

**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

June 12, 2012

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)

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 June 12, 2012, James E. Rohr, Chairman and Chief Executive Officer of The PNC Financial Services Group, Inc. (the "Corporation"), discussed business performance and strategy at the Morgan Stanley Financials 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)

Date: June 12, 2012

By: /s/ Gregory H. Kozich
Gregory H. Kozich
Senior Vice President and Controller

EXHIBIT INDEX

<u>Number</u>	<u>Description</u>	<u>Method of Filing</u>
99.1	Electronic presentation slides and related material for the Morgan Stanley Financials Conference in New York on June 12, 2012	Furnished herewith.



The PNC Financial Services Group, Inc.

Morgan Stanley Financials Conference

June 12, 2012

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 for earnings, revenues, expenses, capital levels and ratios, liquidity levels, asset levels, asset quality, financial position, and other matters regarding or affecting PNC and its future business and operations. 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 as well as other factors in our 2011 Form 10-K, as amended by Amendment No. 1 thereto, and first quarter 2012 Form 10-Q, including in the Risk Factors and Risk Management sections and in the Legal Proceedings and Commitments and Guarantees Notes of the Notes to Consolidated Financial Statements in those reports, and in our subsequent SEC filings. Our forward-looking statements may also be subject to other risks and uncertainties, including those we may discuss in this presentation or in SEC filings, accessible on the SEC’s website at www.sec.gov and on PNC’s corporate website at www.pnc.com/secfilings. We have included web addresses in this presentation as inactive textual references only. Information on these websites is not part of this presentation.

Future events or circumstances may change our outlook and may also affect the nature of the assumptions, risks and uncertainties to which our forward-looking statements are subject. 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. Actual results or future events could differ, possibly materially, from those anticipated in forward-looking statements, as well as from historical performance.

In this presentation, we 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 as 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 respective items on our results for the periods presented due to the extent to which the items may not be indicative of our ongoing operations. We may also provide information on pretax pre-provision earnings (total revenue less noninterest expense) and on tangible book value per share (calculated as book value per share less total intangible assets, other than servicing rights, per share). We believe that pretax pre-provision earnings, a non-GAAP measure, is useful as a tool to help evaluate our earnings created by operating leverage. And we believe that tangible book value per share, a non-GAAP measure, is useful as a tool to help to better evaluate growth of the company’s business apart from the amount, on a per share basis, of intangible assets other than servicing rights included in book value. Where applicable, we provide GAAP reconciliations for such additional information, including in the Appendix and/or other slides on our corporate website at www.pnc.com/investorevents.

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. We may also use annualized, proforma, estimated or third party numbers for illustrative or comparative purposes only. These may not reflect actual results.

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.”



Today's Discussion

- ▶ Our successful business model positions us well for the future
- ▶ We have opportunities to capture organic growth
- ▶ Our disciplined growth strategies provide opportunities to deliver significant long-term shareholder value

PNC Continues to Build a Great Company.

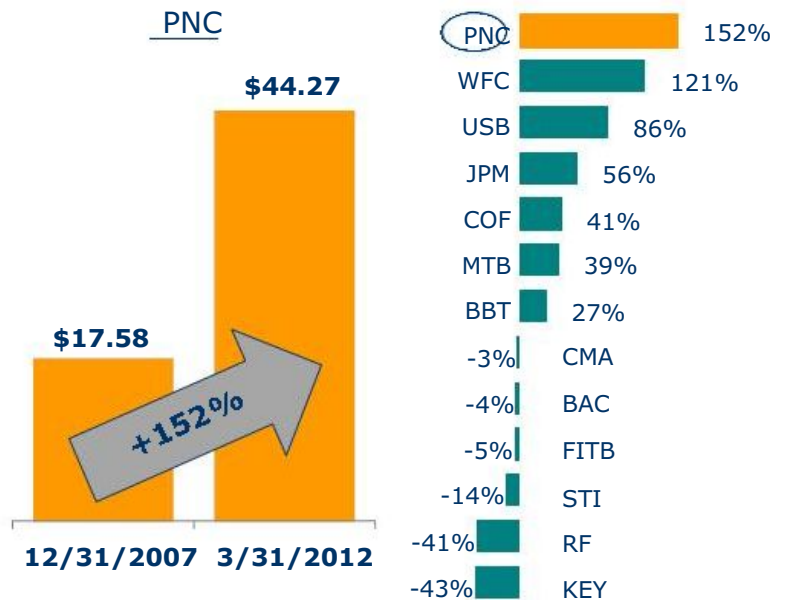
Executing Our Business Model has Delivered Value

PNC's successful business model

- ▶ Staying core funded and disciplined in our deposit pricing
- ▶ Committed to our moderate risk philosophy
- ▶ Leveraging customer relationships and our strong brand to grow high quality, diverse revenue streams
- ▶ Creating positive operating leverage while investing in innovation
- ▶ Remaining disciplined with our capital
- ▶ Executing on our strategies

Tangible book value per share¹

% change 12/31/2007 to 3/31/2012



Peer banks identified in the Appendix. Peer Source: SNL DataSource. (1) Tangible book value per share calculated as book value per share less goodwill and certain other intangible assets. Further information is provided in the Appendix.



