#### 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

December 8, 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 (state or other jurisdiction of incorporation or organization) Commission File Number 001-09718 25-1435979 (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 December 8, 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 Goldman Sachs US Financial Services Conference in New York. 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 9.01. Financial Statements and Exhibits.

(d) Exhibits. The exhibit listed on the Exhibit Index accompanying this Form 8-K is furnished herewith.

#### 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)

Ву:

Date: December 8, 2009

/s/ SAMUEL R. PATTERSON Samuel R. Patterson Controller

#### <u>Number</u> 99.1

Description

Electronic presentation slides and related material for the Goldman Sachs US Financial Services Conference on December 8, 2009

Method of Filing

Furnished herewith.



# The PNC Financial Services Group, Inc.

Goldman Sachs Financial Services Conference

December 8, 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 some of these factors in our 2008 Form 10-K and 2009 Form 10-Qs, including in the Risk Factors and Risk Management sections of those reports, 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 web addresses here and elsewhere in this presentation 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 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 believe that this additional information and the reconciliations we provide may be useful to investors, analysts, regulators and others as they evaluate the impact of these items on our results for the periods presented.

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 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 Messages

- PNC's business model has performed well in 2009
- PNC is well-positioned to navigate the uncertain environment
- PNC has realistic opportunities for growth

PNC's Business Model Has Delivered Solid Results and Is Expected to Deliver Growth During the Economic Recovery.

# 2009 Highlights<sup>1</sup>



#### Continued to transition the balance sheet by:

- Realigning our deposit mix
- Maintaining strong bank liquidity
- Repositioning the investment securities portfolio
- Increasing reserves
- Strengthening capital ratios
- Posted year-to-date net income of \$1.3 billion
- Captured more than \$800 million of annualized integration cost savings on a 3Q09 basis
- Successfully completed first phase of National City conversion in November

PNC's Performance Validates Realistic Opportunities for Growth

(1) Highlights as of or for the nine months ended September 30, 2009 except for conversion as noted.

### 2009 National Recognition

- "BusinessWeek 50" top performing companies
- Most Admired Companies, Fortune magazine
- One of America's Most Shareholder-Friendly Companies, Institutional Investor magazine
- 100 Best Companies for Working Mothers, Working Mother
- Top 50 Companies for Executive Women, National Association for Female Executives
- **Top 125 Companies for Employee Training,** *Training* magazine
- CIO 100 for Technology Excellence, CIO magazine
- Committee for Economic Development (CED) Trustee Leadership Award for PNC's Grow Up Great Early Education Initiative

**Business** 

Model Performance 2009

#### An Environment of Change

#### Economic environment

- Subdued recovery
- Unemployment
- Interest rates

#### Regulatory environment

- PNC's culture and principles
- Impact on competitors
- Consumer and small business needs
- Operating environment
  - Changing consumer behaviors
  - Meeting needs of businesses

PNC's Vision, Values and Business Model Position Us Well to Successfully Navigate the Uncertain Environment.

**PNC** 

Economic

Regulatory and Operating Environment

# PNC's Framework for Success



PI	NC Business Model	Key Metrics	September 30, 2009	Target	Action Plans
S	Staying core funded	Loan to deposit ratio (as of)	87%	80%-90%	<ul> <li>Maximize credit portfolio value</li> <li>Reposition deposit gathering strategies</li> </ul>
	eturning to a oderate risk profile	Provision to average loans (nine months ended, annualized)	2.3%	0.3%-0.5%	<ul> <li>Focus "front door" on risk-adjusted returns</li> <li>Leverage "back door" credit liquidation capabilities</li> </ul>
	rowing high ality, diverse revenue streams	Noninterest income/total revenue (nine months ended)	44%	>50%	<ul> <li>Leverage credit that meets our risk/return criteria</li> <li>Focus on cross selling PNC's deep product offerings</li> </ul>
	Creating positive operating leverage	Integration cost savings (third quarter, annualized)	>\$800 million	\$1.2 billion	<ul> <li>Capitalize on integration opportunities</li> <li>Emphasize continuous improvement culture</li> </ul>
	+	÷	÷	÷	÷
	xecuting our strategies	Return on average assets (nine months ended)	0.62%	1.30%+	Execute on and deliver the PNC business model

