FORM 4

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

OMB APPROVAL							
OMB Number:	3235-0287						
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nours per response	e 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 or Section 30(h) of the Investment Company Act of 1940

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Seminder: 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. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Title of 2. Derivative Conversion Date (e.g., puts, calls, warrants, options, convertible securities) Title of 2. Derivative Conversion Date (Month/Day/Year) (Instr. 3) Ownership of Date (Month/Day/Year) (Instr. 8) Ownership of Derivative Derivative Code (Month/Day/Year) (Instr. 8) Ownership of Benefic Code (Month/Day/Year) (Instr. 5) Ownership of Derivative Derivat	(Print or Ty	pe Response	s)															
(Lasb) (Madde)					PNC	PNC FINANCIAL SERVICES GROUP, INC.								(Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below)				
PITTSBURGH, PA 15222 City	THE TOWER AT PNC PLAZA, 300 FIFTH					` ; /									Exect	itive vice Pr	esident	
Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					4. If A	Amendme	nt, Dat	e Orig	inal F	Filed(Mont	h/Day/Yea	ar)		_X_ Form filed by One Reporting Person				
Code				(Zip)			Table	I - No	n-De	rivative	Securit	ies Acc	quir	ed, Disp	osed of, or I	Beneficially (Owned	
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. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, options, convertible securities) Transaction Date (e.g., puts, calls, warrants, options, convertible securities) Transaction Date (Instr. 3)		ecurity		Date	Execut any	ion Date,	(Ins	f Code (Instr. 8)		(A) or Disposed of (Instr. 3, 4 and 5) (A) or		l of (D) 5))	Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) Owners Form: Direct (incomplete or Indirect) (I)		Ownership Form: Direct (D) or Indirect (I)	p of Indirect Beneficial Ownership	
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) Price of Derivative Security Security Security 1. Title of Derivative Security (Instr. 3) Price of Derivative Security Secu	\$5 Par Common Stock 11/16/2021				S	S(1)		125	D	\$ 204.9	.99	7,303			D			
1. Title of Derivative Security (Instr. 3) 2. Date Conversion or Exercise Price of Derivative Security (Instr. 3) 3. Transaction Date (Month/Day/Year) (Instr. 3) 3. Transaction Date Execution Date, if Derivative Securities (Month/Day/Year) 4. Transaction Code (Instr. 8) 4. Transaction Code (Instr. 8) 4. Transaction Code (Instr. 8) 4. Transaction Date (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) 10. Ownership Form of Derivative Securities Reneficially Owned Security Following Reported Transaction(s) (Instr. 4) 11. National Expiration Date (Month/Day/Year) 5. Date Expiration Date (Month/Day/Year) 7. Title and Amount of Underlying Securities (Instr. 3) 8. Price of Derivative Securities Beneficially Owned Security: Following Reported Transaction(s) (Instr. 4) (Instr. 4) Title National Expiration Date (Month/Day/Year) Title National Expiration Date (Month/Day/Year) Title National Expiration Date (Month/Day/Year) Derivative Securities Remedically Ownership Form of Derivative Security: Transaction (I) (Instr. 4) Number of Derivative Securities (Instr. 3) Date Expiration Date (Month/Day/Year) Title National Expiration Date (Month/Day/Year) Derivative Securities Remedically Ownership Form of Derivative Securities (Instr. 4) Number of Derivative Se		Y	· ·		Deriva	itive Secu	rities A	Acquir	Per con the	sons what ained in form disposed	no responding this is splays	form a a cur Benefic	are irent	not requ tly valid	uired to res	spond unle	ss	1474 (9-02)
Code V (A) (D) Shares	Derivative Security	Conversion or Exercise Price of Derivative	Date	on 3A. Deemed Execution D	(e.g., p	uts, calls, 4. Transactio Code (Instr. 8)	5. Nur of Der Sec Acq (A) Disp of (Ins 4, a	nts, open mber ivative urities quired or posed D) tr. 3, nd 5)	Date Execution	ctions, convertible securities 6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration Title 7. Au Un Se (Ii 4)		es) Titlamou Jnder Jnder Instr.	le and ant of rlying ities 3 and Amount or Number of	Derivative Security	Derivative Securities Beneficially Owned Following Reported Transaction	Owners Form of Derivat Security Direct (or Indir	Beneficia Ownershi (Instr. 4)	

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Fallon Kieran John THE TOWER AT PNC PLAZA 300 FIFTH AVENUE PITTSBURGH, PA 15222			Executive Vice President					

Signatures

Alicia G. Powell, Attorney-in-Fact for Kieran J. Fallon	11/17/2021
**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).
- (1) Sale of shares effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 9, 2020.

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.