<b>FORM</b>	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

(Print or Type Responses)											
1. Name and Address of Reporting Pers PEPPER JANE G	2. Issuer Name and PNC FINANCIA [PNC]			0.		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director10% Owner Officer (give title below)Other (specify below)					
(Last) (First) PENNSYLVANIA HORTICUL SOCIETY, 100 N. 20TH STREI	TURAL	3. Date of Earliest T 01/04/2010	ransaction (	Mont	h/Day/Ye	ar)					
(Street) PHILADELPHIA, PA 19103-14	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group FilingCheck Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State)	(Zip)		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2	(Instr. 8)	ion	(A) or Disposed of (D)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		Beneficial	
		(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	

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

( <i>e.g.</i> , puts, calls, warrants, options, convertible securities)															
Security	Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code		5. Numb of Deriv Secur Acqui (A) of Dispo of (D) (Instr. 4, and	ative ities ired r sed ) . 3,	6. Date Exer and Expirati (Month/Day	on Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit	(1)	07/24/2009		J <u>(2)</u>	v	8		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	8	\$ 36.6	2,728	Ι	Deferred Compensation Plan
Phantom Stock Unit	(1)	10/26/2009		J <u>(2)</u>	V	5		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	5	\$ 51.53	2,733	Ι	Deferred Compensation Plan
Phantom Stock Unit	(1)	01/04/2010		A <mark>(4)</mark>		189		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	189	\$ 52.79	2,922	Ι	Deferred Compensation Plan
Phantom Stock Unit	(1)	07/24/2009		J <u>(5)</u>	V	37		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	37	\$ 36.6	13,512	Ι	Deferred Stock Unit Plan
Phantom Stock Unit	<u>(1)</u>	10/26/2009		J <u>(5)</u>	v	26		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	26	\$ 51.53	13,538	Ι	Deferred Stock Unit Plan

# **Reporting Owners**

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

## Signatures

Lori A. Hasselman, Attorney-in-Fact for Jane G. Pepper 01/06/2010 -\*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).

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- (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 Deferred Compensation 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 under the PNC Directors Deferred Compensation Plan.
- (5) Phantom Stock Units received as dividend equivalents under 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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