# Realistic Opportunities for Growth

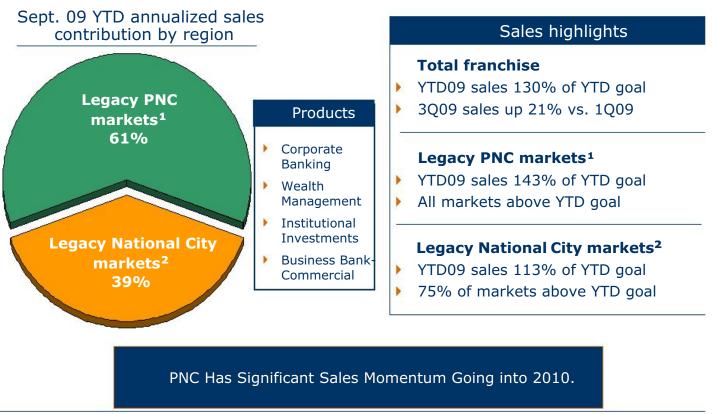
PNC's Plans for Growth

Revenue	Expense	Credit
Leverage product depth, cross sell capabilities, balance sheet and improved markets	Exceed cost saves and normalize expenses	Return to a moderate risk profile

PNC Is Well-Positioned for Growth.

#### Product Sales Across the Franchise



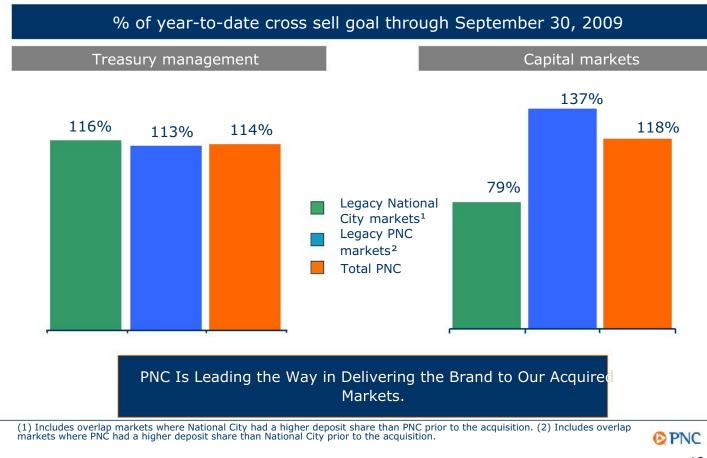


(1) Includes overlap markets where PNC had a higher deposit share than National City prior to the acquisition. (2) Includes overlap markets where National City had a higher deposit share than PNC prior to the acquisition.

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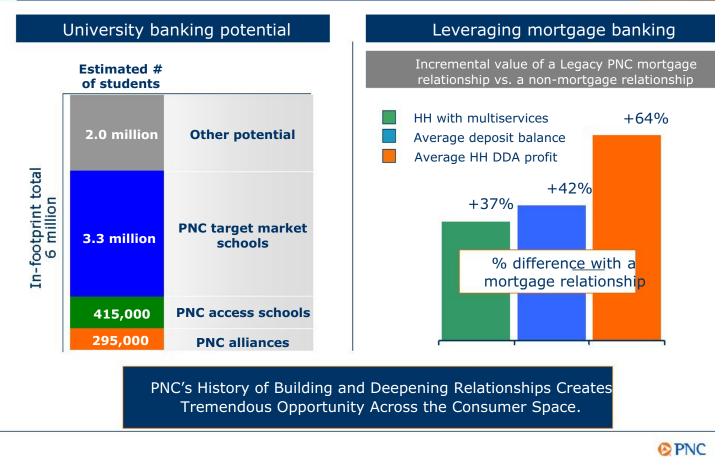
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# Cross-Sell Across the Franchise



