PNC FINANCIAL SERVICES GROUP, INC.

Form 5

February 04, 2014

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February 04	1, 2014										
FORM	И 5								OM	B APPROV	'AL
UNITED STATES SECURITIES AND EXCHANGE COMMISSION							N OMB Numbe	r: 3235	5-0362		
Check this box if Washington, D.C. 20549 no longer subject							Expires	Janua	ary 31,		
to Section 16. Form 4 or Form 5 obligations may continue. See Instruction ANNUAL STATEMENT OF CH. OWNERSHIP OF S								Estima	ted average hours per	1.0	
1(b).	Filed pur Holdings Section 17(I	(a) of the l	Public U		ng Comp	any A	Act of				
1. Name and Address of Reporting Person * ROHR JAMES E			2. Issuer Name and Ticker or Trading Symbol PNC FINANCIAL SERVICES				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle)			GROUP, INC. [PNC] 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2013				_X_ Director 10% Owner Officer (give title below) Other (specify below)				
ONE PNC AVENUE	PLAZA, 249 FI	IFTH	12/51/	2013							
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Reporting (check applicable line)				
PITTSBURGH, PA 15222-2707 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person											
(City)	(State)	(Zip)	Tal	ole I - Non-De	rivative Se	curitio	es Acqu	uired, Disposed	l of, or Bene	ficially Own	ed
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if Transaction (A) or Disposed of Sec Code (D) Ber sy/Year) (Instr. 8) (Instr. 3, 4 and 5) Ow end Issu		Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
\$5 Par Common Stock	12/26/2013	Â		G		D	\$0	225,121	I	By Revo Trust	cable
\$5 Par Common Stock	Â	Â		Â	Â	Â	Â	255,708	D	Â	

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Â 38,359 (1) I

401(k) Plan

\$5 Par Common Stock									
\$5 Par Common Stock	Â	Â	Â	Â	Â	Â	58,200	I	By Spouse/Trust
\$5 Par Common Stock	Â	Â	Â	Â	Â	Â	516	I	By Daughter
\$5 Par Common Stock	Â	Â	Â	Â	Â	Â	13,314	I	By Daughter's Irrevocable Trust
Reminder: Re	enart an a cenarate line	e for each class of	Persons w	tha reena	nd to	the c	allection of in	oformation	SEC 2270

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amount	t of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securiti	es	(Instr. 5)
	Derivative				Securities			(Instr. 3	and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
								٨	Amount	
						Date	Expiration	o Title N	Number	
						Exercisable	Date	0		
					(A) (D)				Shares	
					(A) (D)			3	mares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
F-	Director	10% Owner	Officer	Other			
ROHR JAMES E							
ONE PNC PLAZA	î v	Â	â	â			
249 FIFTH AVENUE	АЛ	Α	A	A			
PITTSBURGH, PA 15222-2707							

Signatures

Christi Davis, Attorney-in-Fact for James	02/04/2014
E. Rohr	02/04/2014

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**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).

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

(1) 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.



Remarks:

See attached footnotes page.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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