

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

1. Name and Address of Reporting Person* <u>PNC Investment Capital Corp.</u> <hr/> (Last) (First) (Middle) C/O EMPOWERMENT & INCLUSION CAPITAL I CO 340 MADISON AVENUE <hr/> (Street) NEW YORK NY 10173 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/07/2021	3. Issuer Name and Ticker or Trading Symbol <u>Empowerment &amp; Inclusion Capital I Corp. [ EPWR ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Class B Common Stock	(1)	(1)	Class A Common Stock	3,777,750(2)	(1)	D(3)	

1. Name and Address of Reporting Person\*  
PNC Investment Capital Corp.  


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 (Last) (First) (Middle)  
 C/O EMPOWERMENT & INCLUSION CAPITAL I CO  
 340 MADISON AVENUE  


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 (Street)  
 NEW YORK NY 10173  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
PNC FINANCIAL SERVICES GROUP, INC.  


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 (Last) (First) (Middle)  
 C/O EMPOWERMENT & INCLUSION CAPITAL I CO  
 340 MADISON AVENUE  


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 (Street)  
 NEW YORK NY 10173

(City)

(State)

(Zip)

**Explanation of Responses:**

1. The shares of Class B common stock will automatically convert into shares of Class A common stock at the time of the Issuer's initial business combination, on a one-for-one basis (unless otherwise provided in the Issuer's initial business combination agreement), subject to adjustment for stock splits, stock dividends, reorganizations, recapitalizations and the like, and certain anti-dilution rights as described under the heading "Description of Securities-Founder Shares" in the Issuer's registration statement on Form S-1 (File No. 333-251613) (the "Registration Statement") and have no expiration date.
2. The shares of Class B common stock beneficially owned by the Reporting Persons include up to 492,750 shares of Class B common stock subject to forfeiture to the Issuer depending on the extent to which the underwriters' over-allotment option is exercised in full in connection with the Issuer's initial public offering of units, as described in the Registration Statement.
3. The securities are held directly by PNC Investment Capital Corp. ("PNCIC"). The PNC Financial Services Group, Inc. wholly owns and controls PNCIC and has voting and dispositive control over the securities held directly by PNCIC.

**Remarks:**

See Exhibit 99.1 - Joint Filer Information, which is incorporated herein by reference and describes in further detail the relationships of the Reporting Persons to the Issuer. See Exhibits 24.1 - Power of Attorney.

/s/ Laura L. Long,  
Attorney-in-Fact for PNC     01/07/2021  
Investment Capital Corp.

/s/ Laura L. Long,  
Assistant Corporate     01/07/2021  
Secretary.

\*\* Signature of Reporting     Date  
Person

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

The undersigned constitutes and appoints Joel Rubinstein, Elliott Smith, Rupa Briggs, Sarah Ross, Roxane Picard, Min Pang, Amanda Karlsson, Laura L. Long, Virginia Henkels, or any of them acting singly, as the undersigned's true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the undersigned and in the undersigned's name, place and stead, to:

1. prepare, sign, and submit to the Securities and Exchange Commission (the "SEC") on its Electronic Data Gathering, Analysis, and Retrieval ("EDGAR") Filer Management website a Form ID application, including any amendments and exhibits thereto, and any other related documents as may be necessary or appropriate, to obtain from the SEC access codes to permit filing on the SEC's EDGAR system, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each act and thing requisite and necessary to be done as required by any rule or regulation of the SEC and the EDGAR Filer Manual as fully and to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and each of them, may lawfully do or cause to be done by virtue hereof; and

2. sign any and all SEC statements of beneficial ownership of securities of Empowerment & Inclusion Capital I Corp. (the "Company") on Schedule 13G or 13D as required under Section 13(d) and Forms 3, 4 and 5 as required under Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and any amendments thereto, and to file the same with all exhibits thereto, and other documents in connection therewith, with the SEC, the Company and any stock exchange on which any of the Company's securities are listed, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each act and thing requisite and necessary to be done under said Section 13(d) and Section 16(a) of the Exchange Act, as fully and to all intents and purposes as the undersigned might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, and each of them, may lawfully do or cause to be done by virtue hereof.

A copy of this power of attorney shall be filed with the SEC. The authorization set forth above shall continue in full force and effect until the undersigned revokes such authorization by written instructions to the attorneys-in-fact.

The authority granted hereby shall in no event be deemed to impose or create any duty on behalf of the attorneys-in-fact with respect to the undersigned's obligations to file a Form ID, Schedule 13G or Schedule 13D as required under Section 13(d) of the Exchange Act or any Form 3, 4 or 5 with the SEC.

Dated: December 29, 2020

PNC INVESTMENT CAPITAL CORP.

/s/ Peter Chiste

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Name: Peter Chiste

Title: Executive Vice President

## Joint Filer Information

Name of Joint Filer: PNC Investment Capital Corp.  
Address of Joint Filer: c/o Empowerment & Inclusion Capital I Corp.  
340 Madison Avenue  
New York, New York 10173

Relationship of Joint Filer to  
Issuer:

10% Owner

Issuer Name and Ticker or  
Trading Symbol:

Empowerment & Inclusion Capital I Corp.  
[ EPWR ]

Date of Event Requiring Statement:  
(Month/Day/Year):

01/07/2021

Designated Filer:

PNC Investment Capital Corp.

Name of Joint Filer:  
Address of Joint Filer:

The PNC Financial Services Group, Inc.  
c/o Empowerment & Inclusion Capital I Corp.  
340 Madison Avenue  
New York, New York 10173

Relationship of Joint Filer to  
Issuer:

10% Owner

Issuer Name and Ticker or  
Trading Symbol:

Empowerment & Inclusion Capital I Corp.  
[ EPWR ]

Date of Event Requiring Statement:  
(Month/Day/Year):

01/07/2021

Designated Filer:

PNC Investment Capital Corp.