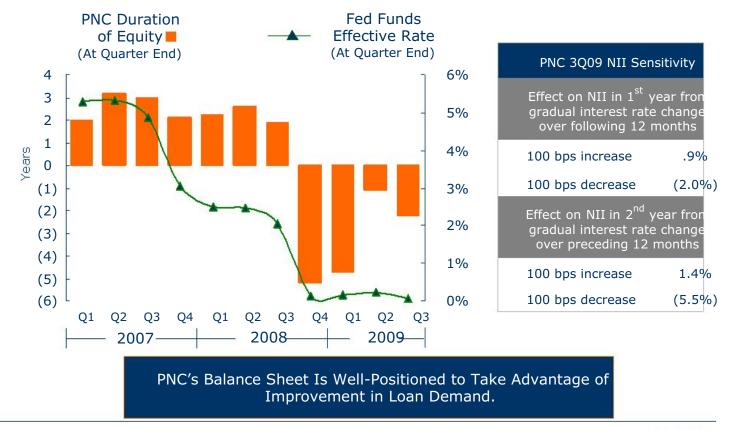
### Retail and Mortgage Banking Opportunities

PNC's Plans for Growth



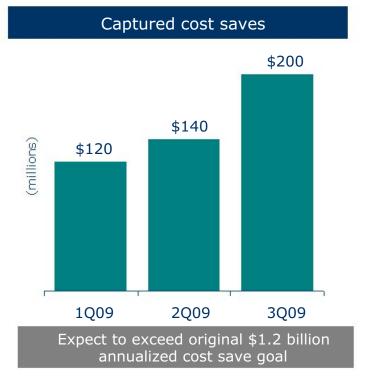
#### Balance Sheet Management





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### Integration Cost Savings



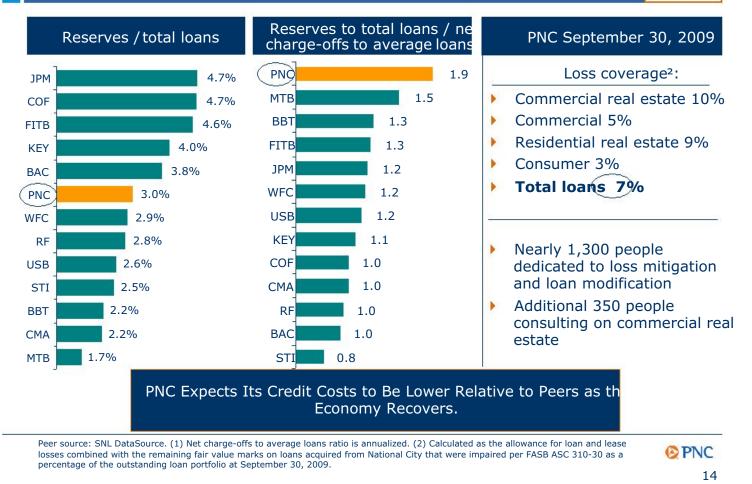
#### Integration cost savings highlights

- Year-to-date cost savings of more than \$460 million
- Implemented common vendor and expense policies and approval guidelines
- Implementing multi-year plan to help maximize the value of physical space owned and leased
- Began consolidation of 93 mortgage operations sites into two centers - Chicago and Pittsburgh
- Streamlining systems and support functions operations, marketing, communications, technology, finance, other staff
- Completed divestiture of 61 Western Pennsylvania National City branches in 3Q09

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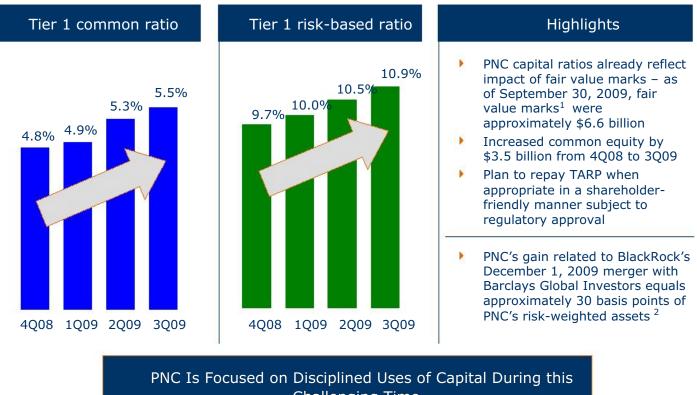
### 3Q09 Reserves, Net Charge-offs





