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

FORM 8-K

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

July 21, 2017
Date of Report
(Date of earliest event reported)

SYNCHRONY FINANCIAL
(Exact name of registrant as specified in its charter)

Delaware	001-36560	51-0483352
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

777 Long Ridge Road, Stamford, Connecticut	06902
(Address of principal executive offices)	(Zip Code)

(203) 585-2400
(Registrant's telephone number, including area code)
N/A
(Former name or former address, if changed since last report)

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 o

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. ¨

Item 2.02 Results of Operations and Financial Condition.

On July 21, 2017, Synchrony Financial (the "Company") issued a press release setting forth the Company's second quarter 2017 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:

Number	Description
99.1	Press release, dated July 21, 2017, issued by Synchrony Financial
99.2	Financial Data Supplement of the Company for the quarter ended June 30, 2017
99.3	Financial Results Presentation of the Company for the quarter ended June 30, 2017
99.4	Explanation of Non-GAAP Measures

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: July 21, 2017	By:	/s/ Jonathan Mothner
	Name:	Jonathan Mothner
	Title:	Executive Vice President, General Counsel and Secretary

EXHIBIT INDEX

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Contacts:

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For Immediate Release: July 21, 2017

Synchrony Financial Reports Second Quarter Net Earnings of $496 Million or $0.61 Per Diluted Share

STAMFORD, Conn. – Synchrony Financial (NYSE: SYF) today announced second quarter 2017 net earnings of $496 million, or $0.61 per diluted share. Highlights for the quarter included:

- Net interest income increased 13% from the second quarter of 2016 to $3.6 billion
- Loan receivables grew $7 billion, or 11%, from the second quarter of 2016 to $75 billion
- Purchase volume increased 6% from the second quarter of 2016
- Strong deposit growth continued, up $6 billion, or 14%, over the second quarter of 2016
- Signed a new partnership with zulily
- Launched new programs with Nissan and Infiniti
- Renewed relationships: MEGA Group USA, City Furniture, and National Veterinary Associates
- Announced new capital plan increasing quarterly common stock dividend to $0.15 per share and share repurchases of up to $1.64 billion of Synchrony Financial common stock

"Strong execution of our strategies yielded solid performance across our three sales platforms. Organic growth remains an important business driver and contributed meaningfully to this quarter's results. Our focus on the application and development of digital innovations is yielding results as we continue to drive strong online sales volume growth and penetration. A primary funding objective for us is growing deposits, and we continued to execute on this, achieving double-digit growth again this quarter," said Margaret Keane, President and Chief Executive Officer of Synchrony Financial. "We were pleased to announce a meaningful increase in our capital return to shareholders through dividends and share repurchases--this is a key priority, along with continued growth of the business while maintaining solid returns and a strong balance sheet."

Business and Financial Highlights for the Second Quarter of 2017

All comparisons below are for the second quarter of 2017 compared to the second quarter of 2016, unless otherwise noted.

Earnings

- Net interest income increased $425 million, or 13%, to $3.6 billion, primarily driven by strong loan receivables growth. Net interest income after retailer share arrangements increased 16%.
- Provision for loan losses increased $305 million to $1,326 million driven by credit normalization and loan receivables growth.
- Other income was down $26 million to $57 million, largely driven by an increase in loyalty programs expense.
- Other expense increased $72 million to $911 million, primarily driven by business growth.
- Net earnings totaled $496 million compared to $489 million in the second quarter of 2016.

Balance Sheet

- Period-end loan receivables growth remained strong at 11%, primarily driven by purchase volume growth of 6% and average active account growth of 5%.
- Deposits grew to $53 billion, up $6 billion, or 14%, and comprised 72% of funding compared to 71% last year.
- The Company's balance sheet remained strong with total liquidity (liquid assets and undrawn credit facilities) of $22 billion, or 24% of total assets.
- The estimated Common Equity Tier 1 ratio under Basel III subject to transition provisions was 17.4% and the estimated fully phased-in Common Equity Tier 1 ratio under Basel III was 17.2%.

