

PNC FINANCIAL SERVICES GROUP INC  
 Form 4  
 December 30, 2009

**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**

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 (Month/Day/Year)  
**03/31/2009**

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

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

(Street)

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

**CRESCENT SPRINGS, KY 41017**

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	

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

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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. Title and Amount of Underlying Securities (Instr. 3 and 4)
Phantom Stock Unit	(1)	03/31/2009(2)		I	5,854	(1) 03/31/2009	\$5 Par Common Stock	5,854
Phantom Stock Unit	(3)					(4) (4)	\$5 Par Common Stock	15,285

## Reporting Owners

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

## Signatures

Lori A. Hasselman, Attorney-in-Fact for Paul W. Chellgren  
 12/30/2009  
 \*\*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) Each phantom stock unit entitled the reporting person to receive the cash value of one share of The PNC Financial Services Group, Inc. ("PNC") common stock on dates selected by the reporting person. See footnote 2.  
 Pursuant to elections made by the reporting person with respect to compensation earned as a non-employee director of PNC in 1999, 2001, and 2002, the reporting person deferred some of such compensation and was credited, as of March 31, 2009, with an aggregate of 5,854 phantom stock units (including additional phantom stock units awarded as dividend equivalents) in respect of such deferred compensation. In connection with each election, the reporting person elected to receive payment of the cash value of the phantom stock units as of March 31, 2009 and, therefore, was entitled to receive payment within 30 days thereafter. Due to an administrative error by PNC, the reporting person received the payment in December 2009.
- (2) Pursuant to elections made by the reporting person with respect to compensation earned as a non-employee director of PNC in 1999, 2001, and 2002, the reporting person deferred some of such compensation and was credited, as of March 31, 2009, with an aggregate of 5,854 phantom stock units (including additional phantom stock units awarded as dividend equivalents) in respect of such deferred compensation. In connection with each election, the reporting person elected to receive payment of the cash value of the phantom stock units as of March 31, 2009 and, therefore, was entitled to receive payment within 30 days thereafter. Due to an administrative error by PNC, the reporting person received the payment in December 2009.
- (3) One phantom stock unit is the economic equivalent of one share of The PNC Financial Services Group, Inc. ("PNC") Common Stock.
- (4) Phantom Stock Units will be settled in cash upon distribution from the reporting person's plan account and generally do not expire.

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.