

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	0001499810
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	Parsley E William III

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	Former Officer
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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
02917
Number of Shares or Other Units To Be Sold	11776
Aggregate Market Value	2405836.80
Number of Shares or Other Units Outstanding	393807382
Approximate Date of Sale	09/02/2025
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	02/13/2021
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	5508
Date of Payment	02/13/2021
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	02/15/2021
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	2537
Date of Payment	02/15/2021
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	02/16/2021
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	1393
Date of Payment	02/16/2021
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	02/13/2023
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	2338
Date of Payment	02/13/2023
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.

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	E W. Parsley The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	06/13/2025
Amount of Securities Sold	7665
Gross Proceeds	1349040.00

144: Securities Sold During The Past 3 Months

Name and Address of Seller	E W. Parsley The Tower at PNC Plaza 300 Fifth Avenue Pittsburgh PA 15222-2401
Title of Securities Sold	Common
Date of Sale	08/18/2025
Amount of Securities Sold	15795
Gross Proceeds	3031060.50

144: Remarks and Signature

Remarks	
Date of Notice	09/02/2025

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/ Emily Navaro, as a duly authorized representative of Fidelity Brokerage Services LLC, as attorney-in-fact for E W. Parsley.

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