC that are forward-looking statements within the meaning of the Private Securities Litigation Reform Act. Forward-looking statements are typically identified by words such as "believe," "expect," "anticipate," "intend," "outlook," "estimate," "forecast," "will," " project" and other similar words and expressions. Forward-looking statements are subject to numerous assumptions, risks and uncertainties, which change over time.

Forward-looking statements speak only as of the date they are made. We do not assume any duty and do not undertake to update our forward-looking statements. Actual results or future events could differ, possibly materially, from those that we anticipated in our forward-looking statements, and future results could differ materially from our historical performance.

Our forward-looking statements are subject to the following principal risks and uncertainties. We provide greater detail regarding some of these factors in our 2008 Form 10-K, including in the Risk Factors and Risk Management sections of that report, and in our other SEC filings. Our forward-looking statements may also be subject to other risks and uncertainties, including those that we may discuss elsewhere in this presentation or in our filings with the SEC, accessible on the SEC's website at www.sec.gov and on or through our corporate website at www.pnc.com/secfilings. We have included these web addresses as inactive textual references only. Information on these websites is not part of this document.

- Our businesses and financial results are affected by business and economic conditions, both generally and specifically in the principal markets in which we operate. In particular, our businesses and financial results may be impacted by:
  - Changes in interest rates and valuations in the debt, equity and other financial markets.
  - Disruptions in the liquidity and other functioning of financial markets, including such disruptions in the markets for real estate and other assets commonly securing financial products.
  - Actions by the Federal Reserve and other government agencies, including those that impact money supply and market interest rates.
  - Changes in our customers', suppliers' and other counterparties' performance in general and their creditworthiness in particular.
  - Changes in customer preferences and behavior, whether as a result of changing business and economic conditions or other factors.
- A continuation of recent turbulence in significant portions of the US and global financial markets, particularly if it worsens, could impact our performance, both directly by affecting our revenues and the value of our assets and liabilities and indirectly by affecting our counterparties and the economy generally.
- Our business and financial performance could be impacted as the financial industry restructures in the current environment, both by changes in the creditworthiness and performance of our counterparties and by changes in the competitive landscape.
- Given current economic and financial market conditions, our forward-looking financial statements are subject to the risk that these conditions will be substantially different than we are currently expecting. These statements are based on our current expectations that interest rates will remain low through 2009 with continued wide market credit spreads, and our view that national economic trends currently point to a continuation of severe recessionary conditions in 2009 followed by a subdued recovery.

Cautionary Statement Regarding Forward-Looking Information (continued)

Appendi

- Legal and regulatory developments could have an impact on our ability to operate our businesses or our financial condition or results of operations or our competitive position or reputation. Reputational impacts, in turn, could affect matters such as business generation and retention, our ability to attract and retain management, liquidity, and funding. These legal and regulatory developments could include:
  - o Changes resulting from the Emergency Economic Stabilization Act of 2008, the American Recovery and Reinvestment Act of 2009, and other developments in response to the current economic and financial industry environment, including current and future conditions or restrictions imposed as a result of our participation in the TARP Capital Purchase Program.
  - o Legislative and regulatory reforms generally, including changes to laws and regulations involving tax, pension, bankruptcy, consumer protection, and other aspects of the financial institution industry.
  - o Increased litigation risk from recent regulatory and other governmental developments.
  - o Unfavorable resolution of legal proceedings or regulatory and other governmental inquiries.
  - o The results of the regulatory examination and supervision process, including our failure to satisfy the requirements of agreements with governmental agencies.
  - o Changes in accounting policies and principles.
- Our issuance of securities to the US Department of the Treasury may limit our ability to return capital to our shareholders and is dilutive to our common shares. If we are unable previously to redeem the shares, the dividend rate increases substantially after five years.
- Our business and operating results are affected by our ability to identify and effectively manage risks inherent in our businesses, including, where appropriate, through the effective use of third-party insurance, derivatives, and capital management techniques.
- The adequacy of our intellectual property protection, and the extent of any costs associated with obtaining rights in intellectual property claimed by others, can impact our business and operating results.
- Our ability to anticipate and respond to technological changes can have an impact on our ability to respond to customer needs and to meet competitive demands.
- Our ability to implement our business initiatives and strategies could affect our financial performance over the next several years.
- Competition can have an impact on customer acquisition, growth and retention, as well as on our credit spreads and product pricing, which can affect market share, deposits and revenues.
- Our business and operating results can also be affected by widespread natural disasters, terrorist activities or international hostilities, either as a result of the impact on the economy and capital and other financial markets generally or on us or on our customers, suppliers or other counterparties specifically.
- Also, risks and uncertainties that could affect the results anticipated in forward-looking statements or from historical performance relating to our equity interest in BlackRock, Inc. are discussed in more detail in BlackRock's filings with the SEC, including in the Risk Factors sections of BlackRock's reports. BlackRock's SEC filings are accessible on the SEC's website and on or through BlackRock's website at www.blackrock.com. This material is referenced for informational purposes only and should not be deemed to constitute a part of this document.

