

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

**April 20, 2018**  
**Date of Report**  
**(Date of earliest event reported)**

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**SYNCHRONY FINANCIAL**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-36560**  
(Commission  
File Number)

**51-0483352**  
(I.R.S. Employer  
Identification No.)

**777 Long Ridge Road, Stamford, Connecticut**  
(Address of principal executive offices)

**(203) 585-2400**  
(Registrant's telephone number, including area code)  
**N/A**

**06902**  
(Zip Code)

(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 2.02 Results of Operations and Financial Condition.**

On April 20, 2018, Synchrony Financial (the "Company") issued a press release setting forth the Company's first quarter 2018 earnings. A copy of the Company's press release is being furnished as Exhibit 99.1 and hereby incorporated by reference. The information furnished pursuant to this Item 2.02, including Exhibits, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933 or the Exchange Act.

**Item 9.01 Financial Statements and Exhibits.***(d) Exhibits*

The following exhibits are being furnished as part of this report:

<u>Number</u>	<u>Description</u>
99.1	Press release, dated April 20, 2018, issued by Synchrony Financial
99.2	Financial Data Supplement of the Company for the quarter ended March 31, 2018
99.3	Financial Results Presentation of the Company for the quarter ended March 31, 2018
99.4	Explanation of Non-GAAP Measures

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**SYNCHRONY FINANCIAL**

Date: April 20, 2018

By: /s/ Jonathan Mothner  
Name: Jonathan Mothner  
Title: Executive Vice President, General Counsel and Secretary

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## EXHIBIT INDEX

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<a href="#"><u>99.2</u></a>	<a href="#"><u>Financial Data Supplement of the Company for the quarter ended March 31, 2018</u></a>
<a href="#"><u>99.3</u></a>	<a href="#"><u>Financial Results Presentation of the Company for the quarter ended March 31, 2018</u></a>
<a href="#"><u>99.4</u></a>	<a href="#"><u>Explanation of Non-GAAP Measures</u></a>



Investor Relations Media Relations

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For Immediate Release: April 20, 2018

## **Synchrony Financial Reports First Quarter Net Earnings of \$640 Million or \$0.83 Per Diluted Share**

STAMFORD, Conn. – Synchrony Financial (NYSE: SYF) today announced first quarter 2018 net earnings of \$640 million, or \$0.83 per diluted share. Highlights included:

- Net interest income increased 7% from the first quarter of 2017 to \$3.8 billion
- Loan receivables grew \$5 billion, or 6%, from the first quarter of 2017 to \$78 billion
- Purchase volume increased 3% from the first quarter of 2017 to \$30 billion
- Deposits grew \$5 billion, or 10%, from the first quarter of 2017 to \$57 billion
- Added new partnerships: Crate and Barrel, jtv, and Mahindra
- Renewed relationships: Nationwide Marketing Group, Briggs & Stratton, and American Signature Furniture
- Expanded CareCredit network: American Veterinary Medical Association, American Med Spa Association, and Spa Industry Association
- Quarterly common stock dividend payment of \$0.15 per share and repurchased \$410 million of Synchrony Financial common stock

“We started the year with solid results as we continued to drive organic growth, while also winning exciting new partnerships. Furthermore, we closed several key renewals during the quarter and made investments to help augment our capabilities. Innovative value propositions, compelling promotional offers, and robust data, analytics and digital capabilities, remain a hallmark of our business, and continue to drive value for our partners and cardholders,” said Margaret Keane, President and Chief Executive Officer of Synchrony Financial. “Returning capital to shareholders remains a key priority, and we are pleased to continue to return significant capital to shareholders through our dividend and share repurchase program, while also deploying capital through organic growth and program acquisitions.”

## **Business and Financial Highlights for the First Quarter of 2018**

*All comparisons below are for the first quarter of 2018 compared to the first quarter of 2017, unless otherwise noted.*

### **Earnings**

- Net interest income increased \$255 million, or 7%, to \$3.8 billion, primarily driven by strong loan receivables growth. Net interest income after retailer share arrangements increased 8%.
- Provision for loan losses increased \$56 million, or 4% to \$1.4 billion primarily driven by credit normalization and growth.
- Other income was down \$18 million to \$75 million, primarily due to higher loyalty program expense, partially offset by higher interchange revenue.
- Other expense increased \$80 million, or 9% to \$988 million, primarily driven by growth and marketing.
- Provision for income taxes was down 27%, primarily due to tax reform.
- Net earnings totaled \$640 million compared to \$499 million in the first quarter of 2017.

### **Balance Sheet**

- Period-end loan receivables growth was 6%, primarily driven by purchase volume growth of 3% and average active account growth of 2%.
- Deposits grew to \$57 billion, up \$5 billion, or 10%, and comprised 73% of funding compared to 72% last year.
- The Company's balance sheet remained strong with total liquidity (liquid assets and undrawn credit facilities) of \$25 billion, or 26% of total assets.
- The estimated fully phased-in Common Equity Tier 1 ratio under Basel III was 16.8%.

### **Key Financial Metrics**

- Return on assets was 2.7% and return on equity was 18.2%.
- Net interest margin was 16.05%.
- Efficiency ratio was 30.9%.

### **Credit Quality**

- Loans 30+ days past due as a percentage of total period-end loan receivables were 4.52% compared to 4.25% last year.
- Net charge-offs as a percentage of total average loan receivables were 6.14% compared to 5.33% last year.
- The allowance for loan losses as a percentage of total period-end loan receivables was 7.37% compared to 6.37% last year.

## **Sales Platforms**

- Retail Card period-end loan receivables grew 5% reflecting broad-based growth across partner programs. Interest and fees on loans increased 7%, primarily driven by the loan receivables growth. Purchase volume and average active account growth was 2%.
- Payment Solutions period-end loan receivables grew 8%, led by home furnishing and automotive. Interest and fees on loans increased 9%, primarily driven by the loan receivables growth. Purchase volume growth was 7%, adjusted to exclude the impact from the hhgregg bankruptcy, and average active account growth was 5%.
- CareCredit period-end loan receivables grew 8%, led by dental and veterinary. Interest and fees on loans increased 8%, primarily driven by the loan receivables growth. Purchase volume grew 8% and average active account growth was 7%.

## **Corresponding Financial Tables and Information**

No representation is made that the information in this news release is complete. Investors are encouraged to review the foregoing summary and discussion of Synchrony Financial's earnings and financial condition in conjunction with the detailed financial tables and information that follow and the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2017, as filed February 22, 2018, and the Company's forthcoming Quarterly Report on Form 10-Q for the quarter ended March 31, 2018. The detailed financial tables and other information are also available on the Investor Relations page of the Company's website at [www.investors.synchronyfinancial.com](http://www.investors.synchronyfinancial.com). This information is also furnished in a Current Report on Form 8-K filed with the SEC today.

## **Conference Call and Webcast Information**

On Friday, April 20, 2018, at 8:30 a.m. Eastern Time, Margaret Keane, President and Chief Executive Officer, and Brian Doubles, Executive Vice President and Chief Financial Officer, will host a conference call to review the financial results and outlook for certain business drivers. The conference call can be accessed via an audio webcast through the Investor Relations page on the Synchrony Financial corporate website, [www.investors.synchronyfinancial.com](http://www.investors.synchronyfinancial.com), under Events and Presentations. A replay will be available on the website or by dialing (888) 843-7419 (U.S. domestic) or (630) 652-3042 (international), passcode 12018#, and can be accessed beginning approximately two hours after the event through May 4, 2018.

## **About Synchrony Financial**

Synchrony Financial (NYSE: SYF) is a premier consumer financial services company delivering customized financing programs across key industries including retail, health, auto, travel and home, along with award-winning consumer banking products. With more than \$130 billion in sales financed and 74.5 million active accounts, Synchrony Financial brings deep industry expertise, actionable data insights, innovative solutions and differentiated digital experiences to improve the success of every business we serve and the quality of each life we touch. More information can be found at [www.synchronyfinancial.com](http://www.synchronyfinancial.com) and through Twitter: [@Synchrony](https://twitter.com/Synchrony).

### **Cautionary Statement Regarding Forward-Looking Statements**

This news release contains certain forward-looking statements as defined in Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, which are subject to the "safe harbor" created by those sections. Forward-looking statements may be identified by words such as "expects," "intends," "anticipates," "plans," "believes," "seeks," "targets," "outlook," "estimates," "will," "should," "may" or words of similar meaning, but these words are not the exclusive means of identifying forward-looking statements.

