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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

#### 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– STEFFES LORENE K	2. Issuer Name <b>and</b> Ticker or Trading Symbol PNC FINANCIAL SERVICES GROUP, INC. [PNC]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) XDirector10% Owner Officer (give title below)Other (specify below)				
ONE PNC PLAZA, 249 FIFTH AV		3. Date of Earliest Transaction (Month/Day/Year) 02/04/2015									
(Street) PITTSBURGH, PA 15222-2707		4. If Amendment, Da	ate Original	Filed	(Month/Day	/Year)		6. Individual or Joint/Group Filing(Check _X_Form filed by One Reporting Person Form filed by More than One Reporting Person		e)	
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acqu						ired, Disposed of, or Beneficially Owned			
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if	(Instr. 8)		4. Securi (A) or D (Instr. 3, Amount	isposed of	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
\$5 Par Common Stock	02/04/2015		М		1,000	А	\$ 52.64	3,041	D		
\$5 Par Common Stock	02/04/2015		S		1,000	D	\$ 87.77	2,041	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

				<i>e.g.</i> , put	is, ca	ills, v	varrants	, options, conv	ertible securit	ies)					
	2. Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transac Code	tion	on of Derivative				7. Title and Amount of Underlying Securities (Instr. 3 and 4)		Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported Transaction(s)	Derivative Security: Direct (D) or Indirect	Beneficial
				Code	v	(A)			Expiration Date	Title	Amount or Number of Shares				
Non- Employee Director Non- Statutory Stock Option	\$ 52.64	02/04/2015		М			1,000	04/26/2006	04/26/2015	\$5 Par Common Stock	1,000	\$ 87.77	0	D	

# **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
STEFFES LORENE K ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707	Х						

### Signatures

Christi Davis, Attorney-in-Fact for Lorene K. Steffes 02

02/06/2015
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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).

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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