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 Pers HANNON MICHAEL J	2. Issuer Name an PNC FINANCI [PNC]			. .		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director TOfficer (give title below) Executive Vice President				
ONE PNC PLAZA, 249 FIFTH	3. Date of Earliest 7 01/23/2013	Fransaction	(Mor	nth/Day/Y	ear)	Executive Vice Pres	adent			
(Street) PITTSBURGH, PA 15222-2707	4. If Amendment, I	Date Origin	al File	d(Month/Da	y/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 -	Non-	Derivativ	e Secu	rities Acqui	red, Disposed of, or Beneficially Own	ed	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transaction 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)	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	04/25/2012		G	V	1,000	D	\$ 0	45,237	D	
\$5 Par Common Stock	01/23/2013		М		13,435	А	\$ 31.07	58,672	D	
\$5 Par Common Stock	01/23/2013		S		13,435	D	\$ 61.7924 (<u>1)</u>	45,237	D	
\$5 Par Common Stock	01/23/2013		S		10,000	D	\$ 61.7924 (1)	35,237	D	
\$5 Par Common Stock	01/23/2013		S		7	D	\$ 61.6601	0	Ι	UTMA by Self for Son/BM
\$5 Par Common Stock								7,265 (2)	I	401(k) Plan
\$5 Par Common Stock								136	I	UTMA by Spouse for Son/BR
\$5 Par Common Stock								137	Ι	UTMA by Spouse for Son/CR
\$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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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

				Code	v	(A)			Expiration Date	Title	Amount or Number of Shares				
Stoc Opti	ion ght-to-	\$ 31.07	01/23/2013	М			13,435	02/12/2010	02/12/2019	\$5 Par Common Stock	13,435	\$ O	1,399	D	

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	01/25/2013
-**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) Represents the weighted average price of shares sold in multiple transactions with prices ranging from \$61.76 to \$61.851. The reporting person undertakes to provide upon request by the staff of the Securities and Exchange Commission, full information regarding the number of shares sold at each separate price.

The amount of securities beneficially owned represents the number of shares of common stock indirectly held for the account of the reporting person under The PNC Financial Services Group, Inc. ("PNC") Incentive Savings Plan (the "ISP"). Shares of PNC common stock are not directly allocated to ISP participants, but instead are held in a unitized fund, approximately 98% of which consists of PNC common stock, and the remainder of which is invested in a money market fund. The amount of securities beneficially owned reflects 138 shares indirectly

(2) 98% of which consists of PNC common stock, and the remainder of which is invested in a money market fund. The amount of securities beneficially owned reflects 138 shares indirectly acquired for the account of the reporting person under the ISP in transactions exempt from reporting under Rule 16a-3(f)(1)(i)(B) that occurred subsequent to the date of the reporting person's most recent filing on Form 4 providing Table I information. The percentage of assets in the unitized fund investment option that are deemed to be invested in PNC common stock may vary from time to time.

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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