Instruction 1(b).

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

| OMB API           | PROVAL    |
|-------------------|-----------|
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longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

### 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  | c responses)  |  |   |  |         |  |  |   |   |  |  |                                 |   |   |  |
|---|---|--|---|--|---------|--|--|---|---|--|--|---------------------------------|---|---|--|
| 1. Name and Address of Reporting Person * DEMCHAK WILLIAM S  (Last) (First) (Middle) ONE PNC PLAZA, 249 FIFTH AVENUE (Street) PITTSBURGH, PA 15222-2707 |   |  | 2. Issuer Name and Ticker or Trading Symbol PNC FINANCIAL SERVICES GROUP INC [PNC] 3. Date of Earliest Transaction (Month/Day/Year) 01/22/2008 4. If Amendment, Date Original Filed(Month/Day/Year) |  |         |  |  |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director |  |  |                                 |   |   |  |
|   |   |  |   |  |         |  |  |   |   |  |  |                                 |   |   |  |
|   |   |  |   |  |         |  |  | _X_ Fo  |   |  |  |                                 |   |   |  |
| (City) (State) (Zip)  |   |  | (Zip)   | Table I - Non-Derivative Securities Acqu |         |  |  |   |   | Acquired,  | lired, Disposed of, or Beneficially Owned                              |                                 |   |   |  |
| 1.Title of Security<br>(Instr. 3)   |   | 2. Transaction<br>Date<br>(Month/Day/Year  |   |  |         | ate, if  |  | (A  | Securities Acqui<br>) or Disposed of<br>astr. 3, 4 and 5)                         | (D) Owne<br>Trans  | Amount of Securities Benef<br>wned Following Reported<br>ransaction(s) |                                 | O<br>Fo   | ownership of orm:   | eneficial  |
|   |   |  |   | (Month/Da                                |         | (Year)   | Cod  | e V A   | nount (A) or (D)  | (Instr.  | nstr. 3 and 4)   |                                 |   | Oirect (D) Or Indirect (I) Instr. 4)  | wnership<br>nstr. 4)   |
| Reminder: R   |   |  |   |  |         |  |  |   | who respond<br>orm are not re   |  |  |                                 |   |   | 74 (9-02)  |
| Kemmaer. K  |   |  | Table II  |  |         |  |  | in this for a currer  | orm are not red<br>tly valid OMB<br>sed of, or Benefi                             | quired to re<br>control nu<br>cially Owne                    | espond u<br>mber.  |                                 |   |   | 74 (3-02)  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)   | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if  | 4.<br>Transac<br>Code                    | etion ( | 5. Number of Derive Securities Acquired of (D) (Instr. 3,                    | rants,<br>per<br>rative<br>es<br>d (A)<br>osed | in this for a currer  | orm are not rectly valid OMB sed of, or Beneficertible securited cisable and ate  | quired to re<br>control nu<br>cially Owne                    | espond u<br>mber.<br>d<br>l Amount<br>ing                              | 8. Price of                     | 9. Number o<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | f 10.<br>Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect | 11. Natur<br>of Indirec<br>Beneficia<br>Ownershi<br>(Instr. 4) |
| 1. Title of<br>Derivative<br>Security   | Conversion<br>or Exercise<br>Price of<br>Derivative                   | Date                                       | 3A. Deemed<br>Execution Date, if<br>any   | 4.<br>Transac<br>Code                    | etion ( | Ils, war<br>5. Numb<br>of Deriv<br>Securities<br>Acquired<br>or Disposof (D) | rants,<br>per<br>rative<br>es<br>d (A)<br>osed | in this f<br>a currer<br>nired, Dispo<br>options, con<br>6. Date Exer<br>Expiration I | orm are not rectly valid OMB sed of, or Beneficertible securited cisable and ate  | cially Owne<br>ies) 7. Title and<br>of Underly<br>Securities | espond u<br>mber.<br>d<br>l Amount<br>ing                              | 8. Price of Derivative Security | 9. Number o<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following             | f 10.<br>Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect | 11. Natur<br>of Indirec<br>Beneficia<br>Ownershi<br>(Instr. 4) |

|   | Relationships |              |               |       |  |  |
|---|---------------|--------------|---------------|-------|--|--|
| Reporting Owner Name / Address  | Director      | 10%<br>Owner | Officer       | Other |  |  |
| DEMCHAK WILLIAM S<br>ONE PNC PLAZA<br>249 FIFTH AVENUE<br>PITTSBURGH, PA 15222-2707 |               |              | Vice Chairman |       |  |  |

## **Signatures**

| Lori A. Hasselman, Attorney-in-Fact for William S. Demchak | 01/24/2008 |
|--|------------|
| **Signature of Reporting Person                            | 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) Grant of stock options subject to the precondition of an appropriate agreement, signed by the parties. Options generally become exercisable in three equal annual installments, beginning one year after the date of grant year after the date of grant.

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.