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

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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).

## 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 Responses)  1. Name and Address of Reporting Person * Hall Neil F			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)  Director X Officer (give title below) Other (specify below)				
ONE PNC PLAZA, 249 FIFTH AVE			3. Date of Earliest Transaction (Month/Day/Year) 05/28/2015							Exect	ilive vice Pr	esident	
(Street) PITTSBURGH, PA 15222			4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(State)	(Zip)		Tabl	le I - No	n-Der	ivative S	ecurities	Acqui	red, Dispo	osed of, or I	Beneficially (	Owned	
1.Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Y		any		(Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		f(D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		Ownership of Form:	Beneficial	
		(Month/Day/Yo	ear)	Code	V	Amount	(A) or (D)	Price	(Instr. 3 a	nd 4)		or Indirect (I)	Ownership (Instr. 4)
ek (	05/28/2015			S		3,000			31,778			D	
ek									7,142 <u>(1</u>	)		I	401(k) Plan
					cont the f ed, Di	ained ir form dis	this for plays a c of, or Bene	m are currer eficiall	not requ tly valid	ired to res	spond unle	ss	1474 (9-02)
sion Date Excise (Month/Day/Year) an	3A. Deemed Execution Da	4. Transacti Code	5. ransaction Number of		6. D and (Mo	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Ti Amo Unde Secu (Insti 4)	Eitle and sount of derlying surities str. 3 and	Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownershi Form of Derivative Security: Direct (D or Indirect	Beneficia Ownershi (Instr. 4)
					Dail	rcisable	Laphanon	Title	Number				
	(Street)  15222 (State)  248 FIFTH (Street)  15222 (State)  249 FIFTH (Street)  15222 (State)	(First) (Middle) 249 FIFTH AVE (Street)  15222 (State) (Zip)  2. Transaction Date (Month/Day/Year)  ck 05/28/2015  ck  Darate line for each class of security and the decomposition of the decompositi	PNC FINAL [PNC]  (First) (Middle) 3. Date of Earl 05/28/2015  (Street) 4. If Amendment of Execution Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Execution Date any (Month/Day/Year)  2. Transaction Date (E.g., puts, calls any Carlot (E.g., puts, calls and Date Execution Date, if Transaction Date, if Transaction Transaction Date, if Transaction Date is the property of th	PNC FINANCIA [PNC]  (First) (Middle) (249 FIFTH AVE (Street)  15222  (State) (Zip)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Execution Date, if any (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year)  4. Transaction Date (E.g., puts, calls, war  A (A) (A) (B) (Code (Instr. 8) (Instr. 8)	PNC FINANCIAL SEF [PNC]  (First) (Middle) (249 FIFTH AVE (Street)  15222  (State) (Zip)  2. Transaction Date (Month/Day/Year)  Code Code Code Code Code Code Code Cod	PNC FINANCIAL SERVICE [PNC]  3. Date of Earliest Transaction (Most/28/2015)  4. If Amendment, Date Original Final Final Execution Date (Month/Day/Year)  2. Transaction Date (Instr. 8)  Code V  Execution Date, if any (Month/Day/Year)  Table II - Derivative Securities Acquired, Derivative Securities Acquired, Derivative Securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired (Month/Day/Year)  (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 8)  Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, Inspection Dates)  (Instr. 8)	PNC FINANCIAL SERVICES GR [PNC]  3. Date of Earliest Transaction (Month/Day 05/28/2015  4. If Amendment, Date Original Filed(Month 15/222  (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) 2A. Deemed Execution Date, if any (e.g., puts, calls, warrants, options, convert the form discontinuity of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8) 2A. Deemed Execution Date, if any (Month/Day/Year) 3A. Deemed Execution Date if any (Month/Da	PNC FINANCIAL SERVICES GROUP, IN [PNC]  3. Date of Earliest Transaction (Month/Day/Year) 05/28/2015  4. If Amendment, Date Original Filed(Month/Day/Year) 15222  (State)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Securities Acquired (Month/Day/Year)  4. Derivative Securities Acquired (Month/Day/Year)  3. Deemed Execution Date, if Transaction Of Disposed of (D) (Instr. 3)  4. Deemed Execution Date (Month/Day/Year)  4. Derivative Securities Derivative Securities Month/Day/Year)	PNC FINANCIAL SERVICES GROUP, INC. [PNC]  3. Date of Earliest Transaction (Month/Day/Year) 05/28/2015  4. If Amendment, Date Original Filed(Month/Day/Year) 15222  (State)	PNC FINANCIAL SERVICES GROUP, INC.  [PNC]  3. Date of Earliest Transaction (Month/Day/Year) 05/28/2015  4. If Amendment, Date Original Filed(Month/Day/Year) 15222  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Ek 05/28/2015  S 3,000 D \$ 31,778  Code V Amount (D) Price  Persons who respond to the collect contained in this form are not required form displays a currently valid and Execution Date, if any (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Transaction any (Month/Day/Year)  3A. Deemed Execution Date, if any (Month/Day/Year)  (Instr. 8)  Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  (Instr. 3, 4, and 5)  Acquired (A) or indirectly.  Persons who respond to the collect contained in this form are not required for (Month/Day/Year)  (Instr. 3, and Expiration Date (Month/Day/Year)  (Instr. 3, and Expiration Date (Instr. 3	PNC FINANCIAL SERVICES GROUP, INC.  [PNC]  3. Date of Earliest Transaction (Month/Day/Year) 05/28/2015  4. If Amendment, Date Original Filed(Month/Day/Year) 05/28/2015  4. If Amendment, Date Original Filed(Month/Day/Year) 05/28/2015  5. 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PNC FINANCIAL SERVICES GROUP, INC.  [PNC]  PNC FINANCIAL SERVICES GROUP, INC.  [PNC]  3. Date of Earliest Transaction (Month/Day/Year)  249 FIFTH AVE  05/28/2015  4. If Amendment, Date Original Filed/Month/Day/Year)  15222  (State)  Table I - Non-Derivative Securities Acquired (A) or Disposed of (D) Price  (Month/Day/Year)  (Month/Day/Year)  Armount of Code  V Amount (D)  Price  1. Transaction (Month/Day/Year)  Code  V Amount (D)  Price  Table II - Derivative Securities Acquired (A) or Disposed of (D) Or Indirectly or Indirectly or Indirectly or Indirectly.  Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.  Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned Following Reported Transaction(s) (Instr. 3)  And Demondary (Instr. 4)  Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.  Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned (Instr. 4)  Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.  Table II - Derivative Securities Acquired (Instr. 8)  And Demondary (Instr. 3)  And Demondary (Instr. 4)  Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.  Table II - Derivative Securities Acquired (Instr. 3)  And Derivative Securities (Instr. 3)  And Derivative Securities (Instr. 4)  Persons who respond to the collection of information contained in this form are not required to respond unless the form of Derivative Securities (Instr. 5)  And Deri

B (1 0 N /	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Hall Neil F ONE PNC PLAZA 249 FIFTH AVE PITTSBURGH, PA 15222			Executive Vice President			

# **Signatures**

Christi Davis, Attorney-in-Fact for Neil F. Hall	06/01/2015

**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).

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

(1) 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 38 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.

### 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.