Key Financial Metrics

- Return on assets was 2.2% and return on equity was 13.8%.
- Net interest margin increased 26 basis points to 16.20%.
- Efficiency ratio was 30.1%, compared to 31.9% in the second quarter of 2016, driven by strong positive operating leverage.

Credit Quality

- Loans 30+ days past due as a percentage of total period-end loan receivables were 4.25% compared to 3.79% last year.
- Net charge-offs as a percentage of total average loan receivables were 5.42% compared to 4.51% last year.
- The allowance for loan losses as a percentage of total period-end loan receivables was 6.63% compared to 5.70% last year.

Sales Platforms

- Retail Card interest and fees on loans increased 12%, driven primarily by period-end loan receivables growth of 10%. Purchase volume growth was 7% and average active account growth was 3%. Loan receivables growth was broad-based across partner programs.
- Payment Solutions interest and fees on loans increased 14%, driven primarily by period-end loan receivables growth of 11%. Purchase volume growth was 6%, adjusted to exclude the impact from the hhgregg bankruptcy, and average active account growth was 11%. Loan receivables growth was led by home furnishings and automotive.
- CareCredit interest and fees on loans increased 12%, driven primarily by period-end loan receivables growth of 11%. Purchase volume growth was 11% and average active account growth was 10%. Loan receivables growth was led by dental and veterinary.

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 in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2016, as filed February 23, 2017, and the Company's forthcoming Quarterly Report on Form 10-Q for the quarter ended June 30, 2017. 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. 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, July 21, 2017, 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, 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 22017#, and can be accessed beginning approximately two hours after the event through August 4, 2017.

About Synchrony Financial

Synchrony Financial (NYSE: SYF) is one of the nation's premier consumer financial services companies. Our roots in consumer finance trace back to 1932, and today we are the largest provider of private label credit cards in the United States based on purchase volume and receivables.* We provide a range of credit products through programs we have established with a diverse group of national and regional retailers, local merchants, manufacturers, buying groups, industry associations and healthcare service providers to help generate growth for our partners and offer financial flexibility to our customers. Through our partners' over 365,000 locations across the United States and Canada, and their websites and mobile applications, we offer our customers a variety of credit products to finance the purchase of goods and services. Synchrony Financial offers private label and co-branded Dual Card™ credit cards, promotional financing and installment lending, loyalty programs and FDIC-insured savings products through Synchrony Bank. More information can be found at www.synchronyfinancial.com, facebook.com/SynchronyFinancial,www.linkedin.com/company/synchrony-financial and twitter.com/SYFNews.

*Source: The Nilson Report (June 2017, Issue # 1112) - based on 2016 data.

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 securitize our loans, occurrence of an early amortization of our securitization facilities, loss of the right to service or subservice our securitized loans, and lower payment rates on our securitized loans; our ability to grow our deposits in the future; 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 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 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, 2016, as filed on February 23, 2017. 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.