### Capital Ratios



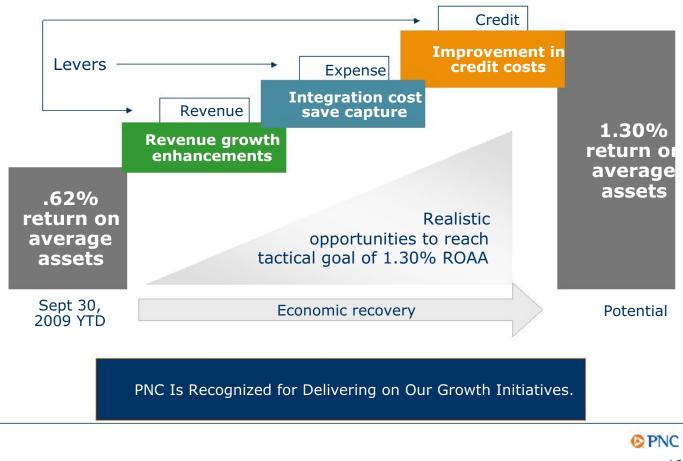


Challenging Time.

Ratios and common equity as of quarter end. (1) Fair value marks relate to loans acquired from National City that were impaired per FASB ASC 310-30. (2) Estimated after tax-gain of \$700 million divided by risk-weighted assets of \$233.4 billion at September 30, 2009.

### Getting from Here to There





#### Summary

- PNC performance during the recession validates our business model
- PNC's execution leaves us well-positioned to navigate the changing environment
- PNC's realistic opportunities for growth are expected to deliver significant value

PNC Continues to Build a Great Company.

• PNC 17

#### Cautionary Statement Regarding Forward-Looking Information

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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," "plan," "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 and 2009 Form 10-Qs, 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 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:

- o Changes in interest rates and valuations in the debt, equity and other financial markets.
- o 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.
- o Actions by the Federal Reserve and other government agencies, including those that impact money supply and market interest rates. o Changes in our customers', suppliers' and other counterparties' performance in general and their creditworthiness in particular.
- o Changes in levels of unemployment.

o 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 and regulatory 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 the end of recessionary conditions in the later half of 2009 followed by a subdued recovery in 2010.

# Cautionary Statement Regarding Forward-Looking

• 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 legislative and regulatory responses 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.
- Other legislative and regulatory reforms, including broad-based restructuring of financial industry regulation as well as 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 recolution of legal proceedings or other claims and regulatory and other governmental developments.
- Unfavorable resolution of legal proceedings or other claims and 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.

• 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, and by our ability to meet evolving regulatory capital standards.

• 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 itself and to the integration of the acquired businesses into PNC. These risks and uncertainties include the following:

• The anticipated benefits of the transaction, 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.

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# Cautionary Statement Regarding Forward-Looking

• 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.

• Legal proceedings or other claims made and governmental investigations currently pending against National City, as well as others that may be filed, made 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 has resulted 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 or other company's actual or anticipated results.

