

ROHR JAMES E
Form 4
February 10, 2011

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

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)

(Last) (First) (Middle)

ONE PNC PLAZA, 249 FIFTH AVENUE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/08/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

PITTSBURGH, PA 15222-2707

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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)
				(A) or (D) Code V Amount Price			
\$5 Par Common Stock	04/26/2010		J ⁽¹⁾	V 46 A \$ 69.23	35,880	I	401(k) Plan
\$5 Par Common Stock	07/24/2010		J ⁽¹⁾	V 52 A \$ 60.4	35,932	I	401(k) Plan
\$5 Par Common Stock	10/24/2010		J ⁽¹⁾	V 64 A \$ 54.14	35,996	I	401(k) Plan
\$5 Par Common Stock	01/24/2011		J ⁽¹⁾	V 51 A \$ 60.92	36,047	I	401(k) Plan

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Common Stock									
\$5 Par Common Stock	04/26/2010	<u>J</u> ⁽²⁾	V 79	A	\$ 69.23	162,173	D		
\$5 Par Common Stock	07/24/2010	<u>J</u> ⁽²⁾	V 90	A	\$ 60.4	162,263	D		
\$5 Par Common Stock	10/24/2010	<u>J</u> ⁽²⁾	V 100	A	\$ 54.14	162,363	D		
\$5 Par Common Stock	01/24/2011	<u>J</u> ⁽²⁾	V 90	A	\$ 60.92	162,453	D		
\$5 Par Common Stock	02/08/2011	<u>A</u> ⁽³⁾	40,000	A	\$ 0	202,453	D		
\$5 Par Common Stock	02/08/2011	<u>F</u> ⁽⁴⁾	2,633	D	\$ 63.435	199,820	D		
\$5 Par Common Stock						16,275 ⁽⁵⁾	I		By GRAT
\$5 Par Common Stock						336,853 ⁽⁶⁾	I		By Trust
\$5 Par Common Stock						33,725 ⁽⁷⁾	I		By GRAT
\$5 Par Common Stock						21,320	I		By Trust
\$5 Par Common Stock						516	I		By Daughter
\$5 Par Common Stock						58,200 ⁽⁸⁾	I		By Spouse/Trust
\$5 Par Common Stock						3,555	I		By GRAT

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Unit	<u>(9)</u>	04/26/2010		J ⁽¹⁰⁾	V 95	<u>(11)</u>	<u>(11)</u>	\$5 Par Common Stock	95	\$ 69.2
Phantom Stock Unit	<u>(9)</u>	07/24/2010		J ⁽¹⁰⁾	V 108	<u>(11)</u>	<u>(11)</u>	\$5 Par Common Stock	108	\$ 60.9
Phantom Stock Unit	<u>(9)</u>	10/24/2010		J ⁽¹⁰⁾	V 121	<u>(11)</u>	<u>(11)</u>	\$5 Par Common Stock	121	\$ 54.1
Phantom Stock Unit	<u>(9)</u>	01/24/2011		J ⁽¹⁰⁾	V 108	<u>(11)</u>	<u>(11)</u>	\$5 Par Common Stock	108	\$ 60.9
Phantom Stock Unit	<u>(9)</u>	04/26/2010		J ⁽¹²⁾	V 40	<u>(11)</u>	<u>(11)</u>	\$5 Par Common Stock	40	\$ 69.2
Phantom Stock Unit	<u>(9)</u>	07/24/2010		J ⁽¹²⁾	V 46	<u>(11)</u>	<u>(11)</u>	\$5 Par Common Stock	46	\$ 60.9
Phantom Stock Unit	<u>(9)</u>	10/24/2010		J ⁽¹²⁾	V 52	<u>(11)</u>	<u>(11)</u>	\$5 Par Common Stock	52	\$ 54.1
Phantom Stock Unit	<u>(9)</u>	01/24/2011		J ⁽¹²⁾	V 46	<u>(11)</u>	<u>(11)</u>	\$5 Par Common Stock	46	\$ 60.9

