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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).

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

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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 Respons	es)											
1. Name and Address of Reporting Person [*] BUNCH CHARLES E			2. Issuer Name and PNC FINANCIA [PNC]			<i>c</i> .		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X_ Director10% Owner Officer (give title below)Other (specify below)				
(Last) (First) (Middle) ONE PNC PLAZA, 249 FIFTH AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 04/28/2009									
(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)	(Zip)	Table I - Non-Derivative Securities Acqu						ired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execution Date, if	(Instr. 8)	tion	4. Securi (A) or Di (Instr. 3, Amount	(A) or	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form:	Beneficial Ownership	

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

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SEC 1474 (9-02)

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

	(e.g., puts, calls, warrants, options, convertible securities)														
Security	Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transac Code	5. Number of Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities		Derivative Security	Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit	<u>(1)</u>	01/26/2009		յ <u>(2)</u>	v	63		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	63	\$ 29.945	2,895	Ι	Deferred Stock Unit Plan
Phantom Stock Unit	<u>(1)</u>	04/24/2009		յ <u>(2)</u>	v	7		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	7	\$ 39.495	2,902	Ι	Deferred Stock Unit Plan
Phantom Stock Unit	<u>(1)</u>	04/28/2009		A ⁽⁴⁾		2,472		(3)	<u>(3)</u>	\$5 Par Common Stock	2,472	\$ 0	5,374	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

Lori A. Hasselman, Attorney-in-Fact for Charles E. Bunch
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**Signature of Reporting Person

04/30/2009 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) One phantom stock unit is the economic equivalent of one share of PNC Common Stock.
- (2) Phantom Stock Units received as dividend equivalents under the PNC Outside Directors Deferred Stock Unit Plan.
- (3) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.
- (4) Phantom Stock Units awarded by the Nominating and Governance Committee pursuant to the PNC Outside Directors Deferred Stock Unit Plan.

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

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