FORM 4

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

| OMB APPRO | VAL |
|---------------------|-----------|
| OMB Number: | 3235-0287 |
| Estimated average b | urden |
| hours per response | . 0.5 |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 an | pe Response | | | | | | | | | | | | | |
|---|------------------------|--|--|---|---------------------------|--|--------------------|--|--|---|-------------|---|---|---|
| 1. Name and Address of Reporting Person* ROHR JAMES E | | | 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 Director 10% Owner X Officer (give title below) 10 Other (specify below) Chairman and CEO | | | | | |
| ONE PN | · | , 249 FIFTH A | | 3. Date of 1 02/18/20 | | ſransacti | on (Month/ | Day/Year) | L | | Cila | irman and Ci | | |
| (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 PersonForm filed by More than One Reporting Person | | | | |
| (City | y) | (State) | (Zip) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Ov | | | | ned | | | | | | |
| 1.Title of S (Instr. 3) | Security | | 2. Transaction Date (Month/Day/Year) | 2A. Deem Execution any (Month/D | Date, if | (Instr. 8 | (1) | Securities Ad A) or Dispose nstr. 3, 4 and (A) o mount (D) | d of (D) (5) | 5. Amount of Owned Follo Transaction(s (Instr. 3 and 4 | wing Report | ted | Ownership Form: | Beneficial Ownership |
| | | | | | | | contain form di | s who respond in this for splays a cure of, or Be nvertible sec | orm are n rrently va | not required alid OMB c | d to respo | nd unless t | | 474 (9-02) |
| | Conversion | 3. Transaction 3A. Deemed Execution Date, (Month/Day/Year) any | , if Transaction of Code Derivat | | | 6. Date Ex | ercisable | 7. Title a | ies Security | | 9 Number o | | | |
| (Instr. 3) | Derivative Security | |) any (Month/Day/Yea | | Sec (A) Dis of (| urities quired or posed D) str. 3, 4, | (Month/Da | | of Under Securities (Instr. 3 a | s | Security | Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownersh Form of Derivativ Security Direct (I or Indire | Beneficia Ownersh (Instr. 4) |
| (Instr. 3) | Derivative | | | | Sec (A) Dis of (| urities quired or posed D) str. 3, 4, 5) | | expiration | Securities | s | Security | Derivative Securities Beneficially Owned Following Reported Transaction | Ownersh Form of Derivating Security Direct (I or Indirect) | of Indirect Beneficia Ownersh (Instr. 4) |

Reporting Owners

| | Relationships | | | | |
|--------------------------------|-----------------|--------------|------------------|-------|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | |
| ROHR JAMES E | | | | | |
| ONE PNC PLAZA | X | | Chairman and CEO | | |
| 249 FIFTH AVENUE | Chairman and Ch | | Chairman and CEO | | |
| PITTSBURGH, PA 15222-2707 | | | | | |

Signatures

| Lori A. Hasselman, Attorney-in-Fact for James E. Rohr | 02/22/2010 |
|---|------------|
| **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).
- (1) One share unit is the economic equivalent of one share of The PNC Financial Services Group, Inc. ("PNC") Common Stock.
- The shares units represent a portion of the reporting person's salary, net withholdings and deductions, for the most recent pay period and were issued under PNC's 2006 Incentive (2) Award Plan. The price per share unit is equal to the last reported closing price for PNC stock on the pay date for the most recent pay period. For more information, please see the Current Report on Form 8-K filed by PNC on August 21, 2009.
- (3) Share units will be settled in cash on March 31, 2011.

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.