Non-GAAP Measures

The information provided herein includes measures we refer to as “tangible common equity” and certain capital ratios, 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							Six Months Ended			
	Jun 30, 2017	**Mar 31, 2017**	**Dec 31, 2016**	**Sep 30, 2016**	**Jun 30, 2016**	**2Q'17 vs. 2Q'16**		**Jun 30, 2017**	**Jun 30, 2016**	**YTD'17 vs. YTD'16**	
EARNINGS											
Net interest income	$ 3,637	$ 3,587	$ 3,628	$ 3,481	$ 3,212	$ 425	13.2 %	$ 7,224	$ 6,421	$ 803	12.5 %
Retailer share arrangements	(669)	(684)	(811)	(757)	(664)	(5)	0.8 %	(1,353)	(1,334)	(19)	1.4 %
Net interest income, after retailer share arrangements	2,968	2,903	2,817	2,724	2,548	420	16.5 %	5,871	5,087	784	15.4 %
Provision for loan losses	1,326	1,306	1,076	986	1,021	305	29.9 %	2,632	1,924	708	36.8 %
Net interest income, after retailer share arrangements and provision for loan losses	1,642	1,597	1,741	1,738	1,527	115	7.5 %	3,239	3,163	76	2.4 %
Other income	57	93	85	84	83	(26)	(31.3)%	150	175	(25)	(14.3)%
Other expense	911	908	918	859	839	72	8.6 %	1,819	1,639	180	11.0 %
Earnings before provision for income taxes	788	782	908	963	771	17	2.2 %	1,570	1,699	(129)	(7.6)%
Provision for income taxes	292	283	332	359	282	10	3.5 %	575	628	(53)	(8.4)%
Net earnings	$ 496	$ 499	$ 576	$ 604	$ 489	$ 7	1.4 %	$ 995	$ 1,071	$ (76)	(7.1)%
Net earnings attributable to common stockholders	$ 496	$ 499	$ 576	$ 604	$ 489	$ 7	1.4 %	$ 995	$ 1,071	$ (76)	(7.1)%
COMMON SHARE STATISTICS											
Basic EPS	$ 0.62	$ 0.61	$ 0.70	$ 0.73	$ 0.59	$ 0.03	5.1 %	$ 1.23	$ 1.28	$ (0.05)	(3.9)%
Diluted EPS	$ 0.61	$ 0.61	$ 0.70	$ 0.73	$ 0.58	$ 0.03	5.2 %	$ 1.23	$ 1.28	$ (0.05)	(3.9)%
Dividend declared per share	$ 0.13	$ 0.13	$ 0.13	$ 0.13	$ —	$ 0.13	NM	$ 0.26	$ —	$ 0.26	NM
Common stock price	$ 29.82	$ 34.30	$ 36.27	$ 28.00	$ 25.28	$ 4.54	18.0 %	$ 29.82	$ 25.28	$ 4.54	18.0 %
Book value per share	$ 18.02	$ 17.71	$ 17.37	$ 16.94	$ 16.45	$ 1.57	9.5 %	$ 18.02	$ 16.45	$ 1.57	9.5 %
Tangible common equity per share(1)	$ 15.79	$ 15.47	$ 15.34	$ 14.90	$ 14.46	$ 1.33	9.2 %	$ 15.79	$ 14.46	$ 1.33	9.2 %
Beginning common shares outstanding	810.8	817.4	825.5	833.9	833.8	(23.0)	(2.8)%	817.4	833.8	(16.4)	(2.0)%
Issuance of common shares	—	—	—	—	—	—	— %	—	—	—	— %
Stock-based compensation	0.2	—	—	0.1	0.1	0.1	100.0 %	0.2	0.1	0.1	100.0 %
Shares repurchased	(15.7)	(6.6)	(8.1)	(8.5)	—	(15.7)	NM	(22.3)	—	(22.3)	NM
Ending common shares outstanding	795.3	810.8	817.4	825.5	833.9	(38.6)	(4.6)%	795.3	833.9	(38.6)	(4.6)%
Weighted average common shares outstanding	804.0	813.1	820.5	828.4	833.9	(29.9)	(3.6)%	808.5	833.9	(25.4)	(3.0)%
Weighted average common shares outstanding (fully diluted)	807.4	817.1	823.8	830.6	836.2	(28.8)	(3.4)%	812.2	835.8	(23.6)	(2.8)%

