

Form 144 Filer Information

FORM 144

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549****Form 144****NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933****144: Filer Information**

Filer CIK

0001198053

Filer CCC

XXXXXXXX

Is this a LIVE or TEST Filing?

☒ LIVE ☐ TEST**Submission Contact Information**

Name

Phone

E-Mail Address

144: Issuer Information

Name of Issuer

PNC FINANCIAL SERVICES GROUP, INC.

SEC File Number

001-09718

Address of Issuer

THE TOWER AT PNC PLAZA
300 FIFTH AVENUE
PITTSBURGH
PENNSYLVANIA
15222-2401

Phone

888-762-2265

Name of Person for Whose Account the
Securities are To Be Sold

DEMCHAK WILLIAM S

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer

Officer

Relationship to Issuer

Director

144: Securities Information

Title of the Class of Securities To Be Sold

Common

Name and Address of the Broker

Fidelity Brokerage Services LLC
900 Salem Street
Smithfield
RI
02917Number of Shares or Other Units To Be
Sold

1242

Aggregate Market Value

207153.18

Number of Shares or Other Units
Outstanding

395567009

Approximate Date of Sale

05/09/2025

Name the Securities Exchange

NYSE

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Common
Date you Acquired	02/16/2023
Nature of Acquisition Transaction	Restricted Stock Vesting
Name of Person from Whom Acquired	Issuer

Is this a Gift?

☐

Date Donor Acquired

Amount of Securities Acquired	601
Date of Payment	02/16/2023
Nature of Payment	Compensation

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

144: Securities To Be Sold

Title of the Class	Common
Date you Acquired	02/16/2024
Nature of Acquisition Transaction	Restricted Stock Vesting
Name of Person from Whom Acquired	Issuer

Is this a Gift?

☐

Date Donor Acquired

Amount of Securities Acquired	641
Date of Payment	02/16/2024
Nature of Payment	Compensation

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	02/14/2025
Amount of Securities Sold	1242
Gross Proceeds	243605.88

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	02/21/2025
Amount of Securities Sold	1242
Gross Proceeds	239022.90

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	02/28/2025
Amount of Securities Sold	1242
Gross Proceeds	236203.56

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	03/07/2025
Amount of Securities Sold	1242
Gross Proceeds	222106.86

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	03/14/2025
Amount of Securities Sold	1242
Gross Proceeds	212568.30

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza 300 Fifth Avenue
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	Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	03/21/2025
Amount of Securities Sold	1242
Gross Proceeds	213624.00

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	03/28/2025
Amount of Securities Sold	1242
Gross Proceeds	217076.76

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza, 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	04/04/2025
Amount of Securities Sold	641
Gross Proceeds	99528.07

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza, 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	04/09/2025
Amount of Securities Sold	601
Gross Proceeds	96160.00

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	04/11/2025

Amount of Securities Sold	641
Gross Proceeds	96553.83

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	04/21/2025
Amount of Securities Sold	641
Gross Proceeds	96470.50

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	04/23/2025
Amount of Securities Sold	1202
Gross Proceeds	192320.00

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	04/25/2025
Amount of Securities Sold	641
Gross Proceeds	101566.45

144: Securities Sold During The Past 3 Months

Name and Address of Seller	William S. Demchak The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	04/28/2025
Amount of Securities Sold	601
Gross Proceeds	96160.00

144: Securities Sold During The Past 3 Months

Name and Address of Seller

William S. Demchak
The Tower at PNC Plaza
300 Fifth Avenue
Pittsburgh
PA
15222-2401

Title of Securities Sold

Common

Date of Sale

05/02/2025

Amount of Securities Sold

1242

Gross Proceeds

202644.72

144: Remarks and Signature

Remarks

Date of Notice

05/09/2025

Date of Plan Adoption or Giving of
Instruction, If Relying on Rule 10b5-1

03/15/2024

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

/s/ Daniel Tucci, as a duly authorized representative of Fidelity Brokerage Services LLC, as attorney-in-fact for William Demchak

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)