

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) November 5, 2010

THE PNC FINANCIAL SERVICES GROUP, INC.

(Exact Name of Registrant as Specified in Its Charter)

Pennsylvania
(State or Other Jurisdiction
of Incorporation)

001-09718
(Commission
File Number)

25-1435979
(IRS Employer
Identification No.)

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 *see* General Instruction A.2. below):

- 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 8.01 Other Events.

On November 5, 2010, The PNC Financial Services Group, Inc. issued a press release announcing the results of its solicitation of consents from the holders of its 6/8% Subordinated Notes due May 15, 2019 to terminate certain replacement capital covenants described in the consent solicitation statement. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following exhibit is filed herewith:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by The PNC Financial Services Group, Inc., dated November 5, 2010.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, 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)

By: _____ /s/ SAMUEL R. PATTERSON
Name: **Samuel R. Patterson**
Title: **Senior Vice President and Controller**

Date: November 12, 2010

EXHIBIT INDEX

<u>Number</u>	<u>Description</u>	<u>Method of Filing</u>
99.1	Press Release issued by The PNC Financial Services Group, Inc., dated November 5, 2010.	Filed herewith.

CONTACTS:**MEDIA:**

Fred Solomon
(412) 762-4550
corporate.communications@pnc.com

INVESTORS:

William H. Callihan
(412) 762-8257
investor.relations@pnc.com

PNC ANNOUNCES RESULT OF CONSENT SOLICITATION

PITTSBURGH, Nov. 5, 2010 – The PNC Financial Services Group, Inc. (NYSE: PNC) announced today the results of its solicitation of consents (the “Consent Solicitation”) from holders of its 6 7/8 percent Subordinated Notes due May 15, 2019 (the “Notes”) to terminate the Replacement Capital Covenants (the “RCCs”) relating to the Notes, which was commenced on Oct. 22, 2010. The termination of the RCCs requires the consent of the holders of a majority in principal amount of the Notes.

The Consent Solicitation expired at 5:00 p.m., New York City time, on Thursday, Nov. 4, 2010 (the “Expiration Time”). As of the Expiration Time, PNC had received the consent of holders of a majority of the outstanding aggregate principal amount of the Notes. Holders of the Notes who validly delivered and did not validly revoke their consents prior to the Expiration Time will receive the Consent Fee specified in the Consent Solicitation Statement and Letter of Consent, which were distributed in connection with the Consent Solicitation. PNC expects to make payment to consenting holders on or about Monday, Nov. 8, 2010. The Company has executed a termination of each of the RCCs as described in the Consent Solicitation Statement and Letter of Consent which will become operative pursuant to the terms of the Consent Solicitation.

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; residential mortgage banking; specialized services for corporations and government entities, including corporate banking, real estate finance and asset-based lending; wealth management and asset management. Follow [@PNCNews](https://twitter.com/PNCNews) on Twitter for breaking news, updates and announcements from PNC.

###