(1) 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							Six Months Ended			
	Jun 30, 2017	**Mar 31, 2017**	**Dec 31, 2016**	**Sep 30, 2016**	**Jun 30, 2016**	**2Q'17 vs. 2Q'16**		**Jun 30, 2017**	**Jun 30, 2016**	**YTD'17 vs. YTD'16**	
PERFORMANCE METRICS											
Return on assets(1)	2.2%	2.3%	2.6%	2.8%	2.4%		(0.2)%	2.2%	2.6%		(0.4)%
Return on equity(2)	13.8%	14.1%	16.2%	17.3%	14.5%		(0.7)%	14.0%	16.3%		(2.3)%
Return on tangible common equity(3)	15.7%	16.1%	18.4%	19.6%	16.5%		(0.8)%	15.9%	18.6%		(2.7)%
Net interest margin(4)	16.20%	16.18%	16.26%	16.34%	15.94%		0.26 %	16.19%	15.89%		0.30 %
Efficiency ratio(5)	30.1%	30.3%	31.6%	30.6%	31.9%		(1.8)%	30.2%	31.1%		(0.9)%
Other expense as a % of average loan receivables, including held for sale	4.93%	4.97%	5.04%	4.93%	5.07%		(0.14)%	4.95%	4.97%		(0.02)%
Effective income tax rate	37.1%	36.2%	36.6%	37.3%	36.6%		0.5 %	36.6%	37.0%		(0.4)%
CREDIT QUALITY METRICS											
Net charge-offs as a % of average loan receivables, including held for sale	5.42%	5.33%	4.65%	4.39%	4.51%		0.91 %	5.37%	4.63%		0.74 %
30+ days past due as a % of period-end loan receivables(6)	4.25%	4.25%	4.32%	4.26%	3.79%		0.46 %	4.25%	3.79%		0.46 %
90+ days past due as a % of period-end loan receivables(6)	1.90%	2.06%	2.03%	1.89%	1.67%		0.23 %	1.90%	1.67%		0.23 %
Net charge-offs	$ 1,001	$ 974	$ 847	$ 765	$ 747	$ 254	34.0 %	$ 1,975	$ 1,527	$ 448	29.3 %
Loan receivables delinquent over 30 days(6)	$ 3,208	$ 3,120	$ 3,295	$ 3,008	$ 2,585	$ 623	24.1 %	$ 3,208	$ 2,585	$ 623	24.1 %
Loan receivables delinquent over 90 days(6)	$ 1,435	$ 1,508	$ 1,546	$ 1,334	$ 1,143	$ 292	25.5 %	$ 1,435	$ 1,143	$ 292	25.5 %
Allowance for loan losses (period-end)	$ 5,001	$ 4,676	$ 4,344	$ 4,115	$ 3,894	$ 1,107	28.4 %	$ 5,001	$ 3,894	$ 1,107	28.4 %
Allowance coverage ratio(7)	6.63%	6.37%	5.69%	5.82%	5.70%		0.93 %	6.63%	5.70%		0.93 %
BUSINESS METRICS											
Purchase volume(8)	$ 33,476	$ 28,880	$ 35,369	$ 31,615	$ 31,507	$ 1,969	6.2 %	$ 62,356	$ 58,484	$ 3,872	6.6 %
Period-end loan receivables	$ 75,458	$ 73,350	$ 76,337	$ 70,644	$ 68,282	$ 7,176	10.5 %	$ 75,458	$ 68,282	$ 7,176	10.5 %
Credit cards	$ 72,492	$ 70,587	$ 73,580	$ 67,858	$ 65,511	$ 6,981	10.7 %	$ 72,492	$ 65,511	$ 6,981	10.7 %
Consumer installment loans	$ 1,514	$ 1,411	$ 1,384	$ 1,361	$ 1,293	$ 221	17.1 %	$ 1,514	$ 1,293	$ 221	17.1 %
Commercial credit products	$ 1,386	$ 1,311	$ 1,333	$ 1,385	$ 1,389	$ (3)	(0.2)%	$ 1,386	$ 1,389	$ (3)	(0.2)%
Other	$ 66	$ 41	$ 40	$ 40	$ 89	$ (23)	(25.8)%	$ 66	$ 89	$ (23)	(25.8)%
Average loan receivables, including held for sale	$ 74,090	$ 74,132	$ 72,476	$ 69,316	$ 66,561	$ 7,529	11.3 %	$ 74,111	$ 66,377	$ 7,734	11.7 %
Period-end active accounts (in thousands)(9)	69,277	67,905	71,890	66,781	66,491	2,786	4.2 %	69,277	66,491	2,786	4.2 %
Average active accounts (in thousands)(9)	68,635	69,629	68,701	66,639	65,531	3,104	4.7 %	69,307	65,996	3,311	5.0 %
LIQUIDITY											
Liquid assets											
Cash and equivalents	$ 12,020	$ 11,392	$ 9,321	$ 13,588	$ 11,787	$ 233	2.0 %	$ 12,020	$ 11,787	$ 233	2.0 %
Total liquid assets	$ 15,274	$ 16,158	$ 13,612	$ 16,362	$ 13,956	$ 1,318	9.4 %	$ 15,274	$ 13,956	$ 1,318	9.4 %
Undrawn credit facilities											
Undrawn credit facilities	$ 6,650	$ 5,600	$ 6,700	$ 7,150	$ 7,025	$ (375)	(5.3)%	$ 6,650	$ 7,025	$ (375)	(5.3)%
Total liquid assets and undrawn credit facilities	$ 21,924	$ 21,758	$ 20,312	$ 23,512	$ 20,981	$ 943	4.5 %	$ 21,924	$ 20,981	$ 943	4.5 %
Liquid assets % of total assets	16.76%	18.14%	15.09%	18.77%	16.94%		(0.18)%	16.76%	16.94%		(0.18)%
Liquid assets including undrawn credit facilities % of total assets	24.06%	24.43%	22.52%	26.98%	25.47%		(1.41)%	24.06%	25.47%		(1.41)%

