PNC common stock, or in limited circumstances cash equal to the fair market value of one share of PNC common stock on the payment determination date, pursuant to the terms of the Program.

3. Deferred stock units ("DSU") granted pursuant to the PNC Directors Deferred Stock Unit Program (the "Program") under PNC’s 2016 Incentive Award Plan. Each DSU represents the right to receive at retirement one share of PNC common stock.

2. Includes an aggregate of 17 phantom stock units acquired by the reporting person as dividend equivalents under the PNC Deferred Compensation Plan subsequent to the date of the reporting person’s most recent filing on Form 4 and 5.

Explanation of Responses:
1. One phantom stock unit is the economic equivalent of one share of The PNC Financial Services Group, Inc. ("PNC") common stock. Phantom stock units will be settled in cash upon distribution to the reporting person and generally do not expire.

2. Includes an aggregate of 17 phantom stock units acquired by the reporting person as dividend equivalents under the PNC Deferred Compensation Plan subsequent to the date of the reporting person’s most recent filing on Form 4 and 5.

3. Deferred stock units ("DSU") granted pursuant to the PNC Directors Deferred Stock Unit Program (the "Program") under PNC’s 2016 Incentive Award Plan. Each DSU represents the right to receive at retirement one share of PNC common stock, or in limited circumstances cash equal to the fair market value of one share of PNC common stock on the payment determination date, pursuant to the terms of the Program.

4. Includes an aggregate of 14 DSUs acquired by the reporting person as dividend equivalents under the Program subsequent to the date of the reporting person’s most recent filing on Form 4.

Remarks:
Laura Gleason, Attorney-in-Fact for Renu Khator
04/03/2024
** 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.