1. Name and Address of Reporting Person
HANNON MICHAEL J

(The Last) (First) (Middle)
THE TOWER AT PNC PLAZA
300 FIFTH AVENUE
(Pittsburgh) PA 15222-2707

2. Issuer Name and Ticker or Trading Symbol
PNC FINANCIAL SERVICES GROUP, INC. [ PNC ]

3. Date of Earliest Transaction (Month/Day/Year)
07/20/2023

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
(Chk all applicable)

   Director
   Officer (give title below)
   10% Owner
   Other (specify below)

   Executive Vice President

6. Individual or Joint/Group Filing (Check Applicable Line)

   Form filed by One Reporting Person
   Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 4)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3 and 4)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>$5 Par Common Stock</td>
<td>07/20/2023</td>
<td>(1)</td>
<td>V</td>
<td>3,221</td>
<td>A</td>
<td>$128,375</td>
<td>D</td>
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<tr>
<td>$5 Par Common Stock</td>
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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
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</table>

Explanation of Responses:
1. The reporting person contributed 10,000 shares of The PNC Financial Services Group, Inc. ("PNC") common stock to a grantor retained annuity trust for the benefit of himself and his children on June 16, 2020. In connection with the termination of the trust in accordance with its terms on June 16, 2023, 3,221 shares of PNC common stock were reacquired by the reporting person from the trust on July 20, 2023. The reporting person believes the foregoing transfer represents a change in the form of his beneficial ownership of the subject shares, which is exempt from Section 16 under Rule 16a-13. The shares of PNC common stock that the trust previously distributed to the reporting person as annuity payments (in transfers exempt from Section 16 under Rule 16a-13) are reported on this Form 4 as directly beneficially owned.
2. These shares were contributed to a grantor retained annuity trust on July 20, 2023 and were previously reported as directly beneficially owned.

Remarks:
Laura Gleason, Attorney-in-Fact for Michael J. Hannon
07/24/2023
** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* if the form is filed by more than one reporting person, see instruction 4 (b)(v).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.