# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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).

(Print or Type Responses)

#### 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 LINDSAY BRUCE C				2. Issuer Name and Ticker or Trading Symbol PNC FINANCIAL SERVICES GROUP INC [PNC]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  _X_DirectorOfficer (give title below)Other (specify below)			
		(First) S, LLC, 308 E. I 300	4 3 T C/ 4 C/PPTTT	3. Date of 01/04/2			Frans	action (Month	n/Day/Year)	)					
(Street) WYNNEWOOD, PA 19096-2145				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)				Tabl	le I - Non-De	rivative Se	curities Acq	uired, Dis	posed of, o	r Beneficially C	wned	
(Instr. 3) Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea			(Instr. 8)		4. Securitie	es Acquired bosed of (D)	5. Amou Owned F Transact	Amount of Securities Beneficially Owned Following Reported transaction(s) (Instr. 3 and 4)		Ownershi Form: Direct (D	7. Nature of Indirect Beneficial Ownership et (Instr. 4)
								Code V	Amount	(A) or (D) Price				(I) (Instr. 4)	,
1. Title of	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)		Derivat (e.g., pu 4. Transac Code	ive S	Securion alls, was some of Deriv	ties A	Perso in this displa	posed of, o convertible on Date	not require ently valid ( r Beneficially	ed to res DMB con y Owned Amount	pond unle	9. Number of Derivative Securities Beneficially	10. Ownership Form of Derivative	Beneficial Ownership
	Derivative Security  Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					Owned Following Reported Transaction(s) (Instr. 4)	Security: Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4)							
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit	(1)	10/26/2009		J(2)	V	30		(3)	(3)	\$5 Par Common Stock	30	\$ 51.53	15,871	I	Deferred Stock Unit Plan
Phantom Stock Unit	(1)	10/26/2009		J(4)	V	10		(3)	(3)	\$5 Par Common Stock	10	\$ 51.53	5,043	I	Deferred Compensation Plan
Phantom Stock	<u>(1)</u>	01/04/2010		A <sup>(5)</sup>		336		(3)	(3)	\$5 Par Common	336	\$ 52.79	5,379	I	Deferred Compensation

### **Reporting Owners**

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
LINDSAY BRUCE C 2117 ASSOCIATES, LLC 308 E. LANCASTER AVENUE, SUITE 300 WYNNEWOOD, PA 19096-2145	X					

# **Signatures**

Lori A. Hasselman, Attorney-in-Fact for Bruce C. Lindsay
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**Signature of Reporting Person	Date

# **Explanation of Responses:**

- $\star$  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 The PNC Financial Services Group, Inc. ("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 received as dividend equivalents under the PNC Directors Deferred Compensation Plan.
- (5) Phantom Stock Units received under the PNC Directors Deferred Compensation Plan.

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.