In addition, our recent acquisition of National City Corporation ("National City") presents us with a number of risks and uncertainties related both to the acquisition transaction itself and to the integration of the acquired businesses into PNC. These risks and uncertainties include the following:

- The transaction may be substantially more expensive to complete (including the required divestitures and the integration of National City's businesses) and the anticipated benefits, including anticipated cost savings and strategic gains, may be significantly harder or take longer to achieve than expected or may not be achieved in their entirety as a result of unexpected factors or events.

Cautionary Statement Regarding Forward-Looking Information (continued)

- Our ability to achieve anticipated results from this transaction is dependent on the state going forward of the economic and financial markets, which have been under significant stress recently. Specifically, we may incur more credit losses from National City's loan portfolio than expected. Other issues related to achieving anticipated financial results include the possibility that deposit attrition or attrition in key client, partner and other relationships may be greater than expected.
- Litigation and governmental investigations currently pending against National City, as well as others that may be filed or commenced relating to National City's business and activities before the acquisition, could adversely impact our financial results.
- Our ability to achieve anticipated results is also dependent on our ability to bring National City's systems, operating models, and controls into conformity with ours and to do so on our planned time schedule. The integration of National City's business and operations into PNC, which will include conversion of National City's different systems and procedures, may take longer than anticipated or be more costly than anticipated or have unanticipated adverse results relating to National City's or PNC's existing businesses. PNC's ability to integrate National City successfully may be adversely affected by the fact that this transaction will result in PNC entering several markets where PNC did not previously have any meaningful retail presence.

In addition to the National City transaction, we grow our business from time to time by acquiring other financial services companies. Acquisitions in general present us with risks, in addition to those presented by the nature of the business acquired, similar to some or all of those described above relating to the National City acquisition.

Any annualized, proforma, estimated, third party or consensus numbers in this presentation are used for illustrative or comparative purposes only and may not reflect actual results. Any consensus earnings estimates are calculated based on the earnings projections made by analysts who cover that company. The analysts' opinions, estimates or forecasts (and therefore the consensus earnings estimates) are theirs alone, are not those of PNC or its management, and may not reflect PNC's, National City's, or other company's actual or anticipated results.

Non-GAAP to GAAP Reconcilement

Appendi

In millions, except percentages

Tier 1 risk-based capital ratio	December 31 2008
Tier 1 risk-based capital	$24,287
Less: TARP issuance	(7,579)
Tier 1 risk-based capital less TARP issuance	$16,708
Risk weighted assets (assumes no decrease in assets without TARP issuance)	$251,106
Tier 1 risk-based capital ratio as reported	9.7%
Less: TARP issuance	(3.0)%
Tier 1 risk-based capital ratio as adjusted	6.7%

