FORM	4
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#### 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 Person <sup>*</sup> WEHMEIER HELGE H	2. Issuer Name an PNC FINANCIA [PNC]			<b>e</b> .		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below)				
(Last) (First) (Middle) ONE PNC PLAZA, 249 FIFTH AVENUE	3. Date of Earliest T 04/27/2010	ransaction (N	Month	h/Day/Yea	ar)					
(Street) PITTSBURGH, PA 15222-2707	4. If Amendment, D	ate 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)		Table I - No	on-De	erivative	Securitie	s Acqu	iired, Disposed of, or Beneficially Own	ied		
1. Title of Security (Instr. 3) 2. Transactio Date (Month/Day	Execution Date, if any	r) Execution Date, if Code (A) or Disposed of (Instr. 3, 4 and 5) (Month/Day/Year) (A) or (A)			f(D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)		

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

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

	( <i>e.g.</i> , puts, calls, warrants, options, convertible securities)																
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code			ive ies ed ed	6. Date Exercisable and Expiration Date (Month/Day/Year)		on Date of Underlyin /Year) Securities		of Underlying			9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	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	<u>(1)</u>	07/24/2009		<u>ј(2)</u>	v	43		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	43	\$ 36.6	15,675	Ι	Deferred Stock Unit Plan		
Phantom Stock Unit	<u>(1)</u>	10/26/2009		J <u>(2)</u>	v	30		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	30	\$ 51.53	15,705	Ι	Deferred Stock Unit Plan		
Phantom Stock Unit	<u>(1)</u>	01/25/2010		<u>ј(2)</u>	v	29		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	29	\$ 54.66	15,734	Ι	Deferred Stock Unit Plan		
Phantom Stock Unit	<u>(1)</u>	04/26/2010		յ <u>(2)</u>	v	23		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	23	\$ 69.23	15,757	Ι	Deferred Stock Unit Plan		
Phantom Stock Unit	<u>(1)</u>	04/27/2010		A <u>(4)</u>		1,815		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	1,815	\$ 66.09	17,572	Ι	Deferred Stock Unit Plan		
Phantom Stock Unit	<u>(1)</u>	07/24/2009		J <u>(5)</u>	v	26		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	26	\$ 36.6	9,532	Ι	Deferred Compensation Plan		
Phantom Stock Unit	<u>(1)</u>	10/26/2009		յ <u>(5)</u>	v	18		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	18	\$ 51.53	9,550	Ι	Deferred Compensation Plan		
Phantom Stock Unit	<u>(1)</u>	01/25/2010		J <u>(5)</u>	v	18		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	18	\$ 54.66	9,568	Ι	Deferred Compensation Plan		

Phantom Stock Unit	<u>(1)</u>	04/26/2010		յ <u>(5)</u>	v	14		<u>(3)</u>	<u>(3)</u>	\$5 Par Common Stock	14	\$ 69.23	9,582	Ι	Deferred Compensation Plan
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## **Reporting Owners**

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
WEHMEIER HELGE H ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707	Х								

### Signatures

Lori A. Hasselman, Attorney-in-Fact for Helge H. Wehmeier	04/29/2010
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 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 awarded by the Nominating and Governance Committee pursuant to the PNC Outside Directors Deferred Stock Unit Plan.
- (5) Phantom Stock Units received as dividend equivalents 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.

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