Forward-looking statements are based on management's current expectations and assumptions, and are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict. As a result, actual results could differ materially from those indicated in these forward-looking statements. Factors that could cause actual results to differ materially include global political, economic, business, competitive, market, regulatory and other factors and risks, such as: the impact of macroeconomic conditions and whether industry trends we have identified develop as anticipated; retaining existing partners and attracting new partners, concentration of our revenue in a small number of Retail Card partners, promotion and support of our products by our partners, and financial performance of our partners; cyber-attacks or other security breaches; higher borrowing costs and adverse financial market conditions impacting our funding and liquidity, and any reduction in our credit ratings; our ability to grow our deposits in the future; our ability to securitize our loan receivables, occurrence of an early amortization of our securitization facilities, loss of the right to service or subservice our securitized loan receivables, and lower payment rates on our securitized loan receivables; changes in market interest rates and the impact of any margin compression; effectiveness of our risk management processes and procedures, reliance on models which may be inaccurate or misinterpreted, our ability to manage our credit risk, the sufficiency of our allowance for loan losses and the accuracy of the assumptions or estimates used in preparing our financial statements; our ability to offset increases in our costs in retailer share arrangements; competition in the consumer finance industry; our concentration in the U.S. consumer credit market; our ability to successfully develop and commercialize new or enhanced products and services; our ability to realize the value of acquisitions and strategic investments; reductions in interchange fees; fraudulent activity; failure of third parties to provide various services that are important to our operations; disruptions in the operations of our computer systems and data centers; international risks and compliance and regulatory risks and costs associated with international operations; alleged infringement of intellectual property rights of others and our ability to protect our intellectual property; litigation and regulatory actions; damage to our reputation; our ability to attract, retain and motivate key officers and employees; tax legislation initiatives or challenges to our tax positions and/or interpretations, and state sales tax rules and regulations; a material indemnification obligation to GE under the tax sharing and separation agreement with GE if we cause the split-off from GE or certain preliminary transactions to fail to qualify for tax-free treatment or in the case of certain significant transfers of our stock following the split-off; regulation, supervision, examination and enforcement of our business by governmental authorities, the impact of the Dodd-Frank Wall Street Reform and Consumer Protection Act and the impact of the Consumer Financial Protection Bureau's regulation of our business; impact of capital adequacy rules and liquidity requirements; restrictions that limit our ability to pay dividends and repurchase our common stock, and restrictions that limit Synchrony Bank's ability to pay dividends to us; regulations relating to privacy, information security and data protection; use of third-party vendors and ongoing third-party business relationships; and failure to comply with anti-money laundering and anti-terrorism financing laws.

For the reasons described above, we caution you against relying on any forward-looking statements, which should also be read in conjunction with the other cautionary statements that are included



elsewhere in this news release and in our public filings, including under the heading “Risk Factors” in the Company’s Annual Report on Form 10-K for the fiscal year ended December 31, 2017, as filed on February 22, 2018. You should not consider any list of such factors to be an exhaustive statement of all the risks, uncertainties, or potentially inaccurate assumptions that could cause our current expectations or beliefs to change. Further, any forward-looking statement speaks only as of the date on which it is made, and we undertake no obligation to update or revise any forward-looking statement to reflect events or circumstances after the date on which the statement is made or to reflect the occurrence of unanticipated events, except as otherwise may be required by law.

#### **Non-GAAP Measures**

The information provided herein includes measures we refer to as “tangible common equity” and certain financial measures that have been adjusted to exclude the effects from the Tax Act, which are not prepared in accordance with U.S. generally accepted accounting principles (“GAAP”). For a reconciliation of these non-GAAP measures to the most directly comparable GAAP measures, please see the detailed financial tables and information that follow. For a statement regarding the usefulness of these measures to investors, please see the Company’s Current Report on Form 8-K filed with the SEC today.

## SYNCHRONY FINANCIAL

## FINANCIAL SUMMARY

(unaudited, in millions, except per share statistics)

	Quarter Ended					1Q'18 vs. 1Q'17	
	Mar 31, 2018	Dec 31, 2017	Sep 30, 2017	Jun 30, 2017	Mar 31, 2017		
<b>EARNINGS</b>							
Net interest income	\$ 3,842	\$ 3,916	\$ 3,876	\$ 3,637	\$ 3,587	\$ 255	7.1 %
Retailer share arrangements	(720)	(779)	(805)	(669)	(684)	(36)	5.3 %
<b>Net interest income, after retailer share arrangements</b>	<b>3,122</b>	<b>3,137</b>	<b>3,071</b>	<b>2,968</b>	<b>2,903</b>	<b>219</b>	<b>7.5 %</b>
Provision for loan losses	1,362	1,354	1,310	1,326	1,306	56	4.3 %
<b>Net interest income, after retailer share arrangements and provision for loan losses</b>	<b>1,760</b>	<b>1,783</b>	<b>1,761</b>	<b>1,642</b>	<b>1,597</b>	<b>163</b>	<b>10.2 %</b>
Other income	75	62	76	57	93	(18)	(19.4)%
Other expense	988	970	958	911	908	80	8.8 %
<b>Earnings before provision for income taxes</b>	<b>847</b>	<b>875</b>	<b>879</b>	<b>788</b>	<b>782</b>	<b>65</b>	<b>8.3 %</b>
Provision for income taxes	207	490	324	292	283	(76)	(26.9)%
<b>Net earnings</b>	<b>\$ 640</b>	<b>\$ 385</b>	<b>\$ 555</b>	<b>\$ 496</b>	<b>\$ 499</b>	<b>\$ 141</b>	<b>28.3 %</b>
<b>Net earnings attributable to common stockholders</b>	<b>\$ 640</b>	<b>\$ 385</b>	<b>\$ 555</b>	<b>\$ 496</b>	<b>\$ 499</b>	<b>\$ 141</b>	<b>28.3 %</b>
<b>Adjusted net earnings<sup>(1)</sup></b>	<b>\$ 640</b>	<b>\$ 545</b>	<b>\$ 555</b>	<b>\$ 496</b>	<b>\$ 499</b>	<b>\$ 141</b>	<b>28.3 %</b>
<b>COMMON SHARE STATISTICS</b>							
Basic EPS	\$ 0.84	\$ 0.49	\$ 0.70	\$ 0.62	\$ 0.61	\$ 0.23	37.7 %
Diluted EPS	\$ 0.83	\$ 0.49	\$ 0.70	\$ 0.61	\$ 0.61	\$ 0.22	36.1 %
Adjusted diluted EPS <sup>(1)</sup>	\$ 0.83	\$ 0.70	\$ 0.70	\$ 0.61	\$ 0.61	\$ 0.22	36.1 %
Dividend declared per share	\$ 0.15	\$ 0.15	\$ 0.15	\$ 0.13	\$ 0.13	\$ 0.02	15.4 %
Common stock price	\$ 33.53	\$ 38.61	\$ 31.05	\$ 29.82	\$ 34.30	\$ (0.77)	(2.2)%
Book value per share	\$ 18.88	\$ 18.47	\$ 18.40	\$ 18.02	\$ 17.71	\$ 1.17	6.6 %
Tangible common equity per share <sup>(2)</sup>	\$ 16.55	\$ 16.22	\$ 16.15	\$ 15.79	\$ 15.47	\$ 1.08	7.0 %
Beginning common shares outstanding	770.5	782.6	795.3	810.8	817.4	(46.9)	(5.7)%
Issuance of common shares	—	—	—	—	—	—	— %
Stock-based compensation	0.2	0.1	0.1	0.2	—	0.2	NM
Shares repurchased	(10.4)	(12.2)	(12.8)	(15.7)	(6.6)	(3.8)	57.6 %
Ending common shares outstanding	760.3	770.5	782.6	795.3	810.8	(50.5)	(6.2)%
Weighted average common shares outstanding	763.7	778.7	787.3	804.0	813.1	(49.4)	(6.1)%
Weighted average common shares outstanding (fully diluted)	770.3	784.0	790.9	807.4	817.1	(46.8)	(5.7)%

(1) Adjusted net earnings and Adjusted diluted EPS are non-GAAP measures. These measures represent the corresponding GAAP measure, adjusted to exclude the effects to Provision for income taxes in the quarter ended December 31, 2017, resulting from the Tax Cuts and Jobs Act of 2017 (the "Tax Act"). The effects primarily relate to additional tax expense arising from the remeasurement of our net deferred tax asset to reflect the reduction in the U.S. corporate tax rate from 35% to 21%. For a corresponding reconciliation to a GAAP financial measure, see Reconciliation of Non-GAAP Measures and Calculations of Regulatory Measures.

(2) Tangible Common Equity ("TCE") is a non-GAAP measure. For corresponding reconciliation of TCE to a GAAP financial measure, see Reconciliation of Non-GAAP Measures and Calculations of Regulatory Measures.