Our Franchise Provides Significant Opportunities for Growth

- ▶ PNC's revenue growth strategies:
 - Expanding into large, faster growing markets with successful Regional President "Go To Market" strategy
 - Improving brand awareness to help drive customer growth
 - Launching innovative new products that address client needs
 - Improving cross-sell penetration
 - Repositioning our branches to capture greater share of wallet
 - Capturing the investment and retirement assets opportunity

Regional Presidents Model Key to Delivering PNC's Capabilities to Local Markets



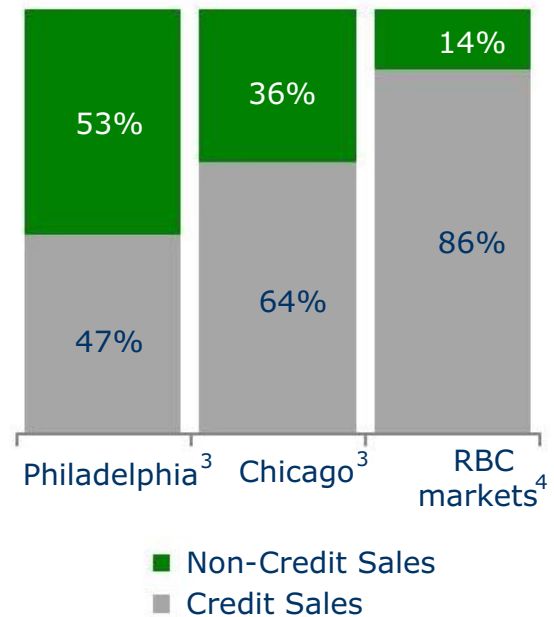
Connecting large bank products and services to local markets...



Expanding the PNC Model in Underpenetrated Markets

Total Corporate Banking and AMG sales

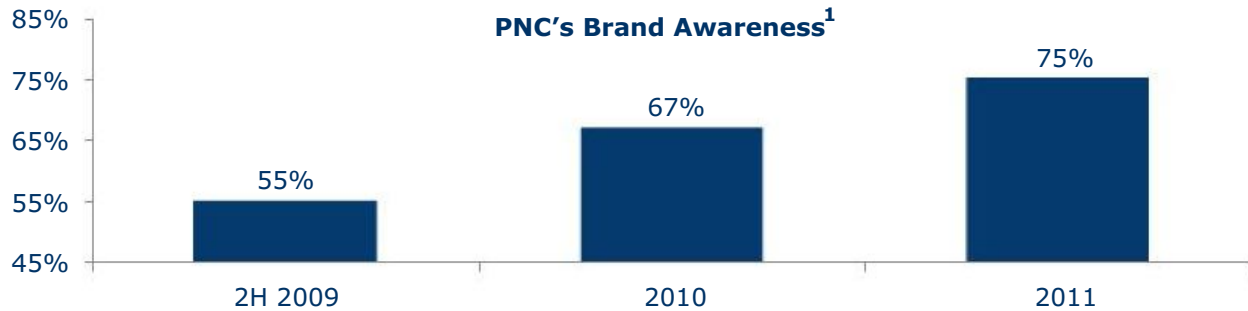
Corporate Banking cross-sell sales by type



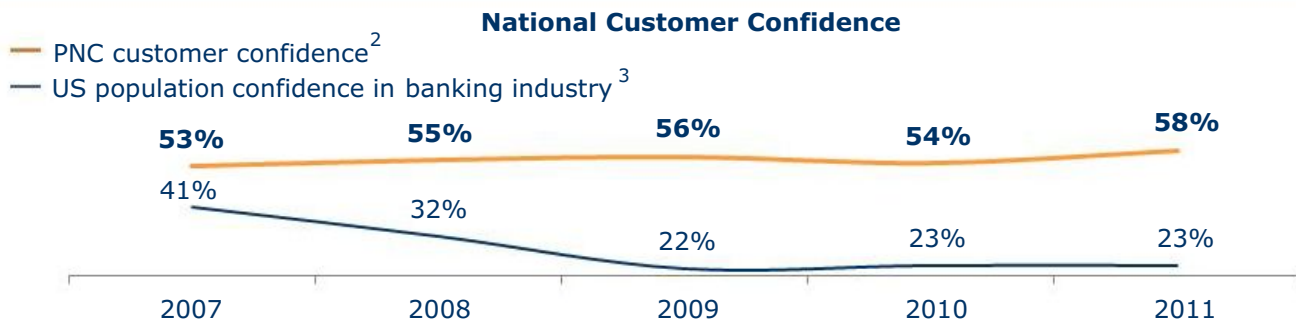
AMG refers to Asset Management Group. (1) Year over year total market sales. (2) RBC markets defined as Eastern Carolina, Western Carolina, Greater Georgia, Northern Alabama and Gulf Coast; March and April 2012 annualized revenues. AMG sales not yet significant to RBC markets as we are in the build-out phase. (3) For the full year 2011. (4) March and April 2012.