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

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

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

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

(8) 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.

(9) 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							Six Months Ended			
	Jun 30, 2017	Mar 31, 2017	Dec 31, 2016	Sep 30, 2016	Jun 30, 2016	2Q'17 vs. 2Q'16		Jun 30, 2017	Jun 30, 2016	YTD'17 vs. YTD'16	
Interest income:											
Interest and fees on loans	$ 3,927	$ 3,877	$ 3,919	$ 3,771	$ 3,494	$ 433	12.4 %	$ 7,804	$ 6,992	$ 812	11.6 %
Interest on investment securities	43	36	28	25	21	22	104.8 %	79	43	36	83.7 %
Total interest income	3,970	3,913	3,947	3,796	3,515	455	12.9 %	7,883	7,035	848	12.1 %
Interest expense:											
Interest on deposits	202	194	188	188	179	23	12.8 %	396	351	45	12.8 %
Interest on borrowings of consolidated securitization entities	63	65	64	63	59	4	6.8 %	128	117	11	9.4 %
Interest on third-party debt	68	67	67	64	65	3	4.6 %	135	146	(11)	(7.5)%
Total interest expense	333	326	319	315	303	30	9.9 %	659	614	45	7.3 %
Net interest income	3,637	3,587	3,628	3,481	3,212	425	13.2 %	7,224	6,421	803	12.5 %
Retailer share arrangements	(669)	(684)	(811)	(757)	(664)	(5)	0.8 %	(1,353)	(1,334)	(19)	1.4 %
Net interest income, after retailer share arrangements	2,968	2,903	2,817	2,724	2,548	420	16.5 %	5,871	5,087	784	15.4 %
Provision for loan losses	1,326	1,306	1,076	986	1,021	305	29.9 %	2,632	1,924	708	36.8 %
Net interest income, after retailer share arrangements and provision for loan losses	1,642	1,597	1,741	1,738	1,527	115	7.5 %	3,239	3,163	76	2.4 %
Other income:											
Interchange revenue	165	145	167	154	151	14	9.3 %	310	281	29	10.3 %
Debt cancellation fees	68	68	68	67	63	5	7.9 %	136	127	9	7.1 %
Loyalty programs	(206)	(137)	(157)	(145)	(135)	(71)	52.6 %	(343)	(245)	(98)	40.0 %
Other	30	17	7	8	4	26	NM	47	12	35	NM
Total other income	57	93	85	84	83	(26)	(31.3)%	150	175	(25)	(14.3)%
Other expense:											
Employee costs	321	325	315	311	301	20	6.6 %	646	581	65	11.2 %
Professional fees	158	151	164	174	154	4	2.6 %	309	300	9	3.0 %
Marketing and business development	124	94	130	92	107	17	15.9 %	218	201	17	8.5 %
Information processing	88	90	88	87	81	7	8.6 %	178	163	15	9.2 %
Other	220	248	221	195	196	24	12.2 %	468	394	74	18.8 %
Total other expense	911	908	918	859	839	72	8.6 %	1,819	1,639	180	11.0 %
Earnings before provision for income taxes	788	782	908	963	771	17	2.2 %	1,570	1,699	(129)	(7.6)%
Provision for income taxes	292	283	332	359	282	10	3.5 %	575	628	(53)	(8.4)%
Net earnings attributable to common shareholders	$ 496	$ 499	$ 576	$ 604	$ 489	$ 7	1.4 %	$ 995	$ 1,071	$ (76)	(7.1)%