SYNCHRONY FINANCIAL

SELECTED METRICS

(unaudited, \$ in millions, except account data)

	Quarter Ended					1Q'18 vs. 1Q'17	
	Mar 31, 2018	Dec 31, 2017	Sep 30, 2017	Jun 30, 2017	Mar 31, 2017		
<b>PERFORMANCE METRICS</b>							
Return on assets <sup>(1)</sup>	2.7%	1.6%	2.4%	2.2%	2.3%	0.4 %	
Return on equity <sup>(2)</sup>	18.2%	10.5%	15.3%	13.8%	14.1%	4.1 %	
Return on tangible common equity <sup>(3)</sup>	20.7%	12.0%	17.4%	15.7%	16.1%	4.6 %	
Adjusted return on assets <sup>(4)</sup>	2.7%	2.3%	2.4%	2.2%	2.3%	0.4 %	
Adjusted return on equity <sup>(4)</sup>	18.2%	14.9%	15.3%	13.8%	14.1%	4.1 %	
Adjusted return on tangible common equity <sup>(5)</sup>	20.7%	17.0%	17.4%	15.7%	16.1%	4.6 %	
Net interest margin <sup>(6)</sup>	16.05%	16.24%	16.74%	16.20%	16.18%	(0.13)%	
Efficiency ratio <sup>(7)</sup>	30.9%	30.3%	30.4%	30.1%	30.3%	0.6 %	
Other expense as a % of average loan receivables, including held for sale	5.07%	4.91%	4.99%	4.93%	4.97%	0.10 %	
Effective income tax rate	24.4%	56.0%	36.9%	37.1%	36.2%	(11.8)%	
<b>CREDIT QUALITY METRICS</b>							
Net charge-offs as a % of average loan receivables, including held for sale	6.14%	5.78%	4.95%	5.42%	5.33%	0.81 %	
30+ days past due as a % of period-end loan receivables <sup>(8)</sup>	4.52%	4.67%	4.80%	4.25%	4.25%	0.27 %	
90+ days past due as a % of period-end loan receivables <sup>(8)</sup>	2.28%	2.28%	2.22%	1.90%	2.06%	0.22 %	
Net charge-offs	\$ 1,198	\$ 1,141	\$ 950	\$ 1,001	\$ 974	\$ 224	23.0 %
Loan receivables delinquent over 30 days <sup>(8)</sup>	\$ 3,521	\$ 3,831	\$ 3,694	\$ 3,208	\$ 3,120	\$ 401	12.9 %
Loan receivables delinquent over 90 days <sup>(8)</sup>	\$ 1,776	\$ 1,869	\$ 1,707	\$ 1,435	\$ 1,508	\$ 268	17.8 %
Allowance for loan losses (period-end)	\$ 5,738	\$ 5,574	\$ 5,361	\$ 5,001	\$ 4,676	\$ 1,062	22.7 %
Allowance coverage ratio <sup>(9)</sup>	7.37%	6.80%	6.97%	6.63%	6.37%		1.00 %
<b>BUSINESS METRICS</b>							
Purchase volume <sup>(10)</sup>	\$ 29,626	\$ 36,565	\$ 32,893	\$ 33,476	\$ 28,880	\$ 746	2.6 %
Period-end loan receivables	\$ 77,853	\$ 81,947	\$ 76,928	\$ 75,458	\$ 73,350	\$ 4,503	6.1 %
Credit cards	\$ 74,952	\$ 79,026	\$ 73,946	\$ 72,492	\$ 70,587	\$ 4,365	6.2 %
Consumer installment loans	\$ 1,590	\$ 1,578	\$ 1,561	\$ 1,514	\$ 1,411	\$ 179	12.7 %
Commercial credit products	\$ 1,275	\$ 1,303	\$ 1,384	\$ 1,386	\$ 1,311	\$ (36)	(2.7)%
Other	\$ 36	\$ 40	\$ 37	\$ 66	\$ 41	\$ (5)	(12.2)%
Average loan receivables, including held for sale	\$ 79,090	\$ 78,369	\$ 76,165	\$ 74,090	\$ 74,132	\$ 4,958	6.7 %
Period-end active accounts (in thousands) <sup>(11)</sup>	68,891	74,541	69,008	69,277	67,905	986	1.5 %
Average active accounts (in thousands) <sup>(11)</sup>	71,323	71,348	69,331	68,635	69,629	1,694	2.4 %
<b>LIQUIDITY</b>							
<b>Liquid assets</b>							
Cash and equivalents	\$ 13,044	\$ 11,602	\$ 13,915	\$ 12,020	\$ 11,392	\$ 1,652	14.5 %
Total liquid assets	\$ 18,557	\$ 15,087	\$ 16,391	\$ 15,274	\$ 16,158	\$ 2,399	14.8 %
<b>Undrawn credit facilities</b>							
Undrawn credit facilities	\$ 6,000	\$ 6,000	\$ 5,650	\$ 6,650	\$ 5,600	\$ 400	7.1 %
<b>Total liquid assets and undrawn credit facilities</b>	<b>\$ 24,557</b>	<b>\$ 21,087</b>	<b>\$ 22,041</b>	<b>\$ 21,924</b>	<b>\$ 21,758</b>	<b>\$ 2,799</b>	<b>12.9 %</b>
Liquid assets % of total assets	19.42%	15.75%	17.71%	16.76%	18.14%		1.28 %
Liquid assets including undrawn credit facilities % of total assets	25.70%	22.01%	23.82%	24.06%	24.43%		1.27 %

(1) Return on assets represents net earnings as a percentage of average total assets.

(2) Return on equity represents net earnings as a percentage of average total equity.

(3) Return on tangible common equity represents net earnings as a percentage of average tangible common equity. Tangible common equity ("TCE") is a non-GAAP measure. For corresponding reconciliation of TCE to a GAAP financial measure, see Reconciliation of Non-GAAP Measures and Calculations of Regulatory Measures.

(4) Adjusted return on assets represents Adjusted net earnings as a percentage of average total assets. Adjusted return on equity represents Adjusted net earnings as a percentage of average total equity. Adjusted net earnings is a non-GAAP measure. For a corresponding reconciliation of Adjusted net earnings to a GAAP financial measure, see Reconciliation of Non-GAAP Measures and Calculations of Regulatory Measures.

(5) Adjusted return on tangible common equity represents Adjusted net earnings as a percentage of average tangible common equity. Both Adjusted net earnings and tangible common equity are non-GAAP measures. For corresponding reconciliations to a GAAP financial measure, see Reconciliation of Non-GAAP Measures and Calculations of Regulatory Measures.

(6) Net interest margin represents net interest income divided by average interest-earning assets.

(7) Efficiency ratio represents (i) other expense, divided by (ii) net interest income, after retailer share arrangements, plus other income.

(8) Based on customer statement-end balances extrapolated to the respective period-end date.

(9) Allowance coverage ratio represents allowance for loan losses divided by total period-end loan receivables.

(10) Purchase volume, or net credit sales, represents the aggregate amount of charges incurred on credit cards or other credit product accounts less returns during the period.

(11) Active accounts represent credit card or installment loan accounts on which there has been a purchase, payment or outstanding balance in the current month.

SYNCHRONY FINANCIAL  
STATEMENTS OF EARNINGS  
(unaudited, \$ in millions)

	Quarter Ended					1Q'18 vs. 1Q'17	
	Mar 31, 2018	Dec 31, 2017	Sep 30, 2017	Jun 30, 2017	Mar 31, 2017		
<b>Interest income:</b>							
Interest and fees on loans	\$ 4,172	\$ 4,233	\$ 4,182	\$ 3,927	\$ 3,877	\$ 295	7.6 %
Interest on investment securities	72	58	51	43	36	36	100.0 %
Total interest income	4,244	4,291	4,233	3,970	3,913	331	8.5 %
<b>Interest expense:</b>							
Interest on deposits	249	233	219	202	194	55	28.4 %
Interest on borrowings of consolidated securitization entities	74	70	65	63	65	9	13.8 %
Interest on third-party debt	79	72	73	68	67	12	17.9 %
Total interest expense	402	375	357	333	326	76	23.3 %
Net interest income	3,842	3,916	3,876	3,637	3,587	255	7.1 %
Retailer share arrangements	(720)	(779)	(805)	(669)	(684)	(36)	5.3 %
Net interest income, after retailer share arrangements	3,122	3,137	3,071	2,968	2,903	219	7.5 %
Provision for loan losses	1,362	1,354	1,310	1,326	1,306	56	4.3 %
Net interest income, after retailer share arrangements and provision for loan losses	1,760	1,783	1,761	1,642	1,597	163	10.2 %
<b>Other income:</b>							
Interchange revenue	158	179	164	165	145	13	9.0 %
Debt cancellation fees	66	69	67	68	68	(2)	(2.9)%
Loyalty programs	(155)	(193)	(168)	(206)	(137)	(18)	13.1 %
Other	6	7	13	30	17	(11)	(64.7)%
Total other income	75	62	76	57	93	(18)	(19.4)%
<b>Other expense:</b>							
Employee costs <sup>(1)</sup>	358	330	333	318	323	35	10.8 %
Professional fees	166	159	161	158	151	15	9.9 %
Marketing and business development	121	156	124	124	94	27	28.7 %
Information processing	104	99	96	88	90	14	15.6 %
Other <sup>(1)</sup>	239	226	244	223	250	(11)	(4.4)%
Total other expense	988	970	958	911	908	80	8.8 %
Earnings before provision for income taxes	847	875	879	788	782	65	8.3 %
Provision for income taxes	207	490	324	292	283	(76)	(26.9)%
Net earnings attributable to common shareholders	\$ 640	\$ 385	\$ 555	\$ 496	\$ 499	\$ 141	28.3 %

(1) We have reclassified certain amounts within Employee costs to Other for all periods in 2017 to conform to the current period classifications.

