JOHNSON RICHARD J

Form 4

August 07, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

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Check this box

Form 5 obligations may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * JOHNSON RICHARD J

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) 3. Date of Earliest Transaction

below)

10% Owner Other (specify

ONE PNC PLAZA, 249 FIFTH

(Street)

AVENUE

(Month/Day/Year)

08/06/2009

EVP & Chief Financial Officer

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Director

X_ Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

(State) (Zip) (City)

PITTSBURGH, PA 15222-2707

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

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)

3. Transaction Date 3A. Deemed 1. Title of 5. 6. Date Exercisable and (Month/Day/Year) Execution Date, if TransactionNumber **Expiration Date** Derivative Conversion

7. Title and Amount of 8. Price o Underlying Securities Derivative

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr.	8)	of (M Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Month/Day/Year) (Instr. 3 and 4)		4)	Security (Instr. 5)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Unit	<u>(1)</u>	07/24/2009		J(2)	V	3		(3)	(3)	\$5 Par Common Stock	3	\$ 36.6
Phantom Stock Unit	<u>(1)</u>	08/06/2009		J(4)		26		(3)	(3)	\$5 Par Common Stock	26	\$ 41.22
Phantom Stock Unit	<u>(1)</u>	07/24/2009		J <u>(5)</u>	V	14		(3)	(3)	\$5 Par Common Stock	14	\$ 36.6

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
JOHNSON RICHARD J ONE PNC PLAZA			EVP & Chief Financial					
249 FIFTH AVENUE PITTSBURGH PA 15222-2707			Officer					

Signatures

Lori A. Hasselman, Attorney-in-Fact for Richard J.

Johnson

08/07/2009

**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 PNC Common Stock.
- (2) Phantom Stock Units received as dividend equivalents under the PNC Supplemental Incentive Savings Plan.
- (3) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.
- (4) Phantom Stock Units acquired under the PNC Supplemental Incentive Savings Plan.
- (5) Phantom Stock Units received as dividend equivalents under the PNC Deferred Compensation Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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