FORM	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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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- HANNON MICHAEL J	2. Issuer Name and PNC FINANCIA [PNC]			0.		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director10% Owner XOfficer (give title below)Other (specify below) Executive Vice President 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
ONE PNC PLAZA, 249 FIFTH A	3. Date of Earliest T 02/08/2011	ransaction	(Mont	th/Day/Ye	ear)					
(Street) PITTSBURGH, PA 15222-2707	4. If Amendment, D	ate Origina	l Fileo	d(Month/Day	/Year)					
(City) (State)	(Zip)		Table I - N	on-D	erivative	Securiti	ies Acqu	ired, Disposed of, or Beneficially Ow	ned	
1.Title of Security 2. Transaction (Instr. 3) Date (Month/Day/Yea)			(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)	6. Ownership Form:	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)
\$5 Par Common Stock	02/08/2011		A <mark>(1)</mark>		4,500	А	\$0	50,843	D	
\$5 Par Common Stock	07/24/2010		<u>ј(2)</u>	v	11	А	\$ 60.4	6,950	Ι	401(k) Plan
\$5 Par Common Stock	10/24/2010		J <u>(2)</u>	v	12	А	\$ 54.14	6,962	Ι	401(k) Plan
\$5 Par Common Stock	01/24/2011		J <u>(2)</u>	V	9	А	\$ 60.92	6,971	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	I	UTMA by Self for Son/SP

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

Persons who res

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

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

			Code	v	(A)	(D)	Exclusable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit	<u>(3)</u>	07/24/2010	J <u>(4)</u>	V	3		<u>(5)</u>	<u>(5)</u>	\$5 Par Common Stock	3	\$ 60.4	2,051	Ι	Supplemental Incentive Savings Plan
Phantom Stock Unit	<u>(3)</u>	10/24/2010	J <u>(4)</u>	V	4		<u>(5)</u>	<u>(5)</u>	\$5 Par Common Stock	4	\$ 54.14	2,055	Ι	Supplemental Incentive Savings Plan
Phantom Stock Unit	<u>(3)</u>	01/24/2011	J <u>(4)</u>	v	3		<u>(5)</u>	<u>(5)</u>	\$5 Par Common Stock	3	\$ 60.92	2,058	Ι	Supplemental Incentive Savings Plan

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

George P. Long, III, Attorney-in-Fact for Michael J. Hannon	02/10/2011		
-*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 15, 2008, the Personnel and Compensation Committee of the PNC Board of Directors granted an incentive performance unit opportunity to the reporting person. The grant (1) 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 4,500 shares of PNC common stock.
- (2) Dividend reinvestment shares acquired under the PNC Incentive Savings Plan.
- (3) One phantom stock unit is the economic equivalent of one share of The PNC Financial Services Group, Inc. ("PNC") Common Stock.
- (4) Phantom Stock Units received as dividend equivalents under the PNC Supplemental Incentive Savings Plan.
- (5) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.

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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