**SYNCHRONY FINANCIAL**  
**STATEMENTS OF FINANCIAL POSITION**  
(unaudited, \$ in millions)

	Quarter Ended					Mar 31, 2018 vs. Mar 31, 2017	
	Mar 31, 2018	Dec 31, 2017	Sep 30, 2017	Jun 30, 2017	Mar 31, 2017		
<b>Assets</b>							
Cash and equivalents	\$ 13,044	\$ 11,602	\$ 13,915	\$ 12,020	\$ 11,392	\$ 1,652	14.5 %
Debt securities	6,259	4,473	3,302	3,982	5,313	946	17.8 %
Loan receivables:							
Unsecuritized loans held for investment	52,469	55,526	53,997	52,550	50,398	2,071	4.1 %
Restricted loans of consolidated securitization entities	25,384	26,421	22,931	22,908	22,952	2,432	10.6 %
Total loan receivables	77,853	81,947	76,928	75,458	73,350	4,503	6.1 %
Less: Allowance for loan losses	(5,738)	(5,574)	(5,361)	(5,001)	(4,676)	(1,062)	22.7 %
Loan receivables, net	72,115	76,373	71,567	70,457	68,674	3,441	5.0 %
Goodwill	991	991	991	991	992	(1)	(0.1)%
Intangible assets, net	780	749	772	787	826	(46)	(5.6)%
Other assets	2,370	1,620	2,001	2,903	1,853	517	27.9 %
Total assets	<u>\$ 95,559</u>	<u>\$ 95,808</u>	<u>\$ 92,548</u>	<u>\$ 91,140</u>	<u>\$ 89,050</u>	<u>\$ 6,509</u>	<u>7.3 %</u>
<b>Liabilities and Equity</b>							
Deposits:							
Interest-bearing deposit accounts	\$ 56,285	\$ 56,276	\$ 54,232	\$ 52,659	\$ 51,359	\$ 4,926	9.6 %
Non-interest-bearing deposit accounts	285	212	222	226	246	39	15.9 %
Total deposits	56,570	56,488	54,454	52,885	51,605	4,965	9.6 %
Borrowings:							
Borrowings of consolidated securitization entities	12,214	12,497	11,891	12,204	12,433	(219)	(1.8)%
Senior unsecured notes	8,801	8,302	8,008	8,505	7,761	1,040	13.4 %
Total borrowings	21,015	20,799	19,899	20,709	20,194	821	4.1 %
Accrued expenses and other liabilities	3,618	4,287	3,793	3,214	2,888	730	25.3 %
Total liabilities	81,203	81,574	78,146	76,808	74,687	6,516	8.7 %
Equity:							
Common stock	1	1	1	1	1	—	— %
Additional paid-in capital	9,470	9,445	9,429	9,415	9,405	65	0.7 %
Retained earnings	7,334	6,809	6,543	6,109	5,724	1,610	28.1 %
Accumulated other comprehensive income:	(86)	(64)	(40)	(49)	(55)	(31)	56.4 %
Treasury Stock	(2,363)	(1,957)	(1,531)	(1,144)	(712)	(1,651)	NM
Total equity	14,356	14,234	14,402	14,332	14,363	(7)	(0.0)%
Total liabilities and equity	<u>\$ 95,559</u>	<u>\$ 95,808</u>	<u>\$ 92,548</u>	<u>\$ 91,140</u>	<u>\$ 89,050</u>	<u>\$ 6,509</u>	<u>7.3 %</u>

SYNCHRONY FINANCIAL

AVERAGE BALANCES, NET INTEREST INCOME AND NET INTEREST MARGIN

(unaudited, \$ in millions)

	Quarter Ended														
	Mar 31, 2018			Dec 31, 2017			Sep 30, 2017			Jun 30, 2017			Mar 31, 2017		
	Average Balance	Interest Income/Expense	Average Yield/Rate	Average Balance	Interest Income/Expense	Average Yield/Rate	Average Balance	Interest Income/Expense	Average Yield/Rate	Average Balance	Interest Income/Expense	Average Yield/Rate	Average Balance	Interest Income/Expense	Average Yield/Rate
<b>Assets</b>															
<b>Interest-earning assets:</b>															
Interest-earning cash and equivalents	\$ 12,434	\$ 47	1.53%	\$ 13,591	\$ 43	1.26%	\$ 11,895	\$ 37	1.23%	\$ 10,758	\$ 28	1.04%	\$ 10,552	\$ 21	0.81%
Securities available for sale	5,584	25	1.82%	3,725	15	1.60%	3,792	14	1.46%	5,195	15	1.16%	5,213	15	1.17%
<b>Loan receivables:</b>															
Credit cards, including held for sale	76,181	4,099	21.82%	75,389	4,161	21.90%	73,172	4,111	22.29%	71,206	3,858	21.73%	71,365	3,811	21.66%
Consumer installment loans	1,572	36	9.29%	1,568	36	9.11%	1,543	35	9.00%	1,461	34	9.33%	1,389	32	9.34%
Commercial credit products	1,286	36	11.35%	1,375	35	10.10%	1,392	36	10.26%	1,378	34	9.90%	1,317	34	10.47%
Other	51	1	NM	37	1	NM	58	—	—%	45	1	NM	61	—	—%
<b>Total loan receivables, including held for sale</b>	<b>79,090</b>	<b>4,172</b>	<b>21.39%</b>	<b>78,369</b>	<b>4,233</b>	<b>21.43%</b>	<b>76,165</b>	<b>4,182</b>	<b>21.78%</b>	<b>74,090</b>	<b>3,927</b>	<b>21.26%</b>	<b>74,132</b>	<b>3,877</b>	<b>21.21%</b>
<b>Total interest-earning assets</b>	<b>97,108</b>	<b>4,244</b>	<b>17.72%</b>	<b>95,685</b>	<b>4,291</b>	<b>17.79%</b>	<b>91,852</b>	<b>4,233</b>	<b>18.28%</b>	<b>90,043</b>	<b>3,970</b>	<b>17.68%</b>	<b>89,897</b>	<b>3,913</b>	<b>17.65%</b>
<b>Non-interest-earning assets:</b>															
Cash and due from banks	1,197			1,037			877			829			802		
Allowance for loan losses	(5,608)			(5,443)			(5,125)			(4,781)			(4,408)		
Other assets	3,010			3,219			3,517			3,303			3,177		
<b>Total non-interest-earning assets</b>	<b>(1,401)</b>			<b>(1,187)</b>			<b>(731)</b>			<b>(649)</b>			<b>(429)</b>		
<b>Total assets</b>	<b>\$ 95,707</b>			<b>\$ 94,498</b>			<b>\$ 91,121</b>			<b>\$ 89,394</b>			<b>\$ 89,468</b>		
<b>Liabilities</b>															
<b>Interest-bearing liabilities:</b>															
Interest-bearing deposit accounts	\$ 56,356	\$ 249	1.79%	\$ 55,690	\$ 233	1.66%	\$ 53,294	\$ 219	1.63%	\$ 51,836	\$ 202	1.56%	\$ 51,829	\$ 194	1.52%
Borrowings of consolidated securitization entities	12,410	74	2.42%	12,425	70	2.24%	11,759	65	2.19%	12,213	63	2.07%	12,321	65	2.14%
Senior unsecured notes	8,795	79	3.64%	7,940	72	3.60%	8,251	73	3.51%	7,933	68	3.44%	7,760	67	3.50%
<b>Total interest-bearing liabilities</b>	<b>77,561</b>	<b>402</b>	<b>2.10%</b>	<b>76,055</b>	<b>375</b>	<b>1.96%</b>	<b>73,304</b>	<b>357</b>	<b>1.93%</b>	<b>71,982</b>	<b>333</b>	<b>1.86%</b>	<b>71,910</b>	<b>326</b>	<b>1.84%</b>
<b>Non-interest-bearing liabilities</b>															
Non-interest-bearing deposit accounts	300			218			232			218			240		
Other liabilities	3,570			3,716			3,154			2,752			2,995		
<b>Total non-interest-bearing liabilities</b>	<b>3,870</b>			<b>3,934</b>			<b>3,386</b>			<b>2,970</b>			<b>3,235</b>		
<b>Total liabilities</b>	<b>81,431</b>			<b>79,989</b>			<b>76,690</b>			<b>74,952</b>			<b>75,145</b>		
<b>Equity</b>															
<b>Total equity</b>	<b>14,276</b>			<b>14,509</b>			<b>14,431</b>			<b>14,442</b>			<b>14,323</b>		
<b>Total liabilities and equity</b>	<b>\$ 95,707</b>			<b>\$ 94,498</b>			<b>\$ 91,121</b>			<b>\$ 89,394</b>			<b>\$ 89,468</b>		
<b>Net interest income</b>		<b>\$ 3,842</b>			<b>\$ 3,916</b>			<b>\$ 3,876</b>			<b>\$ 3,637</b>			<b>\$ 3,587</b>	
<b>Interest rate spread<sup>(1)</sup></b>			15.62%			15.83%			16.35%			15.82%			15.81%
<b>Net interest margin<sup>(2)</sup></b>			16.05%			16.24%			16.74%			16.20%			16.18%

