

# William S. Demchak Succeeds James E. Rohr as PNC Chief Executive Officer

## - Rohr Becomes Executive Chairman -

PITTSBURGH, April 23, 2013 [/PRNewswire/](#) -- The PNC Financial Services Group, Inc. (NYSE: PNC) announced today that William S. Demchak has assumed the position of president and chief executive officer. Former Chief Executive Officer James E. Rohr took the new position of executive chairman. The changes became effective today at PNC's Annual Meeting of Shareholders.

Rohr announced in February that he will retire in 2014. He will serve in the new position for one year to ensure a smooth transition.

"Bill is well prepared to lead PNC and to execute the winning strategy he helped develop over the past decade," Rohr said. "PNC's customers, shareholders, employees and community will benefit from his vision and commitment to serving their needs."

Demchak joined PNC in 2002 as chief financial officer. In 2005, he became head of Corporate & Institutional Banking. He was promoted to senior vice chairman in 2009 and named head of all PNC businesses in 2010. He was elected PNC president in April 2012, and joined PNC's Board of Directors in February 2013. Prior to joining PNC, Demchak served as head of Structured Finance and Credit Portfolio for JPMorgan Chase & Co.

Demchak is a director of BlackRock, Inc. He earned his undergraduate degree at Allegheny College and an MBA at the University of Michigan.

Also at today's Annual Meeting, shareholders re-elected all 16 directors to the board, ratified PricewaterhouseCoopers LLP as the corporate auditor, accepted PNC's executive compensation program in an advisory vote and rejected a shareholder proposal that would have required PNC to assess greenhouse gas emissions resulting from its lending activities. The preliminary voting results, subject to final certification from Computershare Trust Company, N.A., the judge of election, were as follows:

- (1) Sixteen directors were elected, and the aggregate votes cast for or against as well as the abstentions and broker non-votes, were as follows:

Director Elections						
Nominee	For	%	Against	%	Abstain	Broker Non Votes
Richard O. Berndt	406,501,573	99.1%	3,897,227	0.9%	1,085,173	42,921,517
Charles E. Bunch	398,177,251	97.0%	12,235,525	3.0%	1,071,195	42,921,517
Paul W. Chellgren	398,610,986	97.1%	11,801,620	2.9%	1,071,367	42,921,517
William S. Demchak	405,241,479	98.7%	5,209,860	1.3%	1,013,135	42,921,517
Kay Coles James	407,946,441	99.4%	2,508,150	0.6%	1,029,382	42,921,517
Richard B. Kelson	398,933,317	97.3%	11,091,682	2.7%	1,458,973	42,921,517
Bruce C. Lindsay	404,251,310	98.5%	6,145,405	1.5%	1,087,257	42,921,517
Anthony A. Massaro	404,546,987	98.6%	5,841,160	1.4%	1,096,819	42,921,517
Jane G. Pepper	404,516,026	98.6%	5,908,199	1.4%	1,059,351	42,921,517
James E. Rohr	389,338,910	94.9%	21,128,481	5.1%	1,017,583	42,921,517
Donald J. Shepard	406,648,604	99.1%	3,781,386	0.9%	1,053,982	42,921,517
Lorene K. Steffes	403,041,839	98.2%	7,410,867	1.8%	1,031,182	42,921,517
Dennis F. Strigl	399,351,855	97.3%	11,015,525	2.7%	1,116,142	42,921,517

Thomas J. Usher	399,064,481	97.2%	11,325,269	2.8%	1,094,223	42,921,517
George H. Walls, Jr.	406,323,502	99.0%	4,050,334	1.0%	1,110,136	42,921,517
Helge H. Wehmeier	402,375,815	98.1%	7,951,374	1.9%	1,157,203	42,921,517

- (2) The Audit Committee's selection of PricewaterhouseCoopers LLP as PNC's independent registered public accounting firm for 2013 was approved and the aggregate votes cast for or against and the abstentions were as follows:

Ratification of Auditors				
For	%	Against	%	Abstain
451,813,089	99.7%	1,481,828	0.3%	1,111,468

- (3) The advisory resolution on executive compensation was approved and the aggregate votes cast for and against, as well as the abstentions and broker non-votes, were as follows:

Say-on-Pay					
For	%	Against	%	Abstain	Broker Non-Votes
342,217,763	84.0%	65,111,991	16.0%	4,154,438	42,921,517

- (4) The shareholder proposal was not approved and the aggregate votes cast for and against, as well as the abstentions and broker non votes, were as follows:

Shareholder Proposal					
For	%	Against	%	Abstain	Broker Non-Votes
80,614,552	22.8%	273,218,966	77.2%	57,649,494	42,921,517

The PNC Financial Services Group, Inc. ([www.pnc.com](http://www.pnc.com)) is one of the nation's largest diversified financial services organizations providing retail and business banking; residential mortgage banking; specialized services for corporations and government entities, including corporate banking, real estate finance and asset-based lending; wealth management and asset management.

## CONTACTS:

### **MEDIA:**

Fred Solomon  
(412) 762-4550  
[corporate.communications@pnc.com](mailto:corporate.communications@pnc.com)

### **INVESTORS:**

William H. Callihan  
(412) 762-8257  
[investor.relations@pnc.com](mailto:investor.relations@pnc.com)

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