SYNCHRONY FINANCIAL

STATEMENTS OF FINANCIAL POSITION

(unaudited, $ in millions)

	Quarter Ended						
	Jun 30, 2017	**Mar 31, 2017**	**Dec 31, 2016**	**Sep 30, 2016**	**Jun 30, 2016**	**Jun 30, 2017 vs. Jun 30, 2016**	
Assets							
Cash and equivalents	$ 12,020	$ 11,392	$ 9,321	$ 13,588	$ 11,787	$ 233	2.0 %
Investment securities	3,997	5,328	5,110	3,356	2,723	1,274	46.8 %
Loan receivables:							
Unsecuritized loans held for investment	52,550	50,398	52,332	47,517	44,854	7,696	17.2 %
Restricted loans of consolidated securitization entities	22,908	22,952	24,005	23,127	23,428	(520)	(2.2)%
Total loan receivables	75,458	73,350	76,337	70,644	68,282	7,176	10.5 %
Less: Allowance for loan losses	(5,001)	(4,676)	(4,344)	(4,115)	(3,894)	(1,107)	28.4 %
Loan receivables, net	70,457	68,674	71,993	66,529	64,388	6,069	9.4 %
Goodwill	991	992	949	949	949	42	4.4 %
Intangible assets, net	787	826	712	733	704	83	11.8 %
Other assets	2,888	1,838	2,122	2,004	1,833	1,055	57.6 %
Total assets	$ 91,140	$ 89,050	$ 90,207	$ 87,159	$ 82,384	$ 8,756	10.6 %
Liabilities and Equity							
Deposits:							
Interest-bearing deposit accounts	$ 52,659	$ 51,359	$ 51,896	$ 49,611	$ 46,220	$ 6,439	13.9 %
Non-interest-bearing deposit accounts	226	246	159	204	207	19	9.2 %
Total deposits	52,885	51,605	52,055	49,815	46,427	6,458	13.9 %
Borrowings:							
Borrowings of consolidated securitization entities	12,204	12,433	12,388	12,411	12,236	(32)	(0.3)%
Bank term loan	—	—	—	—	—	—	— %
Senior unsecured notes	8,505	7,761	7,759	7,756	7,059	1,446	20.5 %
Total borrowings	20,709	20,194	20,147	20,167	19,295	1,414	7.3 %
Accrued expenses and other liabilities	3,214	2,888	3,809	3,196	2,947	267	9.1 %
Total liabilities	76,808	74,687	76,011	73,178	68,669	8,139	11.9 %
Equity:							
Common stock	1	1	1	1	1	—	— %
Additional paid-in capital	9,415	9,405	9,393	9,381	9,370	45	0.5 %
Retained earnings	6,109	5,724	5,330	4,861	4,364	1,745	40.0 %
Accumulated other comprehensive income:	(49)	(55)	(53)	(24)	(20)	(29)	145.0 %
Treasury Stock	(1,144)	(712)	(475)	(238)	—	(1,144)	NM
Total equity	14,332	14,363	14,196	13,981	13,715	617	4.5 %
Total liabilities and equity	$ 91,140	$ 89,050	$ 90,207	$ 87,159	$ 82,384	$ 8,756	10.6 %