Improving Brand Awareness and Customer Confidence

Investments in PNC's brand producing results



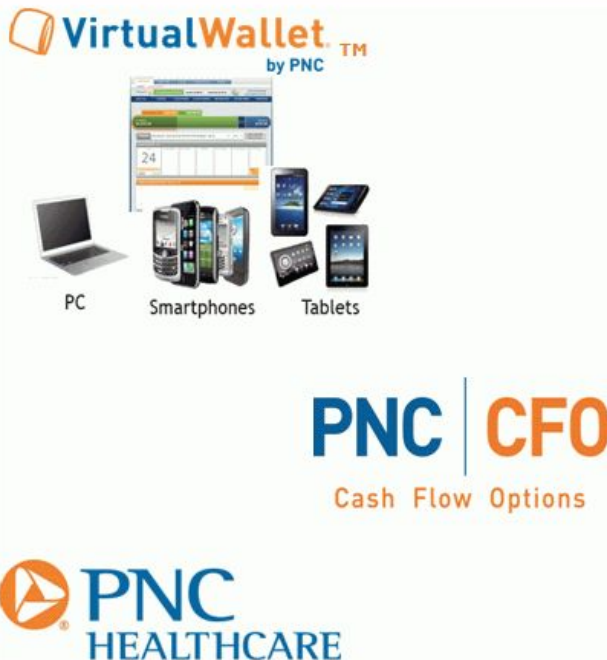
Significant relative increase in PNC's customer confidence



(1) Source: TNS Consumer Brand and Advertising Performance Research report dated as of 4Q11. (2) Confidence is measured at PNC by asking "PNC is a name I can always trust" and "PNC always delivers on what they promise." A respondent is considered Confident if they answer a "5" Strongly Agree to both items. Source: Gallup June 2011. (3) Confidence is measured in the banking industry by asking "Please tell me how much confidence you, yourself, have in banks - a great deal, quite a lot, some, or very little?" Source: Gallup June 2011.

Launching New Products that Enhance Customer Experience

Driven by product innovation



Future service delivery model

- ▶ Investing in technology across all customer segments
- ▶ Product innovation driving customer growth
- ▶ PNC's customer service differentiation:
 - Information organized based on how customers think
 - Integrated experience
- ▶ Giving customers choice

Launching New Products that Enhance Customer Experience - PNC Wealth Insight®

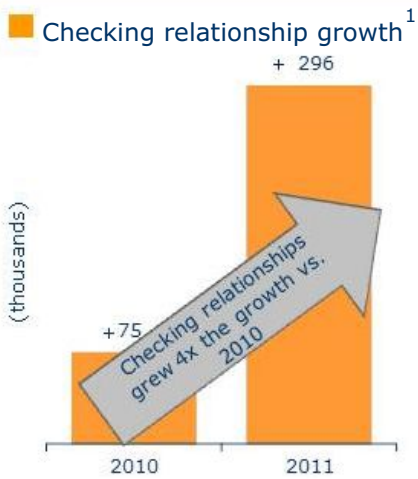


Optimized for tablet and PC

- ▶ Customer demand for transparency, information
- ▶ Launched last fall to Wealth clients
 - 70% adoption rate
- ▶ Key features:
 - Aggregate and customize
 - Dynamic grouping
 - Personal rate of return
 - Integrated with banking
 - Collaborate with advisor
- ▶ Recently recognized by Forrester®, Change Sciences® and CIO 100
- ▶ Expanding to mass affluent

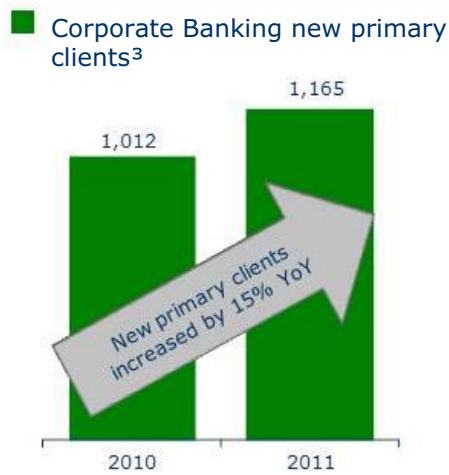
Growing Client Relationships

Retail Banking



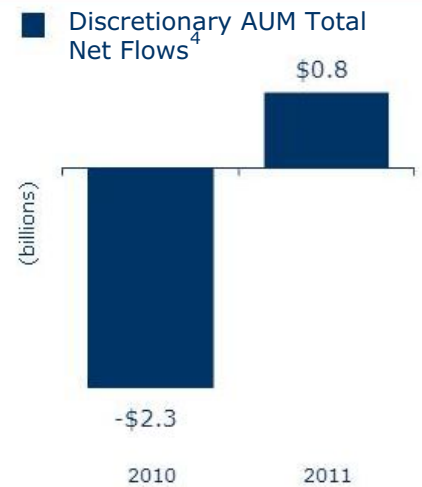
- ▶ 2011 total growth of 5.4%, greater than 1.2% footprint population growth
- ▶ Active online bill payment customers showed total growth² of 2.4% from 3Q11, 13% from 4Q10

Corporate & Institutional Banking



- ▶ New clients represent 12% of total existing primary clients at December 31, 2011
- ▶ Strong 2011 sales across all markets and client segments

