Hall Neil F Form 4 September 17, 2012

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

OMB APPROVAL

Form 4 or 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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading Symbol

Issuer

Hall Neil F

PNC FINANCIAL SERVICES GROUP, INC. [PNC]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last)

(First) (Middle) 3. Date of Earliest Transaction

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

(Month/Day/Year) ONE PNC PLAZA, 249 FIFTH AVE 09/13/2012

Executive Vice President

4. If Amendment, Date Original

Applicable Line)

(Street) Filed(Month/Day/Year)

> _X_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

PITTSBURGH, PA 15222

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficial	ly 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. Securit onor Dispos (Instr. 3,	sed of 4 and 3	` ′	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)
\$5 Par Common Stock	09/13/2012		M(1)	12,000	(D)	\$ 31.07	39,491	D	
\$5 Par Common Stock	09/13/2012		S <u>(1)</u>	12,000	D	\$ 65	27,491	D	
\$5 Par Common Stock	09/14/2012		M <u>(1)</u>	7,197	A	\$ 63.545	34,688	D	
\$5 Par Common	09/14/2012		S <u>(1)</u>	7,197	D	\$ 66	27,491	D	

Stock

\$5 Par

401(k) 6,735 (2) I Common Plan Stock

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 onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amc Underlying Secu (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Ar or Nu of
Employee Stock Option (Right-to-Buy)	\$ 31.07	09/13/2012		M <u>(1)</u>	12,000	02/12/2010	02/12/2019	\$5 Par Common Stock	12
Employee Stock Option (Right-to-Buy) Reload	\$ 63.545	09/14/2012		M <u>(1)</u>	7,197	12/07/2006	01/03/2013	\$5 Par Common Stock	7

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Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

Hall Neil F ONE PNC PLAZA 249 FIFTH AVE

Executive Vice President

PITTSBURGH, PA 15222

Signatures

George P. Long, III Attorney-in-Fact for Neil 09/17/2012 F. Hall

> Date **Signature of Reporting Person

Reporting Owners 2 Edgar Filing: Hall Neil F - Form 4

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) Exercise of options and sale of shares effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on July 23, 2012.
 - 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
- (2) 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 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.

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.