

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>Cintron Marlene</u> (Last) (First) (Middle) C/O PONCE BANK 2244 WESTCHESTER AVENUE (Street) BRONX NY 10462 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 03/26/2026	3. Issuer Name and Ticker or Trading Symbol <u>Ponce Financial Group, Inc. [PDLB]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 03/30/2026
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input 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)
Common Stock	3,000 ⁽¹⁾	D	
Common Stock	500	I	By IRA

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			
Non-Premium Stock Options	10/23/2026	10/22/2036	Common Stock	15,000 ⁽²⁾	14.39	D	
Premium Stock Options	10/23/2026	10/22/2036	Common Stock	3,000	15.83	D	
Premium Stock Options	10/23/2027	10/22/2036	Common Stock	3,000	16.12	D	
Premium Stock Options	10/23/2028	10/22/2036	Common Stock	3,000	16.4	D	
Premium Stock Options	10/23/2029	10/22/2036	Common Stock	3,000	16.69	D	
Premium Stock Options	10/23/2030	10/22/2036	Common Stock	3,000	16.98	D	

Explanation of Responses:

- 1. RSUs commences vesting annually at a rate of 20% on October 23, 2026
- 2. Stock Options vest annually at a rate of 20% commencing on October 23, 2026

/s/Megan Foscaldi, as attorney in fact

03/31/2026

** Signature of Reporting Person

Date

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.