Asset Management Group

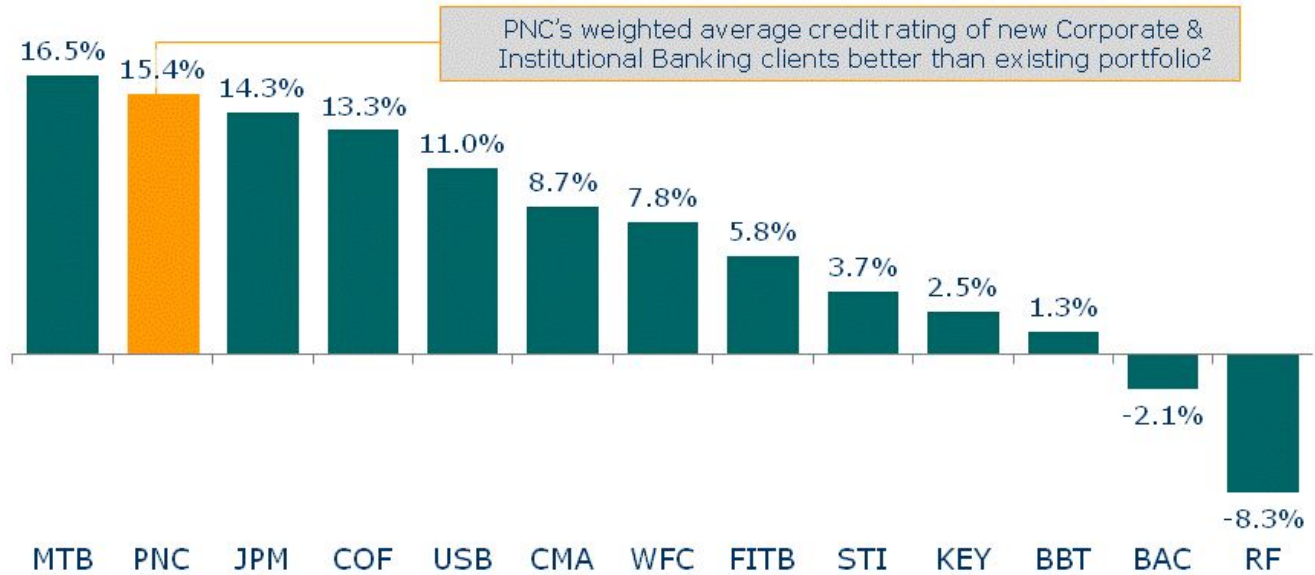


- ▶ 2011 referral sales⁵ up 52% vs. 2010
- ▶ 2011 new primary clients³ up 26% vs. 2010
- ▶ Total sales have increased by 38% for 2011 vs. 2010

(1) Checking relationship growth refers to consumer and small business accounts including 41,000 relationships acquired by acquisition in 2011. (2) Total growth includes 4,000 customer accounts acquired by acquisition in 2011. (3) A Corporate Banking primary client is defined as a corporate banking relationship with annual revenue generation of \$50,000 or more or, within corporate banking, a commercial banking client relationship with annual revenue generation of \$10,000 or more. AMG primary client relationships are defined as client relationships with annual revenue generation of \$10,000 or more. (4) AUM refers to Assets Under Management. Total net flows defined as net changes from clients including dividends received. (5) New client sales referred to AMG by Retail Banking or C&IB.

Generating Strong Commercial Loan Growth and Gaining Share

**Year over Year Change in Average Commercial Loan Growth
1Q11 vs. 1Q12¹**

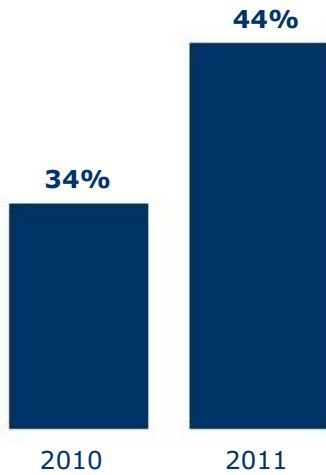


(1) Peer Source: Company reports. JPM and COF loan growth reflects commercial banking segment reported in company reports. PNC 1Q12 average commercial loan balance of \$92,481 million includes impact of RBC Bank (USA) acquisition. PNC's commercial loan balance includes commercial, commercial real estate and equipment lease financing. (2) New Corporate & Institutional Banking clients during first quarter 2012 include both organic client growth and acquired clients as part of the RBC Bank (USA) transaction compared to existing client portfolio as of 12/31/2011.