(1) Interest rate spread represents the difference between the yield on total interest-earning assets and the rate on total interest-bearing liabilities.

(2) Net interest margin represents net interest income divided by average interest-earning assets.

SYNCHRONY FINANCIAL

BALANCE SHEET STATISTICS

(unaudited, \$ in millions, except per share statistics)

	Quarter Ended					Mar 31, 2018 vs. Mar 31, 2017	
	Mar 31, 2018	Dec 31, 2017	Sep 30, 2017	Jun 30, 2017	Mar 31, 2017		
<b>BALANCE SHEET STATISTICS</b>							
Total common equity	\$ 14,356	\$ 14,234	\$ 14,402	\$ 14,332	\$ 14,363	\$ (7)	(0.0)%
Total common equity as a % of total assets	15.02%	14.86%	15.56%	15.73%	16.13%		(1.11)%
Tangible assets	\$ 93,788	\$ 94,068	\$ 90,785	\$ 89,362	\$ 87,232	\$ 6,556	7.5 %
Tangible common equity <sup>(1)</sup>	\$ 12,585	\$ 12,494	\$ 12,639	\$ 12,554	\$ 12,545	\$ 40	0.3 %
Tangible common equity as a % of tangible assets <sup>(1)</sup>	13.42%	13.28%	13.92%	14.05%	14.38%		(0.96)%
Tangible common equity per share <sup>(1)</sup>	\$ 16.55	\$ 16.22	\$ 16.15	\$ 15.79	\$ 15.47	\$ 1.08	7.0 %

**REGULATORY CAPITAL RATIOS<sup>(2)</sup>**

	Basel III Fully Phased-in <sup>(6)</sup>	Basel III Transition			
Total risk-based capital ratio <sup>(4)</sup>	18.1%	17.3%	18.7%	18.7%	19.3%
Tier 1 risk-based capital ratio <sup>(5)</sup>	16.8%	16.0%	17.3%	17.4%	18.0%
Tier 1 leverage ratio <sup>(6)</sup>	13.7%	13.8%	14.6%	14.8%	14.8%
Common equity Tier 1 capital ratio	16.8%	16.0%	17.3%	17.4%	18.0%
	<b>Basel III Fully Phased-in</b>				
Common equity Tier 1 capital ratio	16.8%	15.8%	17.2%	17.2%	17.7%

(1) Tangible common equity ("TCE") is a non-GAAP measure. We believe TCE is a more meaningful measure of the net asset value of the Company to investors. For corresponding reconciliation of TCE to a GAAP financial measure, see Reconciliation of Non-GAAP Measures and Calculations of Regulatory Measures.

(2) Regulatory capital metrics at March 31, 2018 are preliminary and therefore subject to change.

(3) Amounts presented do not reflect certain modifications to the regulatory capital rules proposed by the federal banking agencies in September 2017, which among other things, may increase the risk weighting of certain deferred tax assets from 100% to 250% if the proposed rule becomes effective.

(4) Total risk-based capital ratio is the ratio of total risk-based capital divided by risk-weighted assets.

(5) Tier 1 risk-based capital ratio is the ratio of Tier 1 capital divided by risk-weighted assets.

(6) Tier 1 leverage ratio is the ratio of Tier 1 capital divided by total average assets, after certain adjustments. Tier 1 leverage ratios are based upon the use of daily averages for all periods presented.

## SYNCHRONY FINANCIAL

## PLATFORM RESULTS

(unaudited, \$ in millions)

	Quarter Ended					1Q'18 vs. 1Q'17	
	Mar 31, 2018	Dec 31, 2017	Sep 30, 2017	Jun 30, 2017	Mar 31, 2017		
<b>RETAIL CARD</b>							
Purchase volume <sup>(1)(2)</sup>	\$ 23,382	\$ 29,839	\$ 26,347	\$ 27,101	\$ 22,952	\$ 430	1.9%
Period-end loan receivables	\$ 52,531	\$ 56,230	\$ 52,119	\$ 51,437	\$ 49,905	\$ 2,626	5.3%
Average loan receivables, including held for sale	\$ 53,673	\$ 53,256	\$ 51,817	\$ 50,533	\$ 50,644	\$ 3,029	6.0%
Average active accounts (in thousands) <sup>(2)(3)</sup>	55,927	56,113	54,471	54,058	55,049	878	1.6%
Interest and fees on loans <sup>(2)</sup>	\$ 3,096	\$ 3,133	\$ 3,102	\$ 2,900	\$ 2,888	\$ 208	7.2%
Other income <sup>(2)</sup>	\$ 65	\$ 49	\$ 61	\$ 25	\$ 77	\$ (12)	(15.6)%
Retailer share arrangements <sup>(2)</sup>	\$ (714)	\$ (771)	\$ (795)	\$ (657)	\$ (681)	\$ (33)	4.8%
<b>PAYMENT SOLUTIONS</b>							
Purchase volume <sup>(1)</sup>	\$ 3,823	\$ 4,366	\$ 4,178	\$ 3,930	\$ 3,686	\$ 137	3.7%
Period-end loan receivables	\$ 16,513	\$ 16,857	\$ 16,153	\$ 15,595	\$ 15,320	\$ 1,193	7.8%
Average loan receivables	\$ 16,629	\$ 16,386	\$ 15,848	\$ 15,338	\$ 15,424	\$ 1,205	7.8%
Average active accounts (in thousands) <sup>(3)</sup>	9,545	9,421	9,183	9,031	9,090	455	5.0%
Interest and fees on loans	\$ 562	\$ 574	\$ 559	\$ 533	\$ 515	\$ 47	9.1%
Other income	\$ 2	\$ 2	\$ 2	\$ 6	\$ 4	\$ (2)	(50.0)%
Retailer share arrangements	\$ (4)	\$ (5)	\$ (9)	\$ (9)	\$ (1)	\$ (3)	NM
<b>CARECREDIT</b>							
Purchase volume <sup>(1)</sup>	\$ 2,421	\$ 2,360	\$ 2,368	\$ 2,445	\$ 2,242	\$ 179	8.0%
Period-end loan receivables	\$ 8,809	\$ 8,860	\$ 8,656	\$ 8,426	\$ 8,125	\$ 684	8.4%
Average loan receivables	\$ 8,788	\$ 8,727	\$ 8,500	\$ 8,219	\$ 8,064	\$ 724	9.0%
Average active accounts (in thousands) <sup>(3)</sup>	5,851	5,814	5,677	5,546	5,490	361	6.6%
Interest and fees on loans	\$ 514	\$ 526	\$ 521	\$ 494	\$ 474	\$ 40	8.4%
Other income	\$ 8	\$ 11	\$ 13	\$ 26	\$ 12	\$ (4)	(33.3)%
Retailer share arrangements	\$ (2)	\$ (3)	\$ (1)	\$ (3)	\$ (2)	\$ —	—%
<b>TOTAL SYF</b>							
Purchase volume <sup>(1)(2)</sup>	\$ 29,626	\$ 36,565	\$ 32,893	\$ 33,476	\$ 28,880	\$ 746	2.6%
Period-end loan receivables	\$ 77,853	\$ 81,947	\$ 76,928	\$ 75,458	\$ 73,350	\$ 4,503	6.1%
Average loan receivables, including held for sale	\$ 79,090	\$ 78,369	\$ 76,165	\$ 74,090	\$ 74,132	\$ 4,958	6.7%
Average active accounts (in thousands) <sup>(2)(3)</sup>	71,323	71,348	69,331	68,635	69,629	1,694	2.4%
Interest and fees on loans <sup>(2)</sup>	\$ 4,172	\$ 4,233	\$ 4,182	\$ 3,927	\$ 3,877	\$ 295	7.6%
Other income <sup>(2)</sup>	\$ 75	\$ 62	\$ 76	\$ 57	\$ 93	\$ (18)	(19.4)%
Retailer share arrangements <sup>(2)</sup>	\$ (720)	\$ (779)	\$ (805)	\$ (669)	\$ (684)	\$ (36)	5.3%

(1) Purchase volume, or net credit sales, represents the aggregate amount of charges incurred on credit cards or other credit product accounts less returns during the period.