SYNCHRONY FINANCIAL

AVERAGE BALANCES, NET INTEREST INCOME AND NET INTEREST MARGIN

(unaudited, $ in millions)

	Quarter Ended														
	Jun 30, 2017			Mar 31, 2017			Dec 31, 2016			Sep 30, 2016			Jun 30, 2016		
	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
Assets															
Interest-earning assets:															
Interest-earning cash and equivalents	$ 10,758	$ 28	1.04%	$ 10,552	$ 21	0.81%	$ 12,210	$ 17	0.55%	$ 12,480	$ 16	0.51%	$ 11,623	$ 14	0.48%
Securities available for sale	5,195	15	1.16%	5,213	15	1.17%	4,076	11	1.07%	2,960	9	1.21%	2,858	7	0.99%
Loan receivables:															
Credit cards, including held for sale	71,206	3,858	21.73%	71,365	3,811	21.66%	69,660	3,851	21.99%	66,519	3,705	22.16%	63,876	3,432	21.61%
Consumer installment loans	1,461	34	9.33%	1,389	32	9.34%	1,373	31	8.98%	1,333	31	9.25%	1,233	28	9.13%
Commercial credit products	1,378	34	9.90%	1,317	34	10.47%	1,386	36	10.33%	1,401	35	9.94%	1,388	33	9.56%
Other	45	1	NM	61	—	—%	57	1	NM	63	—	—%	64	1	NM
Total loan receivables, including held for sale	74,090	3,927	21.26%	74,132	3,877	21.21%	72,476	3,919	21.51%	69,316	3,771	21.64%	66,561	3,494	21.11%
Total interest-earning assets	90,043	3,970	17.68%	89,897	3,913	17.65%	88,762	3,947	17.69%	84,756	3,796	17.82%	81,042	3,515	17.44%
Non-interest-earning assets:															
Cash and due from banks	829			802			739			862			895		
Allowance for loan losses	(4,781)			(4,408)			(4,228)			(3,933)			(3,732)		
Other assets	3,303			3,177			3,479			3,189			3,208		
Total non-interest-earning assets	(649)			(429)			(10)			118			371		
Total assets	$ 89,394			$ 89,468			$ 88,752			$ 84,874			$ 81,413		
Liabilities															
Interest-bearing liabilities:															
Interest-bearing deposit accounts	$ 51,836	$ 202	1.56%	$ 51,829	$ 194	1.52%	$ 51,006	$ 188	1.47%	$ 47,895	$ 188	1.56%	$ 45,523	$ 179	1.58%
Borrowings of consolidated securitization entities	12,213	63	2.07%	12,321	65	2.14%	12,389	64	2.06%	12,254	63	2.05%	12,211	59	1.94%
Bank term loan	—	—	—%	—	—	—%	—	—	—%	—	—	—%	65	7	NM
Senior unsecured notes	7,933	68	3.44%	7,760	67	3.50%	7,757	67	3.44%	7,448	64	3.42%	6,861	58	3.40%
Total interest-bearing liabilities	71,982	333	1.86%	71,910	326	1.84%	71,152	319	1.78%	67,597	315	1.85%	64,660	303	1.88%
Non-interest-bearing liabilities															
Non-interest-bearing deposit accounts	218			240			176			204			208		
Other liabilities	2,752			2,995			3,321			3,175			3,002		
Total non-interest-bearing liabilities	2,970			3,235			3,497			3,379			3,210		
Total liabilities	74,952			75,145			74,649			70,976			67,870		
Equity															
Total equity	14,442			14,323			14,103			13,898			13,543		
Total liabilities and equity	$ 89,394			$ 89,468			$ 88,752			$ 84,874			$ 81,413		
Net interest income		$ 3,637			$ 3,587			$ 3,628			$ 3,481			$ 3,212	
Interest rate spread(1)			15.82%			15.81%			15.91%			15.97%			15.56%
Net interest margin(2)			16.20%			16.18%			16.26%			16.34%			15.94%