Capturing Cross-Sell Opportunities

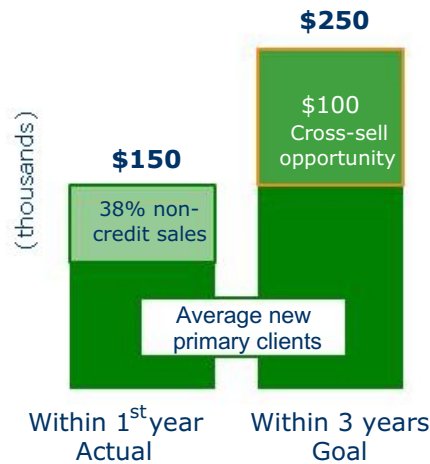
Retail Banking

New retail banking consumer household cross-sell penetration¹



Corporate & Institutional Banking

Average revenue per average new corporate banking primary clients²



Asset Management Group

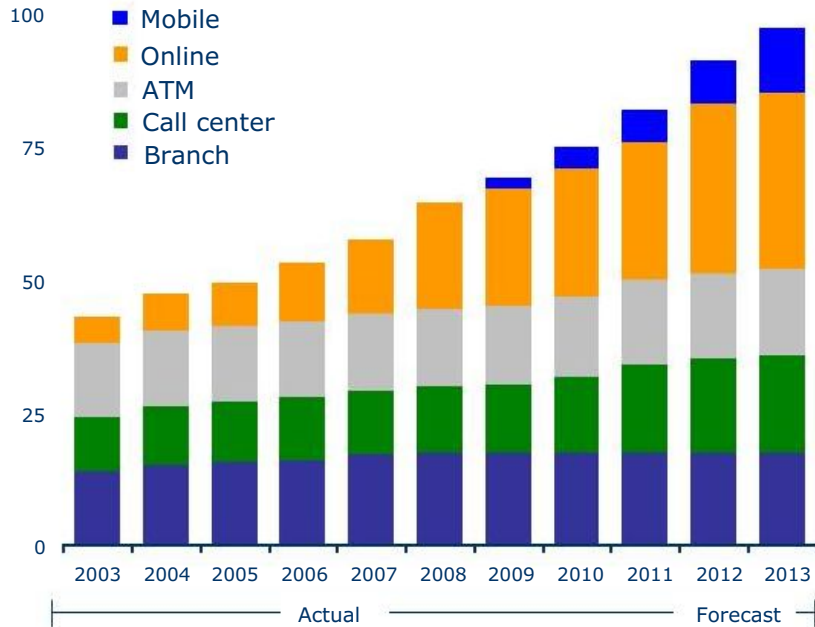
Asset Management Group referral channel sales³



(1) Percentage of new consumer households as measured within three months with a primary checking account having at least two services and one additional bank deposit or loan product with us. (2) A Corporate Banking primary client is defined as a corporate banking relationship with annual revenue generation of \$50,000 or more or, within corporate banking, a commercial banking client relationship with annual revenue generation of \$10,000 or more. (3) Referral channel sales are new sales from clients referred to AMG by Retail Banking or Corporate and Institutional Banking.

Changing Customer Behavior

U.S. banking transactions by channel (billions)¹



U.S. branch transaction activity²
(average annual change)

Deposit ↓ -7% to -9%

Withdrawal ↓ -3% to -6%

Check Cashing ↓ -17% to -19%

Total ↓ -4% to -5%

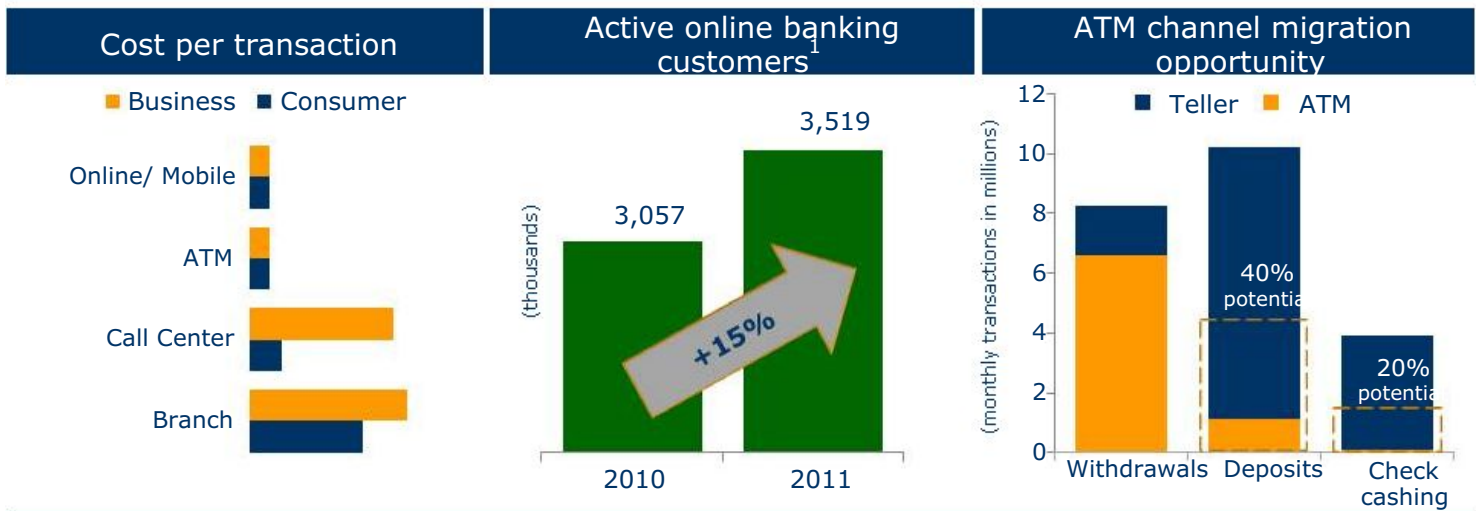
(1) Source: Tower Group, McKinsey & Company. (2) Source: Novantas. Represents the average annual change measured in 2008-2011.

