SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

OMB APPROVAL

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

			0.000			Sament Company Act of 1540				
1. Name and Address of Reporting Person* 2. Date of Event Requiring Statement (Month/Day/Yea 09/25/2024					3. Issuer Name and Ticker or Trading Symbol <u>PNC FINANCIAL SERVICES GROUP, INC.</u> [PNC]					
(Last)	(First) AT PNC PLAZA ENUE	(Middle) 15222 (Zip)	912312424			ionship of Reporting Person(s all applicable) Director Officer (give title below) Executive Vice Pr	, 10% Owner Other (spec below)	.	Applicable Line) X Form filed b	te of Original Filed Group Filing (Check y One Reporting Person y More than One Reporting
1			Table I - No	n-Derivat	ive Se	curities Beneficially	Owned			
1. Title of Security (Instr. 4)					2. Amount of Securities 3. Ownership Beneficially Owned (Instr. 4) Form: Direct (D Indirect (I) (Inst		D) or 5)			
\$5 Par Common Stock						11,684 ⁽¹⁾	D			
		(urities Beneficially Ov ptions, convertible se				
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Derivative Security (Instr. 4)		Underlying	4. Convers or Exerc	ise (D) or	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiration Date	Title		Amount or Number of Shares	Price of Derivativ Security	/e (Instr. 5)	

Explanation of Responses:

1. Represents 7,240 shares held directly and 4,444 restricted share units that vest as follows: 475 shares will vest on February 10, 2025, an aggregate of 1,547 shares will vest on February 16, 2025, an aggregate of 1,548 shares will vest on February 16, 2026, and 874 shares will vest on February 16, 2027.

Remarks:

Laura Gleason, Attorney-in- Fact <u>10/02/2024</u>

** 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 5 (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).

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.



POWER OF ATTORNEY (Forms 3, 4, 5)

Know all by these present that the undersigned hereby constitutes and appoints each of Laura Gleason, Patricia A. Hackett, Peggy Heminger and Katy Leonard, signing singly, the undersigned's true and lawful attorneys-in-fact to:

- execute for and on behalf of the undersigned, in the undersigned's capacity as a Section 16 officer and/or director of The PNC Financial Services Group, Inc. (the "Corporation"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 and file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required of, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve or deem necessary or appropriate, in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Corporation assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Corporation, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 17th day of September, 2024.

<u>/s/ Laura Long</u> Laura Long M:\Pittsburgh\CF\BOARD_CGG Staff\PEGGY\2024 Section 16\POA Forms 3 4 5 Long.docx