Tangible common equity ratio (a)	December 31 2008	September 30 2008	December 31 2007
Common shareholders' equity	$17,490	$13,711	$14,847
Less intangible assets, net of deferred taxes	(9,206)	(8,812)	(8,734)
Tangible common equity	8,284	4,899	6,113
Add back: accumulated other comprehensive loss (AOCL)	3,949	2,230	147
Tangible common equity, before AOCL	$12,233	$7,129	$6,260
Tangible assets	$281,874	$136,798	$130,185
Add back: AOCL assets	3,252	3,332	(11)
Total assets, excluding AOCL	$285,126	$140,130	$130,174
Tangible common equity ratio, as reported	2.9%	3.6%	4.7%
Add back: AOCL assets	1.4%	1.5%	0.1%
Tangible common equity ratio, as adjusted	4.3%	5.1%	4.8%

(a) Common shareholders' equity less goodwill and other intangible assets net of eligible deferred taxes (excluding mortgage servicing rights) divided by period-end assets less goodwill and other intangible assets net of eligible deferred taxes (excluding mortgage servicing rights).

Non-GAAP to GAAP Reconcilement

In millions, except per share data

THREE MONTHS ENDED	December 31, 2008			September 30, 2008		
	Adjustments, Pretax	Net Income	Diluted EPS	Adjustments, Pretax	Net Income	Diluted EPS
Net income (loss), as reported		$(248)	$(.77)		$248	$.71
Adjustments:						
Conforming provision for credit losses - National City	$504	328	.94			
Other integration costs	81	52	.15	$14	9	.02
Net income, as adjusted		$132	$.32		$257	$.73

	December 31, 2007		
	Adjustments, Pretax	Net Income	Diluted EPS
Net income, as reported		$178	$.52
Adjustments:			
Integration costs	$79 (a)	50	.15
Net income, as adjusted		$228	$.67

YEAR ENDED	December 31, 2008			December 31, 2007		
	Adjustments, Pretax	Net Income	Diluted EPS	Adjustments, Pretax	Net Income	Diluted EPS
Net income, as reported		$882	$2.46		$1,467	$4.35
Adjustments:						
Conforming provision for credit losses - National City	$504	328	.95			
Other integration costs	145 (b)	94	.27	$151 (a)	99	.30
Net income, as adjusted		$1,304	$3.68		$1,566	$4.65

(a) Includes the $45 million conforming provision for credit losses related to the Yardville acquisition.
(b) Includes the $23 million conforming provision for credit losses related to the Sterling acquisition.

For the year ended December 31, in millions	2003	2004	2005	2006 (c)	2007	2008	'04-'07 CAGR	'07-'08 Change	'05-'08 CAGR	'03-'08 CAGR
Total revenue	$5,253	$5,541	$6,327	$8,572	$6,705	$7,190	7%	7%		
Noninterest expense	3,476	3,712	4,306	4,443	4,296	4,430	5%	3%		
Pretax pre-provision earnings	$1,777	$1,829	$2,021	$4,129	$2,409	$2,760		15%	11%	9%
Operating leverage							2%	4%		

(c) Includes the impact on both revenue and expense of the BlackRock/MLIM transaction.

PNC

Non-GAAP to GAAP Reconcilement

Appendi

As of December 31, 2008 ($ in millions)	PNC, excluding National City (a)	National City	Purchase accounting, eliminations, and reclassifications (b)	PNC, as reported
Total assets	$157,373	$153,069	($19,361)	$291,081
Nonperforming assets	1,443	722		2,165
Nonperforming assets to total assets	0.92%			0.74%
Total loans, net of unearned income	$75,830	$108,077	($8,418)	$175,489
Nonperforming loans	1,412	250		1,662
Nonperforming loans to total loans	1.86%			0.95%
Total loans, net of unearned income	$75,830	$108,077	($8,418)	$175,489
Allowance for loan and lease losses	1,343	4,856	(2,282)	3,917
Allowance for loan and lease losses to loans	1.77%			2.23%

(a) Includes $7.6 billion related to the issuance to the US Treasury under the US Treasury's Troubled Asset Relief Program ("TARP") on December 31, 2008 of (1) Fixed Rate Cumulative Perpetual Preferred Stock, Series N, and (2) a warrant for the US Treasury to purchase PNC common stock.