(2) Includes activity and balances associated with loan receivables held for sale.

(3) Active accounts represent credit card or installment loan accounts on which there has been a purchase, payment or outstanding balance in the current month.



SYNCHRONY FINANCIAL

RECONCILIATION OF NON-GAAP MEASURES AND CALCULATIONS OF REGULATORY MEASURES<sup>(1)</sup>

(unaudited, \$ in millions, except per share statistics)

	Quarter Ended				
	Mar 31, 2018	Dec 31, 2017	Sep 30, 2017	Jun 30, 2017	Mar 31, 2017
<b>COMMON EQUITY MEASURES</b>					
GAAP Total common equity	\$ 14,356	\$ 14,234	\$ 14,402	\$ 14,332	\$ 14,363
Less: Goodwill	(991)	(991)	(991)	(991)	(992)
Less: Intangible assets, net	(780)	(749)	(772)	(787)	(826)
<b>Tangible common equity</b>	<b>\$ 12,585</b>	<b>\$ 12,494</b>	<b>\$ 12,639</b>	<b>\$ 12,554</b>	<b>\$ 12,545</b>
Adjustments for certain deferred tax liabilities and certain items in accumulated comprehensive income (loss)	278	254	344	337	340
<b>Basel III - Common equity Tier 1 (fully phased-in)</b>	<b>\$ 12,863</b>	<b>\$ 12,748</b>	<b>\$ 12,983</b>	<b>\$ 12,891</b>	<b>\$ 12,885</b>
Adjustment related to capital components during transition		142	142	146	154
<b>Basel III - Common equity Tier 1 (transition)</b>		<b>\$ 12,890</b>	<b>\$ 13,125</b>	<b>\$ 13,037</b>	<b>\$ 13,039</b>
<b>RISK-BASED CAPITAL</b>					
Common equity Tier 1	\$ 12,863	\$ 12,890	\$ 13,125	\$ 13,037	\$ 13,039
Add: Allowance for loan losses includible in risk-based capital	1,015	1,064	1,001	985	954
<b>Risk-based capital</b>	<b>\$ 13,878</b>	<b>\$ 13,954</b>	<b>\$ 14,126</b>	<b>\$ 14,022</b>	<b>\$ 13,993</b>
<b>ASSET MEASURES</b>					
Total average assets	\$ 95,707	\$ 94,498	\$ 91,121	\$ 89,394	\$ 89,468
Adjustments for:					
Disallowed goodwill and other disallowed intangible assets (net of related deferred tax liabilities) and other	(1,560)	(1,392)	(1,304)	(1,325)	(1,358)
<b>Total assets for leverage purposes</b>	<b>\$ 94,147</b>	<b>\$ 93,106</b>	<b>\$ 89,817</b>	<b>\$ 88,069</b>	<b>\$ 88,110</b>
<b>Risk-weighted assets - Basel III (fully phased-in)</b>	<b>\$ 76,509</b>	<b>\$ 80,526</b>	<b>\$ 75,614</b>	<b>\$ 74,748</b>	<b>\$ 72,596</b>
<b>Risk-weighted assets - Basel III (transition)</b>		<b>\$ 80,669</b>	<b>\$ 75,729</b>	<b>\$ 74,792</b>	<b>\$ 72,627</b>
<b>TANGIBLE COMMON EQUITY PER SHARE</b>					
GAAP book value per share	\$ 18.88	\$ 18.47	\$ 18.40	\$ 18.02	\$ 17.71
Less: Goodwill	(1.30)	(1.29)	(1.27)	(1.25)	(1.22)
Less: Intangible assets, net	(1.03)	(0.96)	(0.98)	(0.98)	(1.02)
<b>Tangible common equity per share</b>	<b>\$ 16.55</b>	<b>\$ 16.22</b>	<b>\$ 16.15</b>	<b>\$ 15.79</b>	<b>\$ 15.47</b>
<b>ADJUSTED NET EARNINGS</b>					
GAAP net earnings	\$ 640	\$ 385	\$ 555	\$ 496	\$ 499
Adjustment for tax law change <sup>(2)</sup>	—	160	—	—	—
<b>Adjusted net earnings</b>	<b>\$ 640</b>	<b>\$ 545</b>	<b>\$ 555</b>	<b>\$ 496</b>	<b>\$ 499</b>
<b>ADJUSTED DILUTED EPS</b>					
GAAP diluted EPS	\$ 0.83	\$ 0.49	\$ 0.70	\$ 0.61	\$ 0.61
Adjustment for tax law change <sup>(2)</sup>	—	0.21	—	—	—
<b>Adjusted diluted EPS</b>	<b>\$ 0.83</b>	<b>\$ 0.70</b>	<b>\$ 0.70</b>	<b>\$ 0.61</b>	<b>\$ 0.61</b>

(1) Regulatory measures at March 31, 2018 are presented on an estimated basis.

(2) Adjustment to exclude the effects to Provision for income taxes in the quarter ended December 31, 2017, resulting from the Tax Act.

# 1Q'18 Financial Results

## April 20, 2018



# Disclaimers

## Cautionary Statement Regarding Forward-Looking Statements

The following slides are part of a presentation by Synchrony Financial in connection with reporting quarterly financial results. No representation is made that the information in these slides is complete. For additional information, see the earnings release and financial supplement included as exhibits to our Current Report on Form 8-K filed today and available on our website ([www.synchronyfinancial.com](http://www.synchronyfinancial.com)) and the SEC's website ([www.sec.gov](http://www.sec.gov)). All references to net earnings and net income are intended to have the same meaning.

This presentation contains certain forward-looking statements as defined in Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, which are subject to the "safe harbor" created by those sections. Forward-looking statements may be identified by words such as "expects," "intends," "anticipates," "plans," "believes," "seeks," "targets," "outlook," "estimates," "will," "should," "may" or words of similar meaning, but these words are not the exclusive means of identifying forward-looking statements. Forward-looking statements are based on management's current expectations and assumptions, and are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict. As a result, actual results could differ materially from those indicated in these forward-looking statements. Factors that could cause actual results to differ materially include global political, economic, business, competitive, market, regulatory and other factors and risks, such as: the impact of macroeconomic conditions and whether industry trends we have identified develop as anticipated; retaining existing partners and attracting new partners, concentration of our revenue in a small number of Retail Card partners, promotion and support of our products by our partners, and financial performance of our partners; cyber-attacks or other security breaches; higher borrowing costs and adverse financial market conditions impacting our funding and liquidity, and any reduction in our credit ratings; our ability to grow our deposits in the future; our ability to securitize our loan receivables, occurrence of an early amortization of our securitization facilities, loss of the right to service or subservice our securitized loan receivables, and lower payment rates on our securitized loan receivables; changes in market interest rates and the impact of any margin compression; effectiveness of our risk management processes and procedures, reliance on models which may be inaccurate or misinterpreted, our ability to manage our credit risk, the sufficiency of our allowance for loan losses and the accuracy of the assumptions or estimates used in preparing our financial statements; our ability to offset increases in our costs in retailer share arrangements; competition in the consumer finance industry; our concentration in the U.S. consumer credit market; our ability to successfully develop and commercialize new or enhanced products and services; our ability to realize the value of acquisitions and strategic investments; reductions in interchange fees; fraudulent activity; failure of third parties to provide various services that are important to our operations; disruptions in the operations of our computer systems and data centers; international risks and compliance and regulatory risks and costs associated with international operations; alleged infringement of intellectual property rights of others and our ability to protect our intellectual property; litigation and regulatory actions; damage to our reputation; our ability to attract, retain and motivate key officers and employees; tax legislation initiatives or challenges to our tax positions and/or interpretations, and state sales tax rules and regulations; a material indemnification obligation to GE under the Tax Sharing and Separation Agreement with GE if we cause the split-off from GE or certain preliminary transactions to fail to qualify for tax-free treatment or in the case of certain significant transfers of our stock following the split-off; regulation, supervision, examination and enforcement of our business by governmental authorities, the impact of the Dodd-Frank Wall Street Reform and Consumer Protection Act and the impact of the Consumer Financial Protection Bureau's regulation of our business; impact of capital adequacy rules and liquidity requirements; restrictions that limit our ability to pay dividends and repurchase our common stock, and restrictions that limit the Synchrony Bank's ability to pay dividends to us; regulations relating to privacy, information security and data protection; use of third-party vendors and ongoing third-party business relationships; and failure to comply with anti-money laundering and anti-terrorism financing laws.

