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 | | | | |

Deferred

Deferred

Stock Unit

Plan

Plan

Compensation

32,190 (2)

26,188 (3)

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

| (Print or Type | pe Responses | s) | | | | | | | | | | | |
|---|---|--------------------------|--|---|---|---|--|--|--|--------------------------------------|--|--|--|
| 1. Name and Address of Reporting Person CHELLGREN PAUL W | | | 2. Issuer Name and Ticker or Trading Symbol PNC FINANCIAL SERVICES GROUP, INC. [PNC] | | | | _X_ Dir | - | eporting Person (Check all appli elow) | | below) | | |
| (Last) (First) (Middle) TOEBBEN EXECUTIVE CENTER, 541 BUTTERMILK PIKE, SUITE 207 | | | 3. Date of Earliest Transaction (Month/Day/Year) 07/01/2014 | | | | | | | | | | |
| (Street) CRESCENT SPRINGS, KY 41017 | | | 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 | y) | (State) | (Zip) | | Tab | ole I - Non-De | erivative Sec | curities Acqu | uired, Dis | posed of, or | Beneficially O | wned | |
| 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Ye) Reminder: Report on a separate line for each class of securities | | Date (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | | Code V | (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or (A) or (D) Price | | Transaction(s) (Instr. 3 and 4) | | | Ownersh Form: Direct (I or Indirect) (I) (Instr. 4) | ct (Instr. 4) | |
| Persons who respond to the collection of information contained SEC 1474 (9-02) in this form are not required to respond unless the form displays a currently valid OMB control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | |
| | (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | |
| | 2. Conversion or Exercise Price of Derivative Security | | 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) | | ion Date | 7. Title and of Underlyir Securities (Instr. 3 and | ng | Derivative Security (Instr. 5) | | Ownership Form of Derivative Security: Direct (D) or Indirect | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |

Date

Code

Α

(A) (D)

557

Exercisable Date

<u>(1)</u>

<u>(1)</u>

Expiration

<u>(1)</u>

<u>(1)</u>

Title

\$5 Par

Common

Stock

\$5 Par

Stock

Common 26,188

Amount or Number

557

\$89.36

of Shares

Reporting Owners

<u>(1)</u>

<u>(1)</u>

07/01/2014

Phantom

Phantom

Stock

Unit

Stock

Unit

| | Relationships | | | | | | |
|--|---------------|--------------|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| CHELLGREN PAUL W TOEBBEN EXECUTIVE CENTER 541 BUTTERMILK PIKE, SUITE 207 CRESCENT SPRINGS, KY 41017 | X | | | | | | |

Signatures

| Rachel L. Smydo, Attorney-in-Fact for Paul W. Chellgren | 07/03/2014 |
|---|------------|
| **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) 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.
- (2) Includes an aggregate of 179 Phantom Stock Units acquired by the reporting person as dividend equivalents under the PNC Deferred Compensation Plan subsequent to the date of the reporting person's most recent filing on Form 4.
- (3) Includes an aggregate of 140 Phantom Stock Units acquired by the reporting person as dividend equivalents under the PNC Outside Directors Deferred Stock Unit Plan subsequent to the date of the reporting person's most recent filing on Form 4.

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.