(b) Includes conforming provision for credit losses, elimination of intercompany funding and capital transactions, redesignation of loans held for sale to loans held for investment, and other reclassifications.

Peer Group of Super-Regional Banks

	Ticker
The PNC Financial Services Group, Inc.	PNC
BB&T Corporation	BBT
Comerica	CMA
Fifth Third Bancorp	FITB
KeyCorp	KEY
Regions Financial	RF
SunTrust Banks, Inc.	STI
U.S. Bancorp	USB
Wells Fargo & Company	WFC

List represents 2008 peer group after acquisitions.

Exhibit 99.2

PNC NEWS RELEASE

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PNC TO REDUCE QUARTERLY COMMON STOCK DIVIDEND TO $.10 PER SHARE, RETAINING $1 BILLION ANNUALLY IN ADDITIONAL CAPITAL

Business model continues to perform well in current environment

PITTSBURGH, March 2, 2009 – The PNC Financial Services Group, Inc. (NYSE: PNC) today announced that its Board of Directors will reduce the company's quarterly common stock dividend from $.66 to $.10 per share. The next dividend is expected to be declared in early April.

"We are taking this proactive step to build capital, further strengthen our balance sheet and serve our customers in an unprecedented and uncertain economy," said James E. Rohr, chairman and chief executive officer. "Our Board recognizes the importance of the dividend to our shareholders. While our overall capital and liquidity positions are strong, extreme market deterioration and the changing regulatory environment drove this difficult but prudent decision. We continue to be optimistic about the long-term benefits of the National City acquisition. Our first quarter 2009 results to date, excluding acquisition costs, are in line with Wall Street analyst expectations."

HIGHLIGHTS

- At the end of 2008, PNC's Tier 1 risk-based capital ratio was 9.7 percent, the tangible common equity ratio was 2.9 percent, and the loan-to-deposit ratio was 91 percent. The dividend reduction is expected to add $1 billion annually to PNC's common equity position, further increasing its strong capital and liquidity positions.
- PNC's businesses are performing as expected in the first quarter to date with strong client growth. Sales are above expectations, and the company continues to increase share in its newly acquired markets.
- The integration of National City is well underway and on track. The company is increasingly confident of the long-term benefits of the acquisition, and that the transaction will be accretive to 2009 earnings.

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- Increased capital flexibility from the dividend reduction should allow the company to continue to expand its businesses and make credit available to qualified customers. It should also position PNC for full redemption of the U.S. Treasury Department's preferred stock investment as soon as appropriate. PNC has no current plans to issue additional common equity.
- Based on overall enterprise risk management processes, the company believes it is adequately reserved with sufficient capital levels to withstand further economic deterioration within the range of current expectations.

"PNC is recognized for using capital in a disciplined manner. We believe our dividend reduction is appropriate given the uncertainty we see in the environment. We plan to increase our dividend after conditions normalize," Rohr added.

CONFERENCE CALL AND SUPPLEMENTAL INFORMATION

PNC Chairman and Chief Executive Officer James E. Rohr and Chief Financial Officer Richard J. Johnson will hold a conference call for investors today at 8:30 a.m. Eastern Time regarding the topics addressed in this news release. Investors should call five to 10 minutes before the start of the conference call at 800-990-2718 or 706-643-0187 (international). The related presentation slides to accompany the conference call remarks may be found at www.pnc.com/investorevents. A taped replay of the call will be available for one week at 800-642-1687 or 706-645-9291 (international), conference ID 88412775.

In addition, Internet access to the call (listen only) and to this release and presentation slides will be available at www.pnc.com/investorevents. A replay of the webcast will be available on PNC's Web site for 30 days.