Serving Customers Tomorrow – Lower Cost to Serve

Goals

Continue to deliver industry leading customer loyalties while we evolve to a lower cost structure

- ▶ Lower cost to serve by migrating certain customer transactions toward lower cost channels
- ▶ Significant cost save opportunity with virtual sales kiosks and alternative formats



(1) Active online banking customer is defined as a customer who has signed on at least once in the past 3 months.

Serving Customers Tomorrow – Grow Revenue

Goals

- ▶ Use customer insights about transactional behaviors and needs to inform cross-channel actions
- ▶ Customer Interaction Management (CIM) capability enables delivery of targeted offers

Significant opportunity to capture greater share of wallet

- ▶ Approximately 20% of PNC's customers are primarily non-branch transactors
 - Lower share of wallet relative to branch-heavy customers
 - Significant affluent opportunity
- ▶ Use CIM across relevant channels to:
 - Offer higher margin products to Virtual Wallet customers
 - Cross-sell credit card
 - Offer review of investment and retirement plan

PNC's Vision - Branch as Part of our Future Network

Highlights









- ▶ Branches to operate as a team of customer solution experts
- ▶ Multiple physical formats in the network
- ▶ Differentiated experience by customer segment
- ▶ Integrated digital and call center for sales and self-service



Mobile stores, street teams and educational events



Capturing the Investment and Retirement Assets Opportunity

Client - Focused	Mass Market < \$100K	Affluent \$100K - \$1 MM	High Net Worth > \$1 MM
Differentiated Multi-Channel Approach	  Call center Internet	   Branch Call center Internet	    Salesforce Branch Call center Internet
"Go-to-Market" Strategy	<ul style="list-style-type: none"> ▶ Focused on growth in all client segments ▶ Diverse channel approach to deepen customer relationships and share of wallet ▶ Distinctive "concierge" branch service model which directs customers to appropriate channel for highest service level ▶ Single platform drives exceptional user experience ▶ Strong product capabilities across all client investment risk spectrum 		

Mass market represents clients with <\$100K in investable assets. Affluent represents clients with investable assets between \$100K and \$1 million. High net worth represents clients with over \$1 million in investable assets.

Our Continuous Improvement Drives Capacity For Future Investments

- ▶ We have identified more than 600 initiatives to deliver our savings goals
 - 94 initiatives are estimated to achieve savings of greater than \$1 million

Expense Reduction Goals	Estimated 2012 Financial Impact (in millions)	% Complete ¹
Total PNC Efficiency initiatives	\$400	43%
RBC Bank (USA) integration	150	90%
Total	\$550	59%

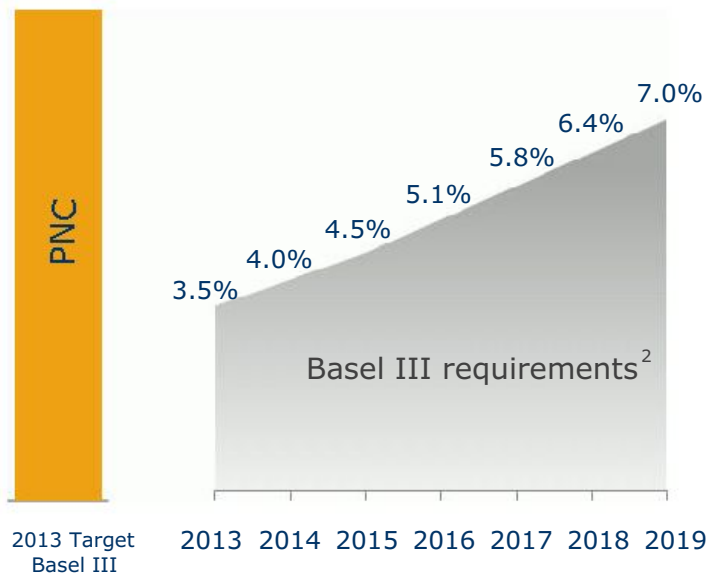
(1) Year-to-date 5/31/2012.

Strong Capital and Liquidity Position

Basel III Tier 1 common ratio

1Q12 highlights

8.0% - 8.5%¹



- ▶ Basel I Tier 1 common ratio of 9.3% at quarter end
- ▶ Target Basel III Tier 1 common ratio estimated to be between 8.0-8.5%¹ by year-end 2013
- ▶ Capital priorities:
 - Build capital to support client growth and business investment
 - Maintain appropriate capital in light of economic uncertainty
 - Return excess capital to shareholders
- ▶ Strong liquidity position
 - Loan-to-deposit ratio of 85%
 - Parent company two year liquidity coverage³ of 114%

(1) Proforma estimate is based on PNC's Basel I Tier 1 common ratio of 9.3% as of 3/31/12, adjusted by 1.6% to reflect projected retained earnings using First Call 2012 and 2013 estimates and the current dividend payout, and a decrease of 2.5%-3.0% primarily representing the estimated increase in risk weighted assets due to current Basel II methodology regarding credit, operational and market risks. This includes the assumed treatment of our investment in BlackRock and sub-investment grade securities (assuming no AOCI double counting) in accordance with Basel II. This estimate is subject to further regulatory guidance and clarity, and is based on the phase-in (beginning in 2013) of the Basel III framework in effect as of 3/31/12. (2) Regulatory requirements are inclusive of the capital conservation buffer and subject to further regulatory guidance and clarity. (3) Parent company liquidity coverage defined as liquid assets divided by funding obligations within a two year period.

