FORM	4
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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

1. Name and Address of Reporting Person JOHNSON RICHARD J	2. Issuer Name an PNC FINANCI [PNC]			0 5		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 						
(Last) (First) ONE PNC PLAZA, 249 FIFTH A	3. Date of Earliest 08/19/2009	Transaction	ı (Moi	nth/Day/Y	ear)	EVP & Chief Financia						
(Street) PITTSBURGH, PA 15222-2707	4. If Amendment, I	Date Origin	al File	ed(Month/Da	y/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-I	Derivative	Securi	ities Acqui	ired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form:	Beneficial		
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	1		
\$5 Par Common Stock	06/30/2009		J <u>(1)</u>	V	644	А	\$ 36.8695	52,837	D			
\$5 Par Common Stock	08/19/2009		J <u>(2)</u>		2,687	D	\$0	50,150	D			
\$5 Par Common Stock	04/24/2009		<u>ј(3)</u>	V	4	А	\$ 39.495	1,089	Ι	401(k) Plan		
\$5 Par Common Stock	07/24/2009		<mark>ј(3)</mark>	V	4	А	\$ 36.6	1,093	Ι	401(k) Plan		
\$5 Par Common Stock	07/31/2009		<u>ј(4)</u>	V	440	А	<u>(5)</u>	1,533	Ι	401(k) Plan		

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

Persons who respond to the collection of information contained SEC 1474 (9-02) in this form are not required to respond unless the form displays a currently valid OMB control number.

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

(e.g., puts, calls, warrants, options, convertible securities)															
Security (Instr. 3)	Conversion	3. Transaction Date (Month/Day/Year)		Code)	5. Numi of Deriv Secur Acqu (A) o Dispo of (D (Instr 4, and	vative rities hired or osed) . 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities		Derivative Security (Instr. 5)		Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit	<u>(6)</u>	08/20/2009		յ <u>(7)</u>		26		<u>(8)</u>	<u>(8)</u>	\$5 Par Common Stock	26	\$ 41.71	1,075	Ι	Supplemental Incentive Savings Plan
Phantom Stock Unit	<u>(6)</u>							<u>(8)</u>	<u>(8)</u>	\$5 Par Common Stock	4,065		4,065	Ι	Deferred Compensation Plan

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			

Signatures

Lori A. Hasselman, Attorney-in-Fact for Richard J. Johnson	08/21/2009
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) Acquisition of stock pursuant the PNC Employee Stock Purchase Plan.
- Shares of restricted stock previously granted that are estimated to be forfeited pursuant to the Interim Final Rule on TARP Standards for Compensation and Corporate Governance issued (2) in June 2009 by the U.S. Department of the Treasury. For more information, please see the Current Report on Form 8-K filed by The PNC Financial Services Group, Inc. on August 21, 2009.
- (3) Dividend reinvestment shares acquired under the PNC Incentive Savings Plan.
- (4) Shares acquired under the PNC Incentive Savings Plan.
- (5) Shares acquired under the PNC Incentive Savings Plan at various prices.
- (6) One phantom stock unit is the economic equivalent of one share of PNC Common Stock.
- (7) Phantom Stock Units acquired under the PNC Supplemental Incentive Savings Plan.
- (8) 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.

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