

PNC FINANCIAL SERVICES GROUP, INC.  
 Form 4  
 March 12, 2012

**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 \*  
**CHELLGREN PAUL W**

(Last) (First) (Middle)

**TOEBBEN EXECUTIVE  
 CENTER, 541 BUTTERMILK  
 PIKE, SUITE 207**

(Street)

**CRESCENT SPRINGS, KY 41017**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**PNC FINANCIAL SERVICES  
 GROUP, INC. [PNC]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**03/08/2012**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| \$5 Par Common Stock            | 03/08/2012                           |  | M                              | 4,000   | A \$ 56.96  | 26,708   | D                                 |
| \$5 Par Common Stock            | 03/08/2012                           |  | S                              | 4,000   | D \$ 58.39  | 22,708   | D                                 |
| \$5 Par Common Stock            |                                      |  |                                |   |   | 1,055  | I By Spouse                       |

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

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(9-02)

**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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Non-Employee Director Non-Statutory Stock Option | \$ 56.96   | 03/08/2012                           |  | M                              | 4,000   | 04/23/2003 04/23/2012                                    | \$5 Par Common Stock  |

## Reporting Owners

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

## Signatures

George P. Long, III Attorney-in-Fact for Paul W. Chellgren  
03/12/2012

\*\*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).

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.