

PNC FINANCIAL SERVICES GROUP, INC.

Form 8-K

March 19, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

March 19, 2013

Date of Report (date of earliest event reported)

**THE PNC FINANCIAL SERVICES GROUP, INC.**

(exact name of registrant as specified in its charter)

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(state or other jurisdiction

Commission

(I.R.S. Employer

of incorporation)

File Number  
One PNC Plaza

Identification Number)

249 Fifth Avenue

Pittsburgh, Pennsylvania 15222-2707

(Address of principal executive offices, including zip code)

(412) 762-2000

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events.**

On March 19, 2013, The PNC Financial Services Group, Inc. ( PNC ) issued a press release announcing the redemption on April 19, 2013 of \$150,000,000 of Depositary Shares (NYSE: PNC PRL) (CUSIP: 693475881) (the Depositary Shares ) representing interests in PNC 's 9.875% Fixed-to-Floating Rate Non-Cumulative Preferred Stock, Series L (the Series L Preferred Stock ). Each Depositary Share represents a 1/4,000 interest in a share of the Series L Preferred Stock. All 6,000,000 Depositary Shares currently outstanding will be redeemed. The Depositary Shares will be redeemed at a redemption price of \$25 per Depositary Share plus declared and unpaid dividends of \$0.3544406 per Depositary Share, representing the dividend for the period from February 1, 2013 through but excluding April 19, 2013.

The Depositary Shares are held through the Depositary Trust Company ( DTC ) and will be redeemed in accordance with the procedures of DTC. Payment to DTC will be made by Wilmington Trust Company, the Depositary, in accordance with the Deposit Agreement governing the Depositary Shares.

A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits. The exhibit listed on the Exhibit Index accompanying this Form 8-K is filed herewith.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 19, 2013

The PNC Financial Services Group, Inc.

By: /s/ Gregory H. Kozich

Name: Gregory H. Kozich

Title: Senior Vice President and Controller

**EXHIBIT INDEX**

| <b>Number</b> | <b>Description</b>                 | <b>Method of Filing</b> |
|---------------|------------------------------------|-------------------------|
| 99.1          | Press Release dated March 19, 2013 | Filed herewith          |