

PNC FUNDING CORP
Form FWP
February 04, 2010

Filed Pursuant to Rule 433
Registration Nos. 333-164364
333-164364-01
February 3, 2010

PNC FUNDING CORP

\$1,000,000,000 3.625% SENIOR NOTES DUE FEBRUARY 8, 2015

Unconditionally Guaranteed by

The PNC Financial Services Group, Inc.

Summary of Terms for Issuance

| | |
|-----------------------------------|--|
| Issuer: | PNC Funding Corp |
| Guarantor: | The PNC Financial Services Group, Inc. |
| Security: | 3.625% Senior Notes due February 8, 2015 |
| Ranking: | Senior |
| Expected Security Ratings:* | A3 / A / A+ (Moody s / S&P / Fitch) |
| Principal Amount: | US\$ 1,000,000,000 |
| Price to Investors: | 99.900% of face amount |
| Minimum Denomination / Multiples: | \$2,000 / multiples of \$1,000 in excess thereof. |
| Trade Date: | February 3, 2010 |
| Settlement Date: | February 8, 2010 (T+3) |
| Maturity: | February 8, 2015 |
| Coupon: | 3.625% per annum |
| Interest Payment Dates: | Semi-annually in arrears on February 8 and August 8 of each year, commencing on August 8, 2010 to and including the Maturity date. |
| Day Count: | 30/360 |
| Reference Benchmark: | 2.250% UST due January 2015 |
| Reference Benchmark Yield: | 2.397% |
| Spread to Benchmark: | + 125 bps |
| Re-offer Yield: | 3.647% |
| CUSIP/ISIN: | 693476BH5 / US693476BH56 |
| Joint Book-Running Managers: | J.P. Morgan Securities Inc. Morgan Stanley & Co. Incorporated |

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Co-Managers:

PNC Capital Markets LLC
Banc of America Securities LLC
Barclays Capital Inc.
Citigroup Global Markets Inc.

* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

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PNC Funding Corp and The PNC Financial Services Group, Inc. have filed a registration statement (including a prospectus and preliminary prospectus supplement) with the SEC for the offering to which this communication relates. Before you invest, you should read each of these documents and the other documents filed with the SEC and incorporated by reference in such documents for more complete information about PNC Funding Corp, The PNC Financial Services Group, Inc. and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, you may obtain a copy of these documents by calling J.P. Morgan Securities Inc. collect at (212) 834-4533 or Morgan Stanley & Co. Incorporated toll-free at (866) 718-1649.

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