Impact of Recent Increase in Repurchase Demands¹

Residential Mortgage Repurchase New Claims

(\$ millions)	Qtr Avg		
Vintage:	2011	1Q12	2Q12 ²
2004 & prior	\$14	\$7	\$21
2005-2008	150	177	234
2009-2011	29	29	33
Total	\$193	\$213	\$288
% GSE	84%	88%	87%
Losses	\$(41)	\$(40)	\$(76)

Residential Mortgage Sold Loan Portfolio - Remaining UPB⁴

(\$ billions)			
Vintage:	GSE	Non-GSE	Total
2004 & prior	\$23	\$14	\$37
2005-2008	24	21	45
2009-2011	22	9	31
Total	\$69	\$44	\$113

- ▶ Experiencing recent elevated levels of GSE-related repurchase demands
 - Primarily in 2005-08 vintages
- ▶ Top reasons cited for recent claims:
 - Property values
 - Missing documentation
- ▶ As a result, PNC expects to add residential mortgage repurchase reserves of approximately \$350 million in 2Q12
 - Will result in life-to-date accrued losses of \$1.6 billion
 - Barring significant changes in the future behaviors and demand patterns of investors, we believe we are appropriately reserved against future demands

(1) Does not include home equity loans. (2) 2Q12 represents quarter to date as of May 31st. (3) Estimate. (4) As of 5/31/12

Outlook¹ – Full Year 2012 vs. 2011

- ▶ Strong balance sheet and revenue growth expected to drive higher earnings
- ▶ Credit costs expected to improve
- ▶ RBC Bank (USA) acquisition expected to be accretive in 2012

		Estimated % Change ³
Combined Balance sheet ²	Loans	Increase mid to high teens
Combined Income statement ²	Total revenue	Increase high single digits
	Noninterest expense	Increase high single digits^{4,5}
	Loan loss provision	Improving ⁶

PNC is Positioned to Deliver Strong Results in 2012.

(1) Refer to the Cautionary Statement in the Appendix, including assumptions. (2) Reflects combined PNC and RBC Bank (USA). (3) Estimated change for 2012 is based on comparable 2011 results. (4) Bold item reflects revision to previous guidance. (5) Excluding legal and regulatory related contingencies, integration costs and capital actions related to TPS redemptions for 2011 and 2012. (6) Excluding legal and regulatory related contingencies.



Cautionary Statement Regarding Forward-Looking Information

Appendix

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We also make statements in this presentation, and we may from time to time make other statements, regarding our outlook for earnings, revenues, expenses, capital levels and ratios, liquidity levels, asset levels, asset quality, financial position, and other matters regarding or affecting PNC and its future business and operations 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," "see," "look," "intend," "outlook," "project," "forecast," "estimate," "goal," "will," "should" 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 made. We do not assume any duty and do not undertake to update forward-looking statements. Actual results or future events could differ, possibly materially, from those anticipated in forward-looking statements, as well as from historical performance.

Our forward-looking statements are subject to the following principal risks and uncertainties.

- Our businesses, financial results and balance sheet values are affected by business and economic conditions, including the following:
 - Changes in interest rates and valuations in debt, equity and other financial markets.
 - Disruptions in the liquidity and other functioning of U.S. and global financial markets.
 - The impact on financial markets and the economy of the downgrade by Standard & Poor's of U.S. Treasury obligations and other U.S. government-backed debt, as well as issues surrounding the level of U.S. and European government debt and concerns regarding the creditworthiness of certain sovereign governments, supranationals and financial institutions in Europe.
 - Actions by Federal Reserve, U.S. Treasury and other government agencies, including those that impact money supply and market interest rates.
 - Changes in customers', suppliers' and other counterparties' performance and creditworthiness.
 - Slowing or failure of the current moderate economic expansion.
 - Continued effects of aftermath of recessionary conditions and uneven spread of positive impacts of recovery on the economy and our counterparties, including adverse impacts on levels of unemployment, loan utilization rates, delinquencies, defaults and counterparty ability to meet credit and other obligations.
 - Changes in customer preferences and behavior, whether due to changing business and economic conditions, legislative and regulatory initiatives, or other factors.

- Our forward-looking financial statements are subject to the risk that economic and financial market conditions will be substantially different than we are currently expecting. These statements are based on our current view that the moderate economic expansion will persist in 2012 and interest rates will remain very low.