Append

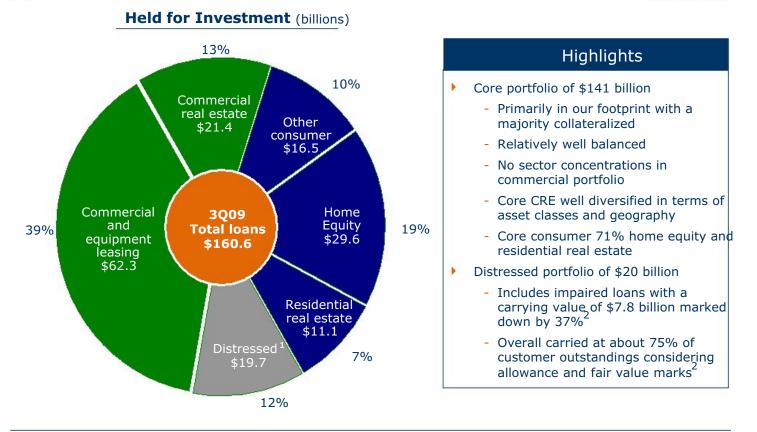
# Balance Sheet Overview



		Chang	Cont. 20. 2000	
Category (billions)	Sept. 30, 2009	June 30, 2009	Dec. 31 2008	Sept. 30, 2009 Key Ratios
Investment securities	\$54	\$4	\$11	Loans/Assets
Total loans	161	(4)	(15)	59%
Other assets	56	(8)	(16)	Investment
Total assets	\$271	(\$8)	(\$20)	securities/Assets
Transaction deposits	\$122	\$1	\$11	20%
Retail CDs	51	(5)	(7)	Loans/Deposits
Other time/savings	11	(3)	(13)	87%
Total deposits	\$184	(\$7)	(\$9)	Tier 1 risk-based ratio
Borrowed funds	\$42	(\$3)	(\$10)	10.9%
Other	16	-	(4)	Tier 1 common ratio
Shareholders' equity	29	2	3	5.5%
Total liabilities and equity	\$271	(\$8)	(\$20)	J

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#### Loan Portfolio



As of September 30, 2009. (1) Includes commercial and equipment leasing, commercial real estate, home equity, residential real estate and other consumer loans assigned to the Distressed Assets Portfolio segment totaling approximately \$19.7 billion at September 30, 2009. Further information regarding the categories of loans in the Distressed Assets Portfolio segment and in the overall loan portfolio is PNC provided in the Appendix. (2) Impaired loans and/or fair value marks relate to loans acquired from National City that were impaired per FASB ASC 310-30.

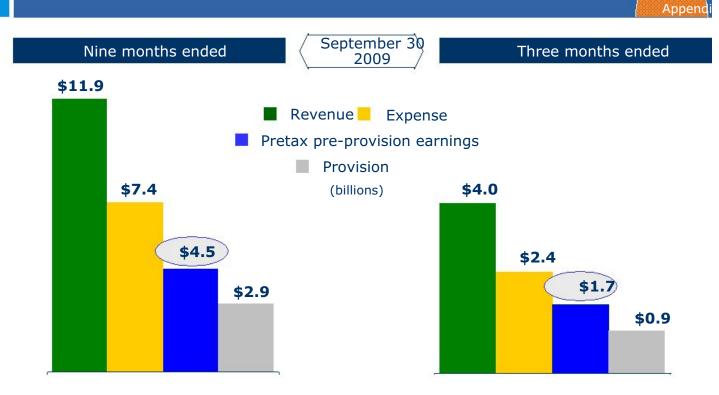
## Credit Quality Trends

Append

		3Q09	2Q09	1Q(
	30 – 89 days	\$2,380	\$2,195	\$2,136
Accruing loans past	Change from prior quarter	8%	3%	11%
due <sup>1</sup> (millions, except percentages)	90 days or more	\$875	\$1,043	\$501
percentages	Change from prior quarter	(16%)	108%	27%
1	Commercial lending	\$3,866	\$3,226	\$2,547
Nonperforming loans	Consumer lending	1,260	930	413
(millions, except	Total nonperforming loans	\$5,126	\$4,156	\$2,960
percentages)	Change from prior quarter	23%	40%	78%
	Nonperforming loans/total loans	3.19%	2.52%	1.73%
Net charge-offs	Total net charge-offs	\$650	\$795	\$431
(millions, except	Change from prior quarter	(18%)	84%	N/M <sup>2</sup>
percentages)	NCOs/average loans <sup>3</sup>	1.59%	1.89%	1.01%
	Allowance for loan and lease losses	\$4.8	\$4.6	\$4.3
Allowance and fair	Fair value marks	6.6	7.5	8.3
value marks (billions,	Total allowance and fair value marks	\$11.4	\$12.1	\$12.6
except percentages)	Total allowance and fair value marks/outstanding loan balances	6.8%	7.0%	7.0%

(1) Excludes loans that are government insured/guaranteed, primarily residential mortgages. Excludes loans acquired from National City that were impaired. These loans are excluded as they were recorded at estimated fair value when acquired and are currently considered performing loans due to the accretion of interest in purchase accounting. (2) Prior quarter net charge-offs would not include National City, which PNC acquired on December 31, 2008. (3) Net charge-offs to average loans percentages are annualized.

