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

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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 or Section 30(h) of the Investment Company Act of 1940

erson*	PNC FINA						mbol		5. Relation				r	
1. Name and Address of Reporting Person* Van Wyk Steven C.				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)  Director X Officer (give title below) Other (specify below)			
(Last) (First) (Middle) THE TOWER AT PNC PLAZA, 300 FIFTH AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 02/11/2020							Exect	utive Vice Pr	esident		
07	4. If Amenda	ment, l	Date O	rigina	ıl Fileo	d(Month	n/Day/Year	r)	_X_ Form fil	ed by One Repo	orting Person	• • •	ole Line)	
(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
Date	any	e, if	Code (Instr. 8)		(A)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)			Ownership of Form:	Beneficial	
	(Month/Day/Y	ear)	Code	e V	V An	mount	(A) or (D)	Price	(Instr. 3 a	and 4)		or Indirect (I)	Ownership (Instr. 4)	
02/11/2020			A <sup>(1</sup>	)	3,	198	A	\$ 154.79	26,903	<u>(2)</u>		D		
02/11/2020			F(3)	!	99	93			25,910			D		
for each class of secur	rities beneficia	lly ow	vned di	rectly	or inc	directly	y							
				C	ontaiı	ined ir	n this fo	orm ar	e not requ	uired to res	spond unle	ss	1474 (9-02)	
Derivative Conversion Date Execution Date or Exercise (Month/Day/Year)		(ition ]	5.		Date Exercisable nd Expiration Date		7. T Am Und Sec	Title and count of derlying urities str. 3 and	Derivative Security (Instr. 5)  General Security	Derivative Securities Beneficially Owned Following Reported	Ownersl Form of Derivati Security Direct (I or Indirect)	Beneficia Ownersh (Instr. 4)		
							Expirati Date	ion Titl	or					
f	ZA, 300 FIFTH  (207 (Zip)  2. Transaction Date (Month/Day/Year)  02/11/2020  02/11/2020  for each class of security  Table II -  on 3A. Deemed Execution Data any	ZA, 300 FIFTH    2. Transaction Date (Month/Day/Year)   2. Transaction Date (Month/Day/Year)   02/11/2020	ZA, 300 FIFTH    2.11/2020     4. If Amendment,     2. Transaction Date (Month/Day/Year)     02/11/2020     02/11/2020     02/11/2020     1. Derivative Securiti (e.g., puts, calls, ware)     3A. Deemed Execution Date, if any (Month/Day/Year)     1. Table II - Derivative Securiti (e.g., puts, calls, ware)     2. Transaction Date, if any (Month/Day/Year)     02/11/2020     1. Table II - Derivative Securiti (e.g., puts, calls, ware)     1. Table II - Derivative Securiti (e.g., puts, calls, ware)     1. Table II - Derivative Securiti (e.g., puts, calls, ware)     1. Table II - Derivative Securiti (e.g., puts, calls, ware)     2. Transaction Date, if any (Month/Day/Year)     2. Transaction Date, if any (Month/Day/Year)     3. Deemed Execution Date, if any (Month/Day/Year)     4. Transaction Date, if any (Month/Day/Year)     5. Table II - Derivative Securiti (e.g., puts, calls, ware)     5. Table II - Derivative Securiti (e.g., puts, calls, ware)     6. Transaction Date, if any (Month/Day/Year)     6. Transaction Date, if any (Month/Day/Year)     6. Transaction Date, if any (Month/Day/Year)     7. Table II - Derivative Securiti (e.g., puts, calls, ware)     7. Table II - Derivative Securiti (e.g., puts, calls, ware)     8. Table II - Derivative Securiti (e.g., puts, calls, ware)     8. Table II - Derivative Securiti (e.g., puts, calls, ware)     8. Table II - Derivative Securiti (e.g., puts, calls, ware)     8. Table II - Derivative Securiti (e.g., puts, calls, ware)     8. Table II - Derivative Securiti (e.g., puts, calls, ware)     8. Table II - Derivative Securiti (e.g., puts, calls, ware)     8. Table II - Derivative Securiti (e.g., puts, calls, ware)     8. Table II - Derivative Securiti (e.g., puts, calls, ware)     8. Table II - Derivative Securiti (e.g., puts, calls, ware)     8. Table II - Derivative Securiti (e.g.,	ZA, 300 FIFTH  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Execution Date, if any (Month/Day/Year)  Code (Instr.  