For the reasons described above, we caution you against relying on any forward-looking statements, which should also be read in conjunction with the other cautionary statements that are included elsewhere in this presentation and in our public filings, including under the heading "Risk Factors" in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2017, as filed on February 22, 2018. You should not consider any list of such factors to be an exhaustive statement of all of the risks, uncertainties, or potentially inaccurate assumptions that could cause our current expectations or beliefs to change. Further, any forward-looking statement speaks only as of the date on which it is made, and we undertake no obligation to update or revise any forward-looking statement to reflect events or circumstances after the date on which the statement is made or to reflect the occurrence of unanticipated events, except as otherwise may be required by law. Differences between this presentation and the supplemental financials may occur due to rounding.

# 1Q'18 Highlights

## Financial Highlights

- \$640 million Net Earnings, \$0.83 diluted EPS
- Continued growth across the business
  - Loan Receivables up 6%
  - Net Interest Income up 7%
  - Purchase Volume up 3%
  - Average Active Accounts up 2%
- Net Charge-Offs 6.14% compared to 5.33% in the prior year
- Provision for Loan Losses up 4% primarily driven by credit normalization and growth
- Efficiency Ratio 30.9% compared to 30.3% in the prior year
- Deposits up \$5.0 billion compared to prior year, comprising 73% of funding
- Strong Capital and Liquidity
  - 16.8% CET1 & \$18.6 billion Liquid Assets
- Paid quarterly dividend of \$0.15 per share and repurchased \$410 million of common stock

## Business Highlights

Added new partnerships

### Crate&Barrel



Expanded our CareCredit network



Renewed key relationships



# Growth Metrics

## Purchase Volume

\$ in billions

+3%



## Loan Receivables

\$ in billions

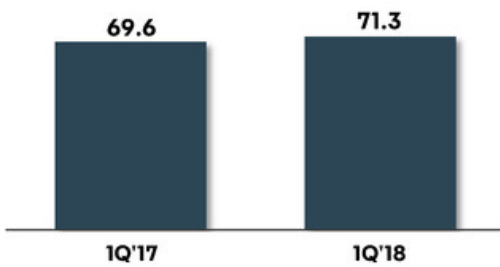
+6%



## Average Active Accounts

in millions

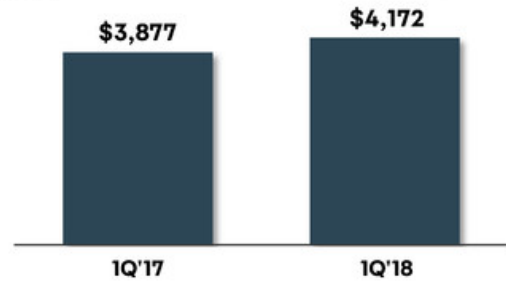
+2%



## Interest and Fees on Loans

\$ in millions

+8%



# Platform Results <sup>(c)</sup>

## Retail Card

Loan Receivables, \$ in billions



	1Q'17	1Q'18	V%
<b>Purchase Volume</b>	\$23.0	\$23.4	+2%
<b>Accounts</b>	55.0	55.9	+2%
<b>Interest and Fees on Loans</b>	\$2,888	\$3,096	+7%

- Strong Loan Receivable growth across partner programs
- Interest and Fees on Loans up 7% driven by receivable growth

## Payment Solutions

Loan Receivables, \$ in billions

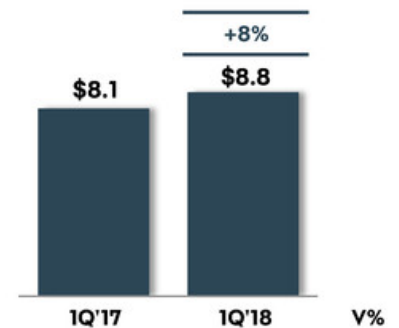


	1Q'17	1Q'18	V%
Purchase Volume	\$3.6	\$3.8	+7% <sup>(b)</sup>
Accounts	9.1	9.5	+5%
Interest and Fees on Loans	\$515	\$562	+9%

- Broad Loan Receivable growth led by home furnishing and auto
- Interest and Fees on Loans up 9% driven by receivable growth

## CareCredit

Loan Receivables, \$ in billions



	1Q'17	1Q'18	V%
Purchase Volume	\$2.2	\$2.4	+8%
Accounts	5.5	5.9	+7%
Interest and Fees on Loans	\$474	\$514	+8%

- Loan Receivable growth led by dental and veterinary
- Interest and Fees on Loans up 8% driven by receivable growth

a) Accounts represent Average Active Accounts in millions, which are credit card or installment loan accounts on which there has been a purchase, payment or outstanding balance in the current month. Purchase Volume \$ in billions and Interest and Fees on Loans \$ in millions

b) Purchase volume for Payment Solutions for 1Q'17 shown above has been adjusted to exclude purchase volume of \$0.1 billion related to hhgregg. Without adjusting for this activity, Payment Solutions purchase volume increased 4% compared to prior year

# Financial Results

## Summary Earnings Statement

\$ in millions, except ratios	1Q'18	1Q'17	B/(W)	
			\$	%
Total Interest Income	\$4,244	\$3,913	\$331	8%
Total Interest Expense	402	326	(76)	(23)%
<b>Net Interest Income (NII)</b>	<b>3,842</b>	<b>3,587</b>	<b>255</b>	<b>7%</b>
Retailer Share Arrangements (RSA)	(720)	(684)	(36)	(5)%
<b>NII, after RSA</b>	<b>3,122</b>	<b>2,903</b>	<b>219</b>	<b>8%</b>
Provision for Loan Losses	1,362	1,306	(56)	(4)%
Other Income	75	93	(18)	(19)%
Other Expense	988	908	(80)	(9)%
<b>Pre-Tax Earnings</b>	<b>847</b>	<b>782</b>	<b>65</b>	<b>8%</b>
Provision for Income Taxes	207	283	76	27%
<b>Net Earnings</b>	<b>\$640</b>	<b>\$499</b>	<b>\$141</b>	<b>28%</b>
<b>Diluted Earnings Per Share</b>	<b>\$0.83</b>	<b>\$0.61</b>	<b>\$0.22</b>	

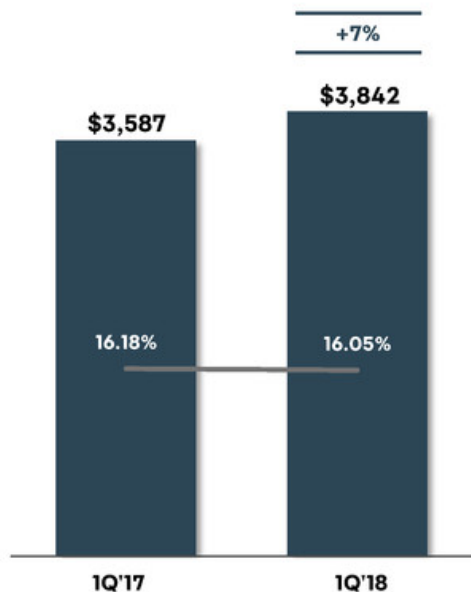
## 1Q'18 Highlights

- **\$640 million Net Earnings, \$0.83 diluted EPS**
- **Net Interest Income up 7% driven by growth in Loan Receivables**
  - Interest and Fees on Loans up 8% driven by average Loan Receivables growth
  - Interest Expense increase driven by benchmark movement and increased competition, growth and pre-funding for the PayPal credit portfolio
- **Retailer Share Arrangements up 5%**
  - Driven primarily by growth
- **Provision for Loan Losses up 4% driven by credit normalization and growth**
  - Net Charge-Offs of 6.14% compared to 5.33% in the prior year
- **Other Expense up 9%**
  - Driven primarily by growth and marketing investments
- **Provision for Income Taxes down 27%**

