## FORM 4

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

OMB APPROVAL

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

#### 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

Instruc	ction 1(b).			inves	tment C	omp	any A	ict (	01 1940							
Print or Ty	pe Responses	s)														
1. Name and Address of Reporting Person *- USHER THOMAS J				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 Officer (give title below) Other (specify below)					
(Las UNITED GRANT	3. Date of Earliest Transaction (Month/Day/Year) 04/26/2011															
(Street) PITTSBURGH, PA 15219-2800				4. If Amendment, Date Original Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line)  Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year	2A. Deeme Execution I ) any (Month/Day	Date, if	Code (Instr.	3. Transaction Code (Instr. 8)		(A) or Disp (Instr. 3, 4	posed of (D)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownersh Form: Direct (D	Beneficial Ownership ct (Instr. 4)		
Reminder:	Report on a s	eparate line for each	class of securities b	eneficially ov	wned dire	ectly o		-			1 4 - 4  -	11 4			aland OI	G 1474 (0.02)
			Table II -	· Derivative S			in a c	this urr Disp	form are ently valid posed of, o	not i d OM r Ben	require B conti eficially	d to resp rol numb	ond unles	ormation cont is the form di		EC 1474 (9-02)
1. Title of	2.	3. Transaction	3A. Deemed		5. Numb							Amount	8. Price of	9. Number of	10.	11. Nature of
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security		Execution Date, if	Transaction Code (Instr. 8)		ve (es d		irati	ion Date	of U Seco	Inderlyii urities tr. 3 and	ng	Derivative Security (Instr. 5)		Ownership Form of Derivative Security: Direct (D) or Indirect	Indirect Beneficial

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code		of Derivat Securiti Acquire (A) or Dispose of (D) (Instr. 3 and 5)	ive ies ed			Securities		Derivative Security	Derivative Securities Beneficially Owned Following	Derivative Security: Direct (D) or Indirect	Beneficial
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock Unit	(1)	07/24/2010		J <sup>(2)</sup>	V	30		(3)	(3)	\$5 Par Common Stock	30	\$ 60.4	17,887		Deferred Stock Unit Plan
Phantom Stock Unit	(1)	10/24/2010		J <sup>(2)</sup>	V	33		(3)	(3)	\$5 Par Common Stock	33	\$ 54.14	17,920		Deferred Stock Unit Plan
Phantom Stock Unit	<u>(1)</u>	01/24/2011		J <sup>(2)</sup>	V	29		(3)	(3)	\$5 Par Common Stock	29	\$ 60.92	17,949	I	Deferred Stock Unit Plan
Phantom Stock Unit	<u>(1)</u>	04/26/2011		A <sup>(4)</sup>		1,935		(3)	(3)	\$5 Par Common Stock	1,935	\$ 0	19,884		Deferred Stock Unit Plan
Phantom Stock Unit	(1)	07/24/2010		J(5)	V	36		(3)	(3)	\$5 Par Common Stock	36	\$ 60.4	22,062	I	Deferred Compensation Plan
Phantom Stock Unit	(1)	10/24/2010		<u>J<sup>(5)</sup></u>	V	41		(3)	(3)	\$5 Par Common Stock	41	\$ 54.14	22,103	I	Deferred Compensation Plan
Phantom Stock Unit	(1)	01/24/2011		J <u>(5)</u>	V	36		(3)	(3)	\$5 Par Common Stock	36	\$ 60.92	22,139	I	Deferred Compensation Plan

# **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
USHER THOMAS J UNITED STATES STEEL CORPORATION 600 GRANT STREET, 61ST FLOOR PITTSBURGH, PA 15219-2800	X						

# **Signatures**

Lori A. Hasselman, Attorney-in-Fact Thomas J. Usher	04/28/2011
**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).
- (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.

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.