Cautionary Statement Regarding Forward-Looking Information (continued)

Appendix

- Legal and regulatory developments could have an impact on our ability to operate our businesses, financial condition, results of operations, competitive position, reputation, or pursuit of attractive acquisition opportunities. Reputational impacts could affect matters such as business generation and retention, liquidity, funding, and ability to attract and retain management. These developments could include:
 - Changes resulting from legislative and regulatory reforms, including major reform of the regulatory oversight structure of the financial services industry and changes to laws and regulations involving tax, pension, bankruptcy, consumer protection, and other industry aspects, and changes in accounting policies and principles. We will be impacted by extensive reforms provided for in the Dodd-Frank Wall Street Reform and Consumer Protection Act (the "Dodd-Frank Act") and otherwise growing out of the recent financial crisis, the precise nature, extent and timing of which, and their impact on us, remains uncertain.
 - Changes to regulations governing bank capital and liquidity standards, including due to the Dodd-Frank Act and to Basel III initiatives.
 - Unfavorable resolution of legal proceedings or other claims and regulatory and other governmental investigations or other inquiries. In addition to matters relating to PNC's business and activities, such matters may include proceedings, claims, investigations, or inquiries relating to pre-acquisition business and activities of acquired companies, such as National City. These matters may result in monetary judgments or settlements or other remedies, including fines, penalties, restitution or alterations in our business practices and in additional expenses and collateral costs, and may cause reputational harm to PNC.
 - Results of the regulatory examination and supervision process, including our failure to satisfy requirements of agreements with governmental agencies.
 - Impact on business and operating results of any costs associated with obtaining rights in intellectual property claimed by others and of adequacy of our intellectual property protection in general.
- Business and operating results are affected by our ability to identify and effectively manage risks inherent in our businesses, including, where appropriate, through effective use of third-party insurance, derivatives, and capital management techniques, and to meet evolving regulatory capital standards. In particular, our results currently depend on our ability to manage elevated levels of impaired assets.
- Business and operating results also include impacts relating to our equity interest in BlackRock, Inc. and rely to a significant extent on information provided to us by BlackRock. Risks and uncertainties that could affect BlackRock are discussed in more detail by BlackRock in its SEC filings.
- Our acquisition of RBC Bank (USA) presents us with risks and uncertainties related to the integration of the acquired businesses into PNC, including:
 - Anticipated benefits of the transaction, including 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 also on the extent of credit losses in the acquired loan portfolios and the extent of deposit attrition, in part related to the state of economic and financial markets. Also, litigation and regulatory and other governmental investigations that may be filed or commenced relating to the pre-acquisition business and activities of RBC Bank (USA), could impact the timing or realization of anticipated benefits to PNC.
 - Integration of RBC Bank (USA)'s business and operations into PNC may take longer than anticipated or be substantially more costly than anticipated or have unanticipated adverse results relating to RBC Bank (USA)'s or PNC's existing businesses. PNC's ability to integrate RBC Bank (USA) successfully may be adversely affected by the fact that this transaction results in PNC entering several geographic markets where PNC did not previously have any meaningful retail presence.

Cautionary Statement Regarding Forward-Looking Information (continued)

Appendix

- In addition to the RBC Bank (USA) transaction, we grow our business in part by acquiring from time to time other financial services companies, financial services assets and related deposits and other liabilities. These other acquisitions often present risks and uncertainties analogous to those presented by the RBC Bank (USA) transaction. Acquisition risks include those presented by the nature of the business acquired as well as risks and uncertainties related to the acquisition transactions themselves, regulatory issues, and the integration of the acquired businesses into PNC after closing.
- Competition can have an impact on customer acquisition, growth and retention and on credit spreads and product pricing, which can affect market share, deposits and revenues. Industry restructuring in the current environment could also impact our business and financial performance through changes in counterparty creditworthiness and performance and in the competitive and regulatory landscape. Our ability to anticipate and respond to technological changes can also impact our ability to respond to customer needs and meet competitive demands.
- Business and operating results can also be affected by widespread disasters, dislocations, terrorist activities or international hostilities through impacts on the economy and financial markets generally or on us or our counterparties specifically.

We provide greater detail regarding these as well as other factors in our 2011 Form 10-K, as amended by Amendment No. 1 thereto, and first quarter 2012 Form 10-Q, including in the Risk Factors and Risk Management sections and the Legal Proceedings and Commitments and Guarantees Notes of the Notes to Consolidated Financial Statements in those reports, and in our subsequent SEC filings. Our forward-looking statements may also be subject to other risks and uncertainties, including those we may discuss elsewhere in this presentation or in SEC filings, accessible on the SEC's website at www.sec.gov and on 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.

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.

Non-GAAP to GAAP Reconciliation

Appendix

<i>In millions except per share data</i>	As of		% Change
	Dec. 31, 2007	Mar. 31, 2012	
Common shareholders' equity	\$14,847	\$33,408	
Common shares outstanding	341	528	
Book value per common share	\$43.60	\$63.26	45%
Goodwill and other intangible assets other than servicing rights	\$8,853	\$10,035	
Common shareholders' equity less specified intangible assets	\$5,994	\$23,373	
Common shares outstanding	341	528	
Tangible book value per common share	\$17.58	\$44.27	152%

PNC believes that tangible book value per common share, a non-GAAP measure, is useful as a tool to help to better evaluate growth of the company's business apart from the amount, on a per share basis, of goodwill and other intangible assets, other than servicing rights, included in book value per common share.

	<u>Ticker</u>
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 & Co.	WFC