# Net Interest Income

## Net Interest Income

\$ in millions, % of average Interest-Earning Assets



## 1Q'18 Highlights

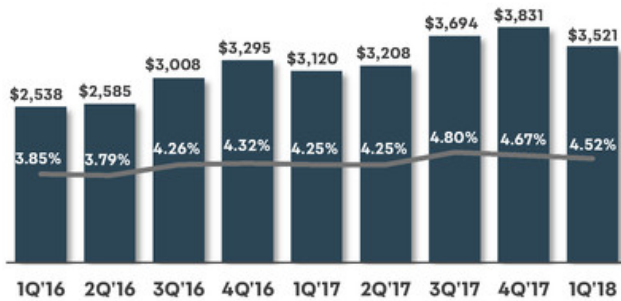
- **Net Interest Income increased 7% compared to prior year driven by growth in Loan Receivables**
  - Interest and Fees on Loans increased 8% compared to prior year driven by average Loan Receivables growth
- **Net Interest Margin down 13bps.**
  - Loan Receivables mix as a percent of total Earning Assets decreased from 82.5% to 81.4% driven primarily by pre-funding the PayPal credit portfolio
  - Loan Receivables yield 21.39%, up 18bps. versus prior year
  - Total Interest-Bearing Liabilities cost increased 26bps. to 2.10%



# Asset Quality Metrics

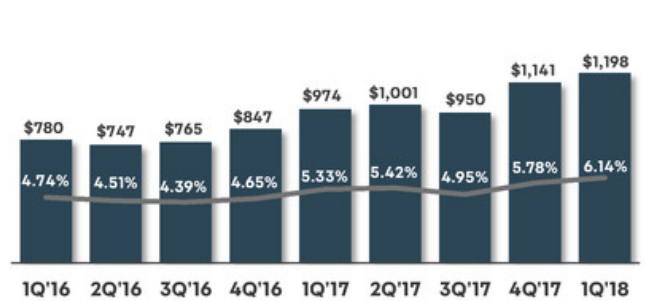
## 30+ Days Past Due

\$ in millions, % of period-end Loan Receivables



## Net Charge-Offs

\$ in millions, % of average Loan Receivables including held for sale



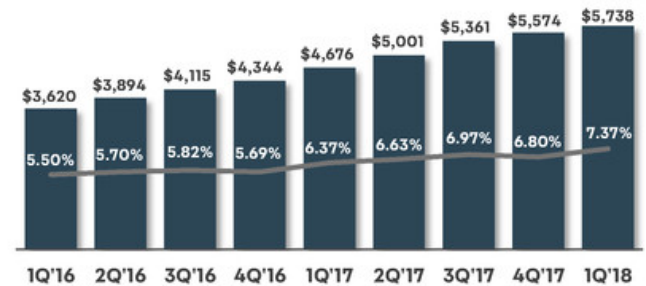
## 90+ Days Past Due

\$ in millions, % of period-end Loan Receivables



## Allowance For Loan Losses

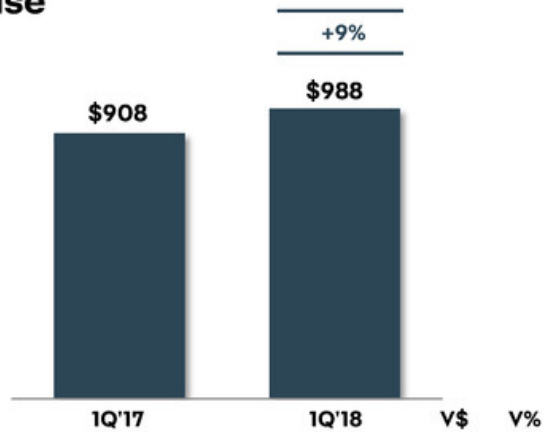
\$ in millions, % of period-end Loan Receivables



# Other Expense

## Other Expense

\$ in millions



### 1Q'18 Highlights

- **Other Expense up 9%**
  - Other Expense increase driven primarily by growth and marketing investments

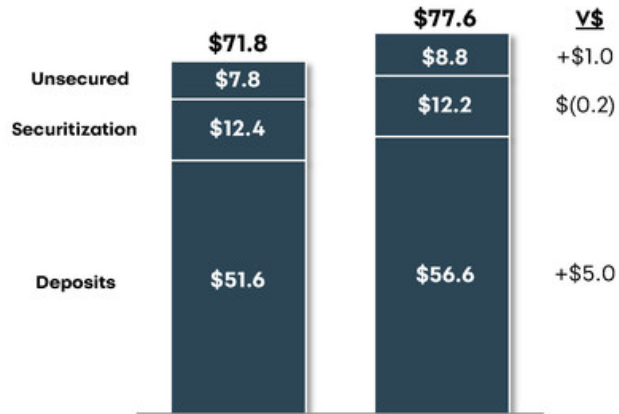
	1Q'17	1Q'18	V\$	V%
<b>Employee Costs</b>	\$323	\$358	\$35	11%
<b>Professional Fees</b>	151	166	15	10%
<b>Marketing/BD</b>	94	121	27	29%
<b>Information Processing</b>	90	104	14	16%
<b>Other</b>	250	239	(11)	(4)%
<b>Other Expense</b>	\$908	\$988	\$80	9%
<b>Efficiency<sup>(c)</sup></b>	<b>30.3%</b>	<b>30.9%</b>		<b>0.6pts.</b>

(c) "Other Expense" divided by sum of "NII, after RSA" plus "Other Income"

# Funding, Capital and Liquidity

## Funding Sources

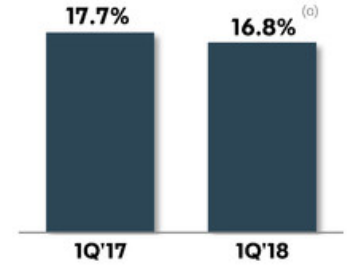
\$ in billions



	1Q'17	1Q'18	Variance
<b>Deposits</b>	72%	73%	+1pts.
<b>Securitization</b>	17%	16%	(1)pts.
<b>Unsecured</b>	11%	11%	- pts.

## Capital Ratios

Common equity Tier 1 % - Basel III fully phased-in



(a) Estimated percentages and amounts

## Liquidity<sup>(b)</sup>

\$ in billions



Liquid Assets	\$16.2	\$18.6
Undrawn Credit Facilities	5.6	6.0
<b>Total Liquidity</b>	<b>\$21.8</b>	<b>\$24.6</b>
<b>% of Total Assets</b>	<b>24.4%</b>	<b>25.7%</b>

(b) Does not include unencumbered assets in the Bank that could be pledged

# 1Q'18 Wrap Up

- Net earnings of \$640 million ... \$0.83 diluted earnings per share
- Broad based growth ... Purchase volume +3%, Loan receivables +6%, Net interest income +7%
- Added new partnerships ... Crate and Barrel, jtv, and Mahindra
- Expanded our CareCredit network with American Med Spa Association, Spa Industry Association, and AVMA relationships
- Renewed key partners ... Nationwide Marketing Group, Briggs & Stratton, and American Signature Furniture
- Fast-growing deposit platform ... deposits at \$57 billion comprising 73% of funding
- Strong balance sheet, \$18.6 billion of liquid assets and 16.8% CET1
- Completed quarterly common stock dividend of \$0.15 per share and repurchased \$410 million of shares in the quarter



*Engage with us.*





**Explanation of Non-GAAP Measures**

The information provided in this Form 8-K and exhibits includes measures which are not prepared in accordance with U.S. generally accepted accounting principles ("GAAP").

We present certain financial measures that have been adjusted to exclude the effects from the Tax Cuts and Jobs Act of 2017 (the "Tax Act"). We have adjusted net earnings and earnings per share to show these measures excluding additional tax expense incurred in the quarterly period ended December 31, 2017 related to the impact from the Tax Act. The additional tax expense was primarily due to the Tax Act's reduction in the corporate tax rate that resulted in a remeasurement of our net deferred tax asset. We also present return on assets and return on equity, adjusted to include Adjusted net earnings as the numerator for these ratios. We believe these measures help investors understand the impact of this recent law change on our reported results. The reconciliation of Adjusted net earnings and Adjusted diluted earnings per share to the comparable GAAP component is included in the detailed financial tables included in Exhibit 99.2.

We also present a measure we refer to as "tangible common equity" in this Form 8-K and exhibits. Tangible common equity itself is not a measure presented in accordance with GAAP. We believe tangible common equity is a more meaningful measure to investors of the net asset value of the Company. The reconciliation of tangible common equity to total equity reported in accordance with GAAP is included in the detailed financial tables included in Exhibit 99.2.