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).

(Print or Type Pesne

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

1. Name and Address of Reporting Hoyt Robert F	2. Issuer Name a PNC FINANC [PNC]			0,			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X Officer (give title below) (Check all applicable) (Check all a			
^(Last) (First) 1 PNC PLAZA, 249 FIFTH	3. Date of Earliest 02/07/2013	t Transactio	on (N	Ionth/Day	/Year)		Executive Vice P	resident		
(Street) PITTSBURGH, PA 15222	4. If Amendment,	Date Origi	inal H	Filed(Month	/Day/Yea	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-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security 2. Transaction (Instr. 3) Date (Month/Day/Ye		2A. Deemed Execution Date, if any (Month/Day/Year)	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) (Instr. 3 and 4)	Ownership of In Form: Ben	7. Nature of Indirect Beneficial Ownershi
		(Code	v	Amount	(A) or (D)	Price		or Indirect (Inst (I) (Instr. 4)	
\$5 Par Common Stock	02/07/2013		A ⁽¹⁾		1,280	А	\$ 0	7,399	D	
\$5 Par Common Stock	02/07/2013		F <u>(2)</u>		429	D	\$ 63.415	6,970	D	
\$5 Par Common Stock								180 (3)	Ι	401(k) Plan

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, calls, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed	4.	5			6. Date Exer	cisable	7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transaction	n N	n Number		and Expiration	l Expiration Date A		unt of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code	of		(Month/Day	/Year)	Underlying		Security	Securities	Form of	Beneficial	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Γ	Derivative			Securities		(Instr. 5)	Beneficially	Derivative	Ownership	
	Derivative				S	Securities ((Instr. 3 and		Owned	Security:	(Instr. 4)			
	Security				Acquired				4)			Following	Direct (D)		
					(A) or							Reported	or Indirect		
				Disposed		sed						Transaction(s)	(I)		
				of (D)								(Instr. 4)	(Instr. 4)		
					(Instr. 3,										
					4, and 5)		5)								
											Amount				
								Date	Expiration		or				
								Exercisable	Expiration Date	Title	Number				
								Excicisable	Date		of				
				Code V	/ ((A)	(D)				Shares				

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
Hoyt Robert F 1 PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222			Executive Vice President						

Signatures

	George P. Long, III Attorney-in-Fact for Robert F. Hoyt	02/11/2013	
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* 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 February 7, 2012, the Personnel and Compensation Committee of the PNC Board of Directors granted performance based restricted share units to the reporting person. The grant was expressed as a "target" number of share units, with payout contingent on PNC having achieved related performance criteria. The share units pay out, if at all, in

- (1) shares of PNC Common Stock, with any accrued dividend equivalents being paid out in cash. Subject to the Committee's discretion, the target number of share units may be reduced (down to 75% of target) or increased (up to 125% of target), based on PNC's total shareholder return for the prior fiscal year. On January 28, 2013 the Committee approved the payout level of these units. The reporting person received the target amount of units (including dividend equivalents), plus 3.66% based on the total shareholder return for PNC for the year ended December 31, 2012, which resulted in the vesting of 1,280 shares of PNC Common Stock.
- (2) Shares have been withheld to cover the reporting person's tax liability in connection with the performance based restricted share units granted on February 7, 2012 and awarded on February 7, 2013.

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

(3) 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 5 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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