(Print or Type Responses)

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

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5. Relationship of Reporting Person(s) to Issuer

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

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 Person * ROHR JAMES E				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)						
ONE PNC PLAZA, 249 FIFTH AVENUE				3. Date of Earliest Transaction (Month/Day/Year) 02/07/2014												
(Street) PITTSBURGH, PA 15222-2707				4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting PersonForm filed by More than One Reporting Person						
(City)		Table I -	-Derivativ	e Secu	quired, Disp	osed of, or I	Beneficially O	wned								
(Instr. 3) Date (Month/Day/Year) any		a. Deemed 3. ecution Date, if Transaction Code (Instr. 8)		4. Securi (A) or D (Instr. 3,	isposed 4 and	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			rship (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
						Code	V	Amount	(A) or (D)	Price	((I) (Instr.	4)		Ź
\$5 Par Comm	non Sto	ock	02/07/2014			A ⁽¹⁾		12,393	A	\$ 0	268,101	D				
\$5 Par Comm	non Sto	ock	02/07/2014			F ⁽²⁾		5,712	D	\$ 80.185	262,389	D	D			
\$5 Par Comm	non Sto	ock	02/09/2014			A(3)		13,522	A	\$ 0	275,911	D				
\$5 Par Comm	non Sto	ock	02/09/2014			F(4)		6,233	D	\$ 79.995	269,678	D				
\$5 Par Comm	\$5 Par Common Stock 02/09/2014				A ⁽⁵⁾		14,600	A	\$ 0	284,278	D					
\$5 Par Common Stock 02/09/2014				F(4)		6,730	D	\$ 79.995	277,548	D						
\$5 Par Common Stock								38,571 ⁽⁶⁾		I		401(k) Plan				
\$5 Par Common Stock										58,200		I		By Spouse	e/Trust	
\$5 Par Common Stock								516		I		By Da	ughter			
\$5 Par Common Stock										13,314		I		By Daugh Irrevoo Trust		
\$5 Par Common Stock									225,121		I		By Revoc Trust	able		
Reminder: Repo	ort on a s	eparate lin	ne for each class	s of secur	rities beneficially	owned di	rectly	y or indire	ctly.							
							c	containe	d in th	is form a		uired to res	ormation spond unlestrol number.	s	SEC 147	74 (9-02)
			Τε		Derivative Secu											
Security or E. (Instr. 3) Price Deri	Title of crivative curity or Exercise (Month/Day/Year) 3. Transaction Date Execution Date any		4. Transactic Code (Instr. 8)	5.	er tive ies ed ed	6. Date Exand Expira	Expiration Date nth/Day/Year) Am Unc		Title and mount of Inderlying ecurities Instr. 3 and		9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ow For Der Sec Dir or I	nership m of	11. Nature of Indirect Beneficial Ownershi (Instr. 4)		

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
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Reporting Owners

		Relationships				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
ROHR JAMES E ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707	X					

Signatures

Christi Davis, Attorney-in-Fact for James E. Rohr	02/11/2014		
**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).

On February 7, 2014, 12,393 shares of PNC Common Stock vested following the approval of the Personnel and Compensation Committee of the PNC Board of Directors on January 28, 2014 of a payout of 125.00% based on performance against established criteria of previously granted performance based restricted share units to the reporting

- (1) person. The grant was made on February 7, 2012 and 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 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.
- (2) Represents shares withheld to cover the reporting person's tax liability in connection with the performance based restricted share units awarded on February 7, 2014 and granted on February 7, 2012.

On February 9, 2014, 13,522 shares of PNC Common Stock vested following the approval of the Personnel and Compensation Committee of the PNC Board of Directors on January 28, 2014 of a payout of 125.00% based on performance against established criteria of previously granted performance based restricted share units to the reporting

- (3) person. The grant was made on February 9, 2011 and 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 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.
- (4) Represents shares withheld to cover the reporting person's tax liability in connection with the performance based restricted share units awarded on February 9, 2014 and granted on February 9, 2011.

On February 9, 2014, 14,600 shares of PNC Common Stock vested following the approval of the Personnel and Compensation Committee of the PNC Board of Directors on January 28, 2014 of a payout of 125.00% based on performance against established criteria of previously granted performance based restricted share units to the reporting

(5) person. The grant was made on February 9, 2011 and 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 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.

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

(6) a unitized fund, approximately 98% of which consists of PNC common stock, and the remainder of which is invested in a money market rund. The amount of securities beneficially owned reflects 212 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 filling 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.

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.

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.