

FORM 4

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 * Feldstein Andrew T		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) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner Officer (give title below) _____ Other (specify below) _____	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/17/2014		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
280 PARK AVENUE, 5TH FLOOR EAST			4. If Amendment, Date Original Filed (Month/Day/Year)		
NEW YORK, NY 10017					
(City)	(State)	(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. Deemed Execution Date, if any (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) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
\$5 Par Common Stock							13,000	D	

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 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)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Volatility Swaps (1)	(2)	01/17/2014		J(3)		72,500	(2)	01/17/2014	\$5 Par Common Stock	72,500	(4)	0	I	See Footnote (5)
Phantom Stock Unit	(6)						(6)	(6)	\$5 Par Common Stock	611		611	I	Deferred Compensation Plan

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Feldstein Andrew T 280 PARK AVENUE 5TH FLOOR EAST NEW YORK, NY 10017	X			

Signatures

Christi Davis, Attorney-in-Fact for Andrew T. Feldstein	01/21/2014
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) The Volatility Swaps were volatility swaps over 72,500 shares of \$5 Par Common Stock of PNC Financial Services Group, Inc. (the "Common Stock").

(2) The Volatility Swaps were neither convertible nor exercisable.

(3) The Volatility Swaps expired January 17, 2014.

(4) Inapplicable. The Volatility Swaps expired.

The Volatility Swaps were held by each of Blue Mountain Credit Alternatives Master Fund L.P. ("BMCA"), BlueMountain Equity Alternatives Master Fund L.P. ("BMEA") and BlueMountain Timberline Ltd. ("Timberline"). Mr. Feldstein held an indirect pecuniary interest in the Volatility Swaps through his ownership of (i) limited partnership interests in Blue Mountain Credit

(5) Alternatives Fund L.P., which in turn owns limited partnership interests in BMCA, (ii) limited partnership interests in BlueMountain Equity Alternatives Fund L.P., which in turn owns limited partnership interests in BMEA, (iii) membership interests in BlueMountain Timberline Onshore, LLC, which in turn owns shares of Timberline, and (iv) membership interests in BlueMountain GP Holdings, LLC, the sole beneficial owner of the general partners of each of BMCA and BMEA.

(6) One phantom stock unit is the economic equivalent of one share of The PNC Financial Services Group, Inc. ("PNC") Common Stock. Phantom stock units will be settled in cash upon distribution to the reporting person and generally do not expire.

Remarks:

See attached footnotes page.

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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