

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-0123

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name F.N.B. Corporation		2 Issuer's employer identification number (EIN) 25-1255406	
3 Name of contact for additional information Investor Relations	4 Telephone No. of contact 412-385-4773	5 Email address of contact InvestorRelations@fnb-corp.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 626 Washington Place		7 City, town, or post office, state, and ZIP code of contact Pittsburgh, PA 15219	
8 Date of action February 15, 2024		9 Classification and description Series E Preferred Stock Redemption	
10 CUSIP number 30255P103	11 Serial number(s) N/A	12 Ticker symbol FNB.PRE	13 Account number(s) N/A

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► On February 15, 2024, F.N.B. Corporation ("the Company") redeemed all of its 7.25% Fixed Rate / Floating Rate Non-Cumulative Perpetual Preferred Stock, Series E, ("Series E Preferred Stock" and such redemption the "Redemption"). The Redemption price for Series E Preferred Stock was \$1,000 per share, equivalent to \$25 per depository share. The quarterly dividend declared but not paid prior to the Redemption Date was paid on the Redemption Date to holders of record on January 31, 2024.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► The Redemption may be a sale or exchange within the meaning of Section 302(b) of the Internal Revenue Code (the "Code") if the Redemption, for a particular beneficial owner of the Series E Preferred Stock ("Shareholders"), (1) is not "essentially equivalent to a dividend"; (2) is a distribution that "is substantially disproportionate with respect to the shareholder"; or (3) is a "complete termination of the Shareholder's share interest in the Company." The determination of the treatment of the Redemption as a sale or exchange under the Code depends on each Shareholder's facts and circumstances. Shareholders are advised to consult with their own tax advisors to determine the appropriate tax consequences of the Redemption to them.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► Each Shareholder must determine their adjusted tax basis to calculate whether there is a recognized gain or loss. Each Shareholder should consult with their tax advisor to determine the appropriate tax consequences of the Redemption to such Shareholder.

Part II **Organizational Action** (continued)**17** List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ►Sections 301, 302 and 1001 of the Code.

18 Can any resulting loss be recognized? ► To the extent a Shareholder satisfies the requirements of the Section 302(b) of the Code, the Redemption would result in a recognizable loss for U.S. federal income tax purposes to the Shareholder to the extent their tax basis in Series E Preferred Stock surrendered exceeds the cash received in exchange thereof.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► The Company does not provide tax advice to its Shareholders. The reportable tax year is calendar year 2024.

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ►



Date ►

5-28-25

Print your name ► Nicky Engel

Title ► Corporate Tax Director

Paid Preparer Use Only

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

Firm's name ►

Firm's EIN ►

Firm's address ►

Phone no.