### Pretax Pre-Provision Earnings<sup>1</sup>



(1) For the nine months ended September 30, 2009, total revenue of \$11.906 billion less noninterest expense of \$7.365 billion equals pretax pre-provision earnings of \$4.541 billion. For the three months ended September 30, 2009, total revenue of \$4.048 billion less noninterest expense of \$2.379 billion equals pretax pre-provision earnings of \$1.669 billion. Further information is provided later in the Appendix.

### Investment Securities Portfolio



<i>Period end securities available for sale - amortized cost basis</i>		% of portfolio 3Q09 4Q08		Highlights
US Treasury and government agencies	13%	2%		Made significant progress improving the risk profile
Residential mortgage-backed	450/	5000		Increased purchases of Treasuries
Agency Non-Agency	45%	50% 29%		and government agency securities
Commercial mortgage-backed	2170	2370		Sold non-agency residential
Agency	2%	0%		mortgage-backed securities at a gain
Non-Agency	8%	9%	1	3Q09 unrealized pretax loss of \$2.2 billion improved by \$3.2 billion since
Asset-backed	4%	5%		4Q08
Other	7%	5%		Improved credit related OTTI <sup>1</sup> trend
Total amortized cost (billions)	\$52.0	\$45.5		from (\$155) million in 2Q09 to (\$129) million in 3Q09
rotar amortized cost (Dillions)	\$ <b>52.</b> 0	<b>\$45.5</b>		

#### (1) Other-than-temporary impairments.

#### Non-GAAP to GAAP Reconcilement

	December 31, 2008		
In millions, for the three months ended	Pretax	Net income	
Reported net income (loss)		(\$246)	
National City conforming provision for credit losses	\$504	328	
Net income (loss) excluding National City conforming provision for credit losses		\$82	

PNC believes that information adjusted for the impact of this item may be useful due to the extent to which the item is not indicative of our ongoing operations.

	7	Three months ended				
	March 31, 2009	March 31, 2009 June 30, 2009 Sept. 30, 2009				
in millions	87					
Total revenue	\$3,871	\$3,987	\$4,048	\$11,906		
Noninterest expense	2,328	2,658	2,379	7,365		
Pretax pre-provision earnings	\$1,543	\$1,329	\$1,669	\$4,541		

PNC believes that pretax pre-provision earnings is useful as a tool to help evaluate ability to provide for credit costs through operations.

As of September 30, 2009, in millions	Total PNC	Loans assigned to the Distressed Assets Portfolio segment	Total PNC after reassigning Distressed Asset Portfolio loans	% of core PNC loan portfolio	% of total PNC loan portfolio
Commercial and equipment leasing	\$63,211	\$892	\$62,319	44%	39%
Commerical real estate	24,064	2,659	21,405	15%	13%
Total core commercial lending		20-	\$83,724	59%	52%
Other consumer	16,505	11	\$16,494	12%	10%
Home equity	36,370	6,772	29,598	21%	19%
Residential real estate	20,458	9,348	11,110	8%	7%
Total core consumer lending		10	\$57,202	41%	36%
Total core portfolio			\$140,926	100%	88%
Distressed			19,682		12%
Total loans	\$160,608	\$19,682	\$160,608		100%

PNC



	Ticker
The PNC Financial Services Group, Inc.	PNC
BB&T Corporation	BBT
Bank of America Corporation	BAC
Capital One Financial, Inc.	COF
Comerica Inc.	CMA
Fifth Third Bancorp	FITB
JPMorgan Chase	JPM
KeyCorp	KEY
M&T Bank	MTB
Regions Financial Corporation	RF
SunTrust Banks, Inc.	STI
U.S. Bancorp	USB
Wells Fargo & Company	WFC