The PNC Financial Services Group, Inc. (www.pnc.com) is one of the nation's largest diversified financial services organizations providing retail and business banking; specialized services for corporations and government entities, including corporate banking, real estate finance and asset-based lending; wealth management; asset management and global fund services.

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CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION

We make statements in this news release and in the conference call regarding this news release, and we may from time to time make other statements, regarding our outlook or expectations for earnings, revenues, expenses, capital levels, liquidity levels, asset quality and/or other matters regarding or affecting PNC that are forward-looking statements within the meaning of the Private Securities Litigation Reform Act. Forward-looking statements are typically identified by words such as "believe," "expect," "anticipate," "intend," "outlook," "estimate," "forecast," "will," " project" and other similar words and expressions. Forward-looking statements are subject to numerous assumptions, risks and uncertainties, which change over time.

Forward-looking statements speak only as of the date they are made. We do not assume any duty and do not undertake to update our forward-looking statements. Actual results or future events could differ, possibly materially, from those that we anticipated in our forward-looking statements, and future results could differ materially from our historical performance.

Our forward-looking statements are subject to the following principal risks and uncertainties. We provide greater detail regarding some of these factors in our 2007 Form 10-K and our 2008 Form 10-Qs, and in our 2008 Form 10-K upon its filing, including in the Risk Factors and Risk Management sections of those reports, and in our other SEC filings. Our forward-looking statements may also be subject to other risks and uncertainties, including those that we may discuss elsewhere in this news release or in our filings with the SEC, accessible on the SEC's website at www.sec.gov and on or through our corporate website at www.pnc.com/secfilings. We have included these web addresses as inactive textual references only. Information on these websites is not part of this document.

- Our businesses and financial results are affected by business and economic conditions, both generally and specifically in the principal markets in which we operate. In particular, our businesses and financial results may be impacted by:
  - Changes in interest rates and valuations in the debt, equity and other financial markets.
  - Disruptions in the liquidity and other functioning of financial markets, including such disruptions in the markets for real estate and other assets commonly securing financial products.
  - Actions by the Federal Reserve and other government agencies, including those that impact money supply and market interest rates.
  - Changes in our customers', suppliers' and other counterparties' performance in general and their creditworthiness in particular.
  - Changes in customer preferences and behavior, whether as a result of changing business and economic conditions or other factors.
- A continuation of recent turbulence in significant portions of the US and global financial markets, particularly if it worsens, could impact our performance, both directly by affecting our revenues and the value of our assets and liabilities and indirectly by affecting our counterparties and the economy generally.
- Our business and financial performance could be impacted as the financial industry restructures in the current environment, both by changes in the creditworthiness and performance of our counterparties and by changes in the competitive landscape.
- Given current economic and financial market conditions, our forward-looking financial statements are subject to the risk that these conditions will be substantially different than we are currently expecting. These statements are based on our current expectations that interest rates will remain low through 2009 with continued wide market credit spreads, and our view that national economic trends currently point to a continuation of severe recessionary conditions in 2009 followed by a subdued recovery.
- Legal and regulatory developments could have an impact on our ability to operate our businesses or our financial condition or results of operations or our competitive position or reputation. Reputational impacts, in turn, could affect matters such as business generation and retention, our ability to attract and retain management, liquidity, and funding. These legal and regulatory developments could include:
  - Changes resulting from the Emergency Economic Stabilization Act of 2008, the American Recovery and Reinvestment Act of 2009, and other developments in response to the current economic and financial industry environment, including current and future conditions or restrictions imposed as a result of our participation in the TARP Capital Purchase Program.
  - Legislative and regulatory reforms generally, including changes to laws and regulations involving tax, pension, bankruptcy, consumer protection, and other aspects of the financial institution industry.
  - Increased litigation risk from recent regulatory and other governmental developments.
  - Unfavorable resolution of legal proceedings or regulatory and other governmental inquiries.
  - The results of the regulatory examination and supervision process, including our failure to satisfy the requirements of agreements with governmental agencies.
  - Changes in accounting policies and principles.

