FORM	4
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(Print or Type Responses)

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)	*	.						5 Deletionship of Depenting Depe	an(a) ta Iaana		
1. Name and Address of Repo HANNON MICHAEL J	2. Issuer Name a PNC FINANC [PNC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director10% Owner XOfficer (give title below)Other (specify below)					
ONE PNC PLAZA, 249	3. Date of Earliest 02/09/2010	Transactio	on (M	onth/Day/	Year)	Executive Vice F	resident				
(Stree PITTSBURGH, PA 1522	4. If Amendment,	Date Orig	inal Fi	iled(Month/	Day/Yea	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		Table I - Non-Derivative Securities Acquir						red, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Form:	7. Nature of Indirect Beneficial	
		(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	· · ·	Ownership (Instr. 4)	
\$5 Par Common Stock	02/09/2010		A <mark>(1)</mark>		4,000	А	\$ 0	46,901	D		
\$5 Par Common Stock	01/25/2010		յ <u>(2)</u>	V	12	А	\$ 54.66	6,930	Ι	401(k) Plan	
\$5 Par Common Stock								136	I	UTMA by Spouse for Son/BR	
\$5 Par Common Stock								137	I	UTMA by Spouse for Son/CR	
\$5 Par Common Stock								7	I	UTMA by Self for Son/BM	
\$5 Par Common Stock								7	Ι	UTMA by Self for Son/SP	

 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)

(e.g., puts, cans, warrants, options, convertible securities)											
1. Title of	2.	3. Transaction	3A. Deemed	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transaction	Number	and Expiration Date	Amount of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	of	(Month/Day/Year)	Underlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative		Securities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				Securities		(Instr. 3 and		Owned	Security:	(Instr. 4)
	Security				Acquired		4)		Following	Direct (D)	
					(A) or				Reported	or Indirect	
					Disposed				Transaction(s)	(I)	
					of (D)				(Instr. 4)	(Instr. 4)	
					(Instr. 3,					1	
					4, and 5)					1	
					•	•	•				
										1	

						Date Exercisable	Expiration Date	Title	Amount or Number of		
		Code	V	(A)	(D)				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			Executive Vice President					

Signatures

Lori A. Hasselman, Attorney-in-Fact for Michael J. Hannon	02/11/2010		
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).
- On January 4, 2007, the Personnel and Compensation Committee of the PNC Board of Directors granted an incentive performance unit opportunity to the reporting person. (1) The grant was expressed as a "target" number of share units, and was adjusted for dividend equivalents over the three-year performance period. Subject to the Committee's discretion, the reporting person is eligible to receive shares of PNC common stock (if PNC meets specified performance criteria up to the target level) and/or cash (if the
- performance criteria exceeds the target level). PNC exceeded the target level performance criteria, which resulted in the vesting of 4,000 shares of PNC common stock.
- (2) Dividend reinvestment shares acquired under the PNC Incentive Savings 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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