### Edgar Filing: PNC FINANCIAL SERVICES GROUP, INC. - Form 4

PNC FINAN Form 4 April 03, 201	CIAL SERVICE	ES GROU	P, INC.						
FORM								OMB A	PPROVAL
	UNITED	STATES		RITIES A shington			E COMMISSION	N OMB Number:	3235-0287
Check thi if no long									January 31,
subject to Section 10 Form 4 or	6. r	MENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated burden hoi response	urs per
Form 5 obligation may conti <i>See</i> Instru 1(b).	inue. Section 17(	(a) of the l	Public U	Itility Hol	ding Cor		nge Act of 1934, of 1935 or Section 940		
(Print or Type R	Responses)								
1. Name and Address of Reporting Person <u>*</u> James Kay Coles			2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
			PNC FINANCIAL SERVICES GROUP, INC. [PNC]				(Check all applicable)		
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)			_X_ Director 10% Owner Officer (give title Other (specify			
ONE PNC P AVENUE	TH	04/01/2014 below)			below)				
				Filed(Month/Day/Year) Applicable Line) _X_Form filed byForm filed byForm filed by			oint/Group Filing(Check One Reporting Person More than One Reporting		
(City)	(State)	(Zip)			~ • •	a	Person		
	``´	-					cquired, Disposed		-
	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V	Amount	(D) Price	. ,		
Reminder: Repo	ort on a separate line	e for each cl	ass of sec	urities bene	Perso	ns who rea	or indirectly. spond to the colle tained in this form ond unless the fo	n are not	SEC 1474 (9-02)
						iys a curre	ntly valid OMB co		
	Tab					posed of, or convertible	Beneficially Owner securities)	1	

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5.	6. Date Exercisable and	7. Title and Amount of	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber	Expiration Date	Underlying Securities	Derivative

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	urities uired or posed D) tr. 3,		(Instr. 3 and 4)		Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Unit	<u>(1)</u>	04/01/2014		А	54	<u>(1)</u>	<u>(1)</u>	\$5 Par Common Stock	54	\$ 87.26
Phantom Stock Unit	<u>(1)</u>					<u>(1)</u>	<u>(1)</u>	\$5 Par Common Stock	15,371	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
James Kay Coles ONE PNC PLAZA 249 FIFTH AVENUE PITTSBURGH, PA 15222-2707	Х						
Signatures							
Christi Davis, Attorney-in-Fact f James	04/03/2014						
<u>**</u> Signature of Reporting Persor	1		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 The PNC Financial Services Group, Inc. ("PNC") Common Stock. Phantom stock units will be settled in cash upon distribution to the reporting person and generally do not expire.
- (2) Includes an aggregate of 17 Phantom Stock Units acquired by the reporting person as dividend equivalents under the PNC Directors Deferred Compensation Plan subsequent to the date of the reporting person's most recent filing on Form 4.
- (3) Includes an aggregate of 86 Phantom Stock Units acquired by the reporting person as dividend equivalents under the PNC Outside Directors Deferred Stock Unit Plan subsequent to the date of the reporting person's most recent filing on Form 4.

#### **Remarks:**

See attached footnotes page.

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.

#### **Reporting Owners**