

HANNON MICHAEL J  
Form 4  
January 05, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
HANNON MICHAEL 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)  
ONE PNC PLAZA, 249 FIFTH AVENUE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/31/2008

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Chief Credit Policy Officer

PITTSBURGH, PA 15222-2707

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

(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 Indirect Beneficial Ownership (Instr. 4) |   |                         |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|-------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |   |                         |
| \$5 Par Common Stock            | 12/31/2008                           |  | A <sup>(1)</sup>               |   | 77  | A  | \$ 30,619   | D |                         |
| \$5 Par Common Stock            | 12/31/2008                           |  | A <sup>(2)</sup>               |   | 7   | A  | \$ 7  | I | UTMA by Self for Son/SP |
| \$5 Par Common Stock            | 12/31/2008                           |  | A <sup>(2)</sup>               |   | 7   | A  | \$ 7  | I | UTMA by Self for Son/BM |
| \$5 Par                         | 10/24/2008                           |  | J <sup>(3)</sup>               | V   | 78  | A  | \$ 6,725  | I | 401(k)                  |

|                      |       |   |                           |
|----------------------|-------|---|---------------------------|
| Common Stock         | 56.25 |   | Plan                      |
| \$5 Par Common Stock | 137   | I | UTMA by Spouse for Son/CR |
| \$5 Par Common Stock | 136   | I | UTMA by Spouse for Son/BR |

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 1474  
(9-02)

**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 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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships   |
|--|---|
| HANNON MICHAEL J<br>ONE PNC PLAZA<br>249 FIFTH AVENUE<br>PITTSBURGH, PA 15222-2707 | Director 10% Owner Officer<br><br>Chief Credit Policy Officer |

## Signatures

Lori A. Hasselman, Attorney-in-Fact for Michael J. Hannon 01/05/2008

\_\_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).

Received in exchange for 1,984 shares of National City Corporation common stock in connection with merger of National City

(1) Corporation into the Issuer (the "Merger"). On the day prior to the effective date of the Merger, the closing price of National City Corporation's common stock was \$1.81 per share, and the closing price of the Issuer's common stock was \$46.18 per share.

Received in exchange for 200 shares of National City Corporation common stock in connection with merger of National City Corporation

(2) into the Issuer (the "Merger"). On the day prior to the effective date of the Merger, the closing price of National City Corporation's common stock was \$1.81 per share, and the closing price of the Issuer's common stock was \$46.18 per share.

(3) Dividend reinvestment shares acquired under the PNC Incentive Savings Plan.

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

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