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- Our issuance of securities to the US Department of the Treasury may limit our ability to return capital to our shareholders and is dilutive to our common shares. If we are unable previously to redeem the shares, the dividend rate increases substantially after five years.
- Our business and operating results are affected by our ability to identify and effectively manage risks inherent in our businesses, including, where appropriate, through the effective use of third-party insurance, derivatives, and capital management techniques.
- The adequacy of our intellectual property protection, and the extent of any costs associated with obtaining rights in intellectual property claimed by others, can impact our business and operating results.
- Our ability to anticipate and respond to technological changes can have an impact on our ability to respond to customer needs and to meet competitive demands.
- Our ability to implement our business initiatives and strategies could affect our financial performance over the next several years.
- Competition can have an impact on customer acquisition, growth and retention, as well as on our credit spreads and product pricing, which can affect market share, deposits and revenues.
- Our business and operating results can also be affected by widespread natural disasters, terrorist activities or international hostilities, either as a result of the impact on the economy and capital and other financial markets generally or on us or on our customers, suppliers or other counterparties specifically.
- Also, risks and uncertainties that could affect the results anticipated in forward-looking statements or from historical performance relating to our equity interest in BlackRock, Inc. are discussed in more detail in BlackRock's filings with the SEC, including in the Risk Factors sections of BlackRock's reports. BlackRock's SEC filings are accessible on the SEC's website and on or through BlackRock's website at www.blackrock.com. This material is referenced for informational purposes only and should not be deemed to constitute a part of this document.

In addition, our recent acquisition of National City Corporation ("National City") presents us with a number of risks and uncertainties related both to the acquisition transaction itself and to the integration of the acquired businesses into PNC. These risks and uncertainties include the following:

- The transaction may be substantially more expensive to complete (including the required divestitures and the integration of National City's businesses) and the anticipated benefits, including anticipated cost savings and strategic gains, may be significantly harder or take longer to achieve than expected or may not be achieved in their entirety as a result of unexpected factors or events.
- Our ability to achieve anticipated results from this transaction is dependent on the state going forward of the economic and financial markets, which have been under significant stress recently. Specifically, we may incur more credit losses from National City's loan portfolio than expected. Other issues related to achieving anticipated financial results include the possibility that deposit attrition or attrition in key client, partner and other relationships may be greater than expected.
- Litigation and governmental investigations currently pending against National City, as well as others that may be filed or commenced relating to National City's business and activities before the acquisition, could adversely impact our financial results.
- Our ability to achieve anticipated results is also dependent on our ability to bring National City's systems, operating models, and controls into conformity with ours and to do so on our planned time schedule. The integration of National City's business and operations into PNC, which will include conversion of National City's different systems and procedures, may take longer than anticipated or be more costly than anticipated or have unanticipated adverse results relating to National City's or PNC's existing businesses. PNC's ability to integrate National City successfully may be adversely affected by the fact that this transaction will result in PNC entering several markets where PNC did not previously have any meaningful retail presence.

In addition to the National City transaction, we grow our business from time to time by acquiring other financial services companies. Acquisitions in general present us with risks, in addition to those presented by the nature of the business acquired, similar to some or all of those described above relating to the National City acquisition.

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Exhibit 99.3

The PNC Financial Services Group, Inc.

Capital Action and Business Update

March 2, 2009

Cautionary Statement Regarding Forward-Looking Information and Adjusted Information

This presentation includes “snapshot” information about PNC used by way of illustration. It is not intended as a full business or financial review and should be viewed in the context of all of the information made available by PNC in its SEC filings. The presentation also contains forward-looking statements regarding our outlook or expectations relating to PNC’s future business, operations, financial condition, financial performance, capital and liquidity levels, and asset quality. Forward-looking statements are necessarily subject to numerous assumptions, risks and uncertainties, which change over time.

