FORM 4

(Print or Type Responses)

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

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

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

| HANNON MICHAEL J | | | | PNC FINANCIAL SERVICES GROUP INC [PNC] | | | | | | (Check all applicable) Director Officer (give title below) EVP and Chief Risk Officer | | | | |
|------------------------------------|---|--|--|---|---|-------------------|--|--|--|--|--|---|--|---------------------------------------|
| ONE PN | | (First) , 249 FIFT | (Middle) H AVENUE | 3. Date of Earlies 02/15/2009 | t Transactio | on (N | Ionth/Day | //Year) |) | | 271 4. | 14 011101 1113 | | |
| (Street) PITTSBURGH, PA 15222-2707 | | | 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Ir _X_1 | | | | | | _X_ Form fil | Individual or Joint/Group Filing(Check Applicable Line) (_Form filed by One Reporting Person _Form filed by More than One Reporting Person | | | | |
| (City | ") | (State) | (Zip) | Т | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Ov | | | | | | | | Owned | |
| (Instr. 3) | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Code (Instr. 8) | (A) or D | | rrities Acquired Disposed of (D) 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | | Following | 6. Ownership Form: Direct (D) or Indirect | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | Code | V | Amount | or | Price | | | | (I) (Instr. 4) | |
| \$5 Par C | ommon St | ock | 02/15/2009 | | F(1) | | 551 | D | \$ 27.915 | 37,369 | | | D | |
| \$5 Par C | \$5 Par Common Stock | | | | | | | | | 7 | | | I | UTMA by Self for Son/BM |
| \$5 Par C | ommon St | ock | | | | | | | | 137 | | | Ī | UTMA by Spouse for Son/CR |
| \$5 Par C | ommon St | ock | | | | | | | | 7 | | | I | UTMA by Self for Son/SP |
| \$5 Par Common Stock | | | | | | | | | 136 | | | I | UTMA by Spouse for Son/BR | |
| \$5 Par Common Stock | | | | | | | | | 6,873 | | | I | 401(k) Plan | |
| Reminder: | Report on a s | separate line | for each class of secu | urities beneficially o | | Per con the | sons wh tained in form dis | no responding the responding the responding to t | form are | not requesting ntly valid | OMB con | ormation spond unle trol numbe | ss | 1474 (9-02) |
| 1 Title of | 12 | 3 Transacti | | (e.g., puts, calls, w | arrants, op | tion | s, conver | tible se | ecurities) | | | 0 Number | of 10. | 11 Notus |
| | Security or Exercise (Month/Day/Year) any | | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | and (M | | iration Date Day/Year) | | itle and bunt of erlying urities tr. 3 and | | 9. Number Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Owners Form o Derivat Securit Direct (or India | ive Ownershi y: (Instr. 4) (ED) | |
| | | | | | | | | | | | | | | |

| | Code | V | (A) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | | |
|--|------|---|-----|--|---------------------|--------------------|-------|--|--|--|--|--|--|
|--|------|---|-----|--|---------------------|--------------------|-------|--|--|--|--|--|--|

Reporting Owners

| | | Relationships | | | | | | |
|--|----------|---------------|----------------------------|-------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| HANNON MICHAEL J ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707 | | | EVP and Chief Risk Officer | | | | | |

Signatures

| Lori A. Hasselman, Attorney-in-Fact for Michael J. Hannon | 1 | 02/18/2009 |
|---|---|------------|
| **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) Shares withheld to satisfy tax liability resulting from the vesting of restricted stock previously granted.

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.