Check this box if no
longer subject to
Section 16. Form 4 or
Form 5 obligations
may continue. See
Instruction 1(b).

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden 0.5 hours per response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)										
1. Name and Address of Reporting Person BUNCH CHARLES E	2. Issuer Name an PNC FINANCI [PNC]			. .		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 				
ONE PNC PLAZA, 249 FIFTH A	(Middle) VENUE	3. Date of Earliest Transaction (Month/Day/Year) 01/02/2008								
(Street) PITTSBURGH, PA 15222-2707	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if	(Instr. 8)		4. Securi (A) or D (Instr. 3,	4 and 5 (A) or	of (D))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Direct (D) or Indirect (I)	Beneficial Ownership
\$5 Par Common Stock	01/02/2008		Code $A^{(1)}$	V	Amount 78	(D) A	Price \$ 64.73	178	(Instr. 4) D	

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

Persons who respond to the collection of information

SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned nte

(<i>e.g.</i> , puts, calls, warrants, options, convertible securities)															
	Conversion		3A. Deemed Execution Date, if any (Month/Day/Year)	Code	3)	of	6. Date Exercisable and Expiration Date (Month/Day/Year) ivative urities uired or oosed D) tr. 3,			7. Title and Amount of Underlying Securities		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following	Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)		Date Exercisable	Expiration Date	Title	or Number of Shares				
Phantom Stock Unit	<u>(2)</u>	07/24/2007		յ <u>(3)</u>	v	11		<u>(4)</u>	<u>(4)</u>	\$5 Par Common Stock	11	\$ 71.08	1,243	Ι	Deferred Stock Unit Plan
Phantom Stock Unit	<u>(2)</u>	10/24/2007		յ <u>(3)</u>	v	11		<u>(4)</u>	<u>(4)</u>	\$5 Par Common Stock	11	\$ 68.775	1,254	Ι	Deferred Stock Unit Plan

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
BUNCH CHARLES E ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707	Х							

Signatures

**Signature of Reporting Person

01/04/2008

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Annual grant pursuant to PNC Directors Share Incentive Plan.
- (2) One phantom stock unit is the economic equivalent of one share of PNC Common Stock.
- (3) Phantom Stock Units received as dividend equivalents under the PNC Outside Directors Deferred Stock Unit Plan.
- (4) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.