The forward-looking statements in this presentation are qualified by the factors affecting forward-looking statements identified in the more detailed Cautionary Statement included in the Appendix, which is included in the version of the presentation materials posted on our corporate website at www.pnc.com/investorevents. We provide greater detail regarding these factors in our 2007 Form 10-K and our 2008 Form 10-Qs, and in our 2008 Form 10-K upon its filing, including in the Risk Factors and Risk Management sections, and in our other SEC filings (accessible on the SEC’s website at www.sec.gov and on or through our corporate website at www.pnc.com/secfilings). We have included these web addresses as inactive textual references only. Information on these websites is not part of this document.

Future events or circumstances may change our outlook or expectations and may also affect the nature of the assumptions, risks and uncertainties to which our forward-looking statements are subject. The forward-looking statements in this presentation speak only as of the date of this presentation. We do not assume any duty and do not undertake to update those statements.

In this presentation, we may sometimes refer to adjusted results to help illustrate the impact of certain types of items. This information supplements our results as reported in accordance with GAAP and should not be viewed in isolation from, or a substitute for, our GAAP results. We provide these adjusted amounts and reconciliations so that investors, analysts, regulators and others will be better able to evaluate the impact of these items on our results for the periods presented. We believe that information as adjusted for the impact of the specified items may be useful due to the extent to which these items are not indicative of our ongoing operations. In certain discussions, we may also provide information on yields and margins for all interest-earning assets calculated using net interest income on a taxable-equivalent basis by increasing the interest income earned on tax-exempt assets to make it fully equivalent to interest income earned on taxable investments. We believe this adjustment may be useful when comparing yields and margins for all earning assets. This presentation may also include a discussion of other non-GAAP financial measures, which, to the extent not so qualified therein, is qualified by GAAP reconciliation information available on our corporate website at www.pnc.com under “About PNC–Investor Relations.”

Overview

Extreme economic uncertainty warrants this proactive capital decision

- Global economic conditions are deteriorating rapidly
- Markets continue to be highly volatile
- Regulatory requirements are changing in response to the economy
- Proactively protecting the balance sheet, preserving capital flexibility, and serving the needs of our customers are our top priorities
- Will reduce next quarterly common stock dividend to $0.10 from $0.66 per share
- Expected to add $1 billion annually to PNC's common equity position
  - 35-40 basis point annual improvement to capital ratios on 12/31/08 proforma basis
  - No current plans to issue additional common equity
- Enhances ability to repay TARP preferred as soon as appropriate

Recent Events and Business Update

Business Update

- 2009 off to a solid start
  - Strong client growth, sales above expectations
  - Revenue growth driven by significant net interest income increase
  - Expenses remain well-controlled
  - Strong pretax pre-provision earnings
  - 1Q09 results to date, excluding acquisition costs, in line with range of Wall Street analyst expectations
  - Ongoing and enhanced programs in support of economic recovery initiatives
- Integration of National City well underway and on track
  - Continued confidence about the long term benefits
  - Expected to be accretive to 2009 earnings

Summary

- Reducing dividend was difficult but prudent given the current environment
- An additional $1 billion is expected to be retained annually
- Our businesses are performing well
- The National City integration is progressing smoothly
- We believe we are well-positioned to take advantage of long term opportunities that deliver significant shareholder value
- We expect to increase the dividend when appropriate

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Cautionary Statement Regarding Forward-Looking Information (continued)

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Cautionary Statement Regarding Forward-Looking Information (continued)

Appendi

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Any annualized, proforma, estimated, third party or consensus numbers in this presentation are used for illustrative or comparative purposes only and may not reflect actual results. Any consensus earnings estimates are calculated based on the earnings projections made by analysts who cover that company. The analysts' opinions, estimates or forecasts (and therefore the consensus earnings estimates) are theirs alone, are not those of PNC or its management, and may not reflect PNC's, National City's, or other company's actual or anticipated results.