

The PNC Financial Services Group, Inc.

REGULATIONS FOR CONDUCT AT ANNUAL MEETING

April 28, 2020

In the interest of a fair and orderly meeting, and to accommodate as many shareholders as possible who may wish to ask questions or make comments, we have established the following rules:

1. Calling the Meeting to Order

Our CEO will preside as the Chairman of the meeting. The Chairman will call the meeting to order promptly at 11:00 a.m. The Chairman will conduct the meeting in accordance with the meeting agenda and these Regulations for Conduct. The Chairman retains sole authority to make any and all determinations with respect to the conduct of the meeting.

2. How to Vote

If your shares are registered in your name, or if you hold PNC shares in street name and you have obtained a written legal proxy from your broker or bank authorizing you to vote the shares it holds for you in its name, you may submit a ballot on the virtual-only meeting website by joining as a shareholder using your control number and the password (PNC2020). Street name shareholders must use the control number obtained from Computershare in advance of the meeting. The Chairman will announce the opening and closing of the polls. No proxies or ballots will be accepted after the polls have closed. If you have already submitted your proxy, your shares will be voted in accordance with the instructions you provided. Unless you want to change your vote or you have not submitted a proxy, you do not need to submit a ballot on the virtual-only meeting website.

3. Submission of Questions and Comments

We welcome questions and comments from our shareholders. You may submit questions and comments on the virtual-only meeting website by joining as a shareholder and clicking on the dialog icon in the upper right corner of meeting center screen. You will have an opportunity to submit questions or make comments about each agenda item as it is addressed. Your questions or comments must pertain to the agenda item. We have scheduled a general question and answer session at the conclusion of the meeting to discuss matters not on the meeting agenda, but appropriate for discussion. If you are not a shareholder or do not have a control number, you may access the meeting as a guest, but you will not be able to participate.

4. Responses to Questions and Comments; Time Limit

Questions and comments from shareholders will be taken on a rotating basis. If multiple questions are submitted on the same topic, we will summarize and respond collectively. We have allocated one hour for the meeting, including to address questions and comments. Please keep your questions and comments brief in order to give us the opportunity to address as many questions and comments as possible. We will make every effort to address questions and comments that are consistent with these Regulations for Conduct.

5. Other Limitations

The Chairman may refuse to permit a nomination or proposal to be made by a shareholder who has not complied with applicable laws or rules, or the procedures set forth in PNC's By-laws. The Chairman may choose not to address questions or comments if it appears they have already been adequately addressed or are not appropriate, or for other reasons. Personal matters are not appropriate for discussion. The Chairman will not address questions or comments that include rudeness, personal attacks, or that are in bad taste, and the injection of irrelevant controversy is not permitted at any time.

The Annual Meeting of Shareholders is recorded.

The virtual-only Annual Meeting is accessible at www.meetingcenter.io/247992536

Technical assistance is available at <https://support.vevent.com/>