Cod	ZA, 300 FIFTH    O2/11/2020	2A, 300 FIFTH    1	2A, 300 FIFTH    02/11/2020   4. If Amendment, Date Original Filed(Month/Operivative State of Lexecution Date, if (Month/Day/Year)   2. Transaction Date (Month/Day/Year)   2. Transaction Execution Date, if (Month/Day/Year)   2. Transaction Execution Date, if (Month/Day/Year)   2. Transaction Execution Date, if (Month/Day/Year)   2. Transaction Date, if (Month/Day/Year)   2. Transaction Date, if (Month/Day/Year)   2. Transaction Date, if (Month/Day/Year)   3. Transaction (Instr. 8) (Instr. 3)   4. Transaction Date, if (Month/Day/Year)   5. Transaction Date, if (Month/Day/Year)   5. Number (Month/Day/Year)   6. Date Execution Date, if (Month/Day/Year)   7. Transaction Date, if (Month/Day/Year)	2A, 300 FIFTH    Carro	4. If Amendment, Date Original Filed(Month/Day/Year)  2. Transaction Date, if (Month/Day/Year)  3. Transaction (A) or Disposed of (D) (Instr. 3, 4 and 5)  4. Sample of (D) Price (A) or Disposed of (D) (Instr. 3, 4 and 5)  2. Transaction Date, if (Month/Day/Year)  3. Transaction (A) or (D) Price (A) or Disposed of (D) (Instr. 3, 4 and 5)  4. Sample of (A) or Disposed of (D) (Instr. 3, 4 and 5)  2. Transaction Date, if (Price of (A) or Disposed of (D) (Instr. 3, 4 and 5)  3. Transaction (A) or Disposed of (D) (Instr. 3, 4 and 5)  4. Sample of (D) Price (A) or Disposed of (D) (Instr. 3, 4 and 5)  4. Sample of (D) Price	4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  5. Amount (A) or Disposed of (D) (Instr. 3, 4 and 5)  6. Individing Normal Execution Date, if any (Month/Day/Year)  7. Table I - Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  8. Amount (D) Price  8. Amount (D) Price  8. Amount (D) Price  993 D \$ 154.79 25,910  993 D \$ 25,910  993 D \$ 154.79 25,910  Persons who respond to the collect contained in this form are not required the form displays a currently valid (Instr. 8)  8. Amount (Code (C.g., puts, calls, warrants, options, convertible securities)  993 D \$ 154.79 25,910  1994 D \$ 154.79 25,910  1995 D \$ 154.79 25,910  200 D \$ 154.79 25,910  2	3. Date of Earliest Transaction (Month/Day/Year)   02/11/2020   4. If Amendment, Date Original Filed(Month/Day/Year)   0. Individual or Joint/A	3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  5. Amount of Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4)  2. Transaction Date  (Month/Day/Year)  2. Transaction Date  Execution Date, if (Instr. 3)  (A)  (A)  (B)  (Code  (A)  (Code  (A)  (D)  (Instr. 3 and 4)  (Instr. 4)  (Instr. 4)  (Instr. 4)  (Instr. 4)	4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  5. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned February (Month/Day/Year)  6. Individual or Joint/Group FilingCheck Applicat X, Form filed by More than One Reporting Person S, Form filed	

## Reporting Owners

			Relationships	
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Van Wyk Steven C. THE TOWER AT PNC PLAZA 300 FIFTH AVENUE PITTSBURGH, PA 15222-2707			Executive Vice President	

# **Signatures**

Alicia G. Powell, Attorney-in-Fact for Steven C. Van Wyk	02/13/2020

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).
- On February 11, 2020, 3,198 shares of The PNC Financial Services Group, Inc. ("PNC") common stock vested pursuant to an award of performance-based restricted share units granted to the reporting person on February 11, 2016 (the "2016 PRSUs"), following approval by the Personnel and Compensation Committee of a payout of 125.00% based on achievement against performance criteria established under the award. Pursuant to the award, the 2016 PRSUs pay out in shares of PNC common stock, and any accrued dividend equivalents are paid out in cash.
- (2) Includes an aggregate of 876 shares of PNC common stock acquired by the reporting person through dividend reinvestment under the PNC Dividend Reinvestment and Stock Purchase Plan subsequent to the date of the reporting person's most recent filing on Form 4.
- (3) Represents shares withheld to cover the reporting person's tax liability in connection with the vesting of the 2016 PRSUs.

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.