(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

AVERAGE BALANCES, NET INTEREST INCOME AND NET INTEREST MARGIN

(unaudited, $ in millions)

	Six Months Ended Jun 30, 2017			Six Months Ended Jun 30, 2016		
	Average Balance	**Interest Income/ Expense**	**Average Yield/ Rate**	**Average Balance**	**Interest Income/ Expense**	**Average Yield/ Rate**
Assets						
Interest-earning assets:						
Interest-earning cash and equivalents	$ 10,656	$ 49	0.93%	$ 11,957	$ 30	0.50%
Securities available for sale	5,204	30	1.16%	2,918	13	0.90%
Loan receivables:						
Credit cards, including held for sale	71,285	7,669	21.69%	63,781	6,868	21.65%
Consumer installment loans	1,425	66	9.34%	1,194	55	9.26%
Commercial credit products	1,348	68	10.17%	1,350	68	10.13%
Other	53	1	3.80%	52	1	3.87%
Total loan receivables, including held for sale	74,111	7,804	21.23%	66,377	6,992	21.18%
Total interest-earning assets	89,971	7,883	17.67%	81,252	7,035	17.41%
Non-interest-earning assets:						
Cash and due from banks	816			1,131		
Allowance for loan losses	(4,595)			(3,661)		
Other assets	3,239			3,240		
Total non-interest-earning assets	(540)			710		
Total assets	$ 89,431			$ 81,962		
Liabilities						
Interest-bearing liabilities:						
Interest-bearing deposit accounts	$ 51,833	$ 396	1.54%	$ 44,914	$ 351	1.57%
Borrowings of consolidated securitization entities	12,267	128	2.10%	12,535	117	1.88%
Bank term loan(1)	—	—	—%	1,118	31	5.58%
Senior unsecured notes	7,847	135	3.47%	6,709	115	3.45%
Total interest-bearing liabilities	71,947	659	1.85%	65,276	614	1.89%
Non-interest-bearing liabilities						
Non-interest-bearing deposit accounts	229			221		
Other liabilities	2,872			3,229		
Total non-interest-bearing liabilities	3,101			3,450		
Total liabilities	75,048			68,726		
Equity						
Total equity	14,383			13,236		
Total liabilities and equity	$ 89,431			$ 81,962		
Net interest income		$ 7,224			$ 6,421	
Interest rate spread(2)			15.82%			15.52%
Net interest margin(3)			16.19%			15.89%

(1) The effective interest rate for the Bank term loan for the 6 months ended June 30, 2016 was 2.48%. The Bank term loan effective rate excludes the impact of charges incurred in connection with prepayments of the loan.

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

(3) 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						
	Jun 30, 2017	**Mar 31, 2017**	**Dec 31, 2016**	**Sep 30, 2016**	**Jun 30, 2016**	**Jun 30, 2017 vs. Jun 30, 2016**	
BALANCE SHEET STATISTICS							
Total common equity	$ 14,332	$ 14,363	$ 14,196	$ 13,981	$ 13,715	$ 617	4.5 %
Total common equity as a % of total assets	15.73%	16.13%	15.74%	16.04%	16.65%		(0.92)%
Tangible assets	$ 89,362	$ 87,232	$ 88,546	$ 85,477	$ 80,731	$ 8,631	10.7 %
Tangible common equity[1]	$ 12,554	$ 12,545	$ 12,535	$ 12,299	$ 12,062	$ 492	4.1 %
Tangible common equity as a % of tangible assets[1]	14.05%	14.38%	14.16%	14.39%	14.94%		(0.89)%
Tangible common equity per share[1]	$ 15.79	$ 15.47	$ 15.34	$ 14.90	$ 14.46	$ 1.33	9.2 %
REGULATORY CAPITAL RATIOS[2]							
	Basel III Transition						
Total risk-based capital ratio[3]	18.7%	19.3%	18.5%	19.5%	19.8%		
Tier 1 risk-based capital ratio[4]	17.4%	18.0%	17.2%	18.2%	18.5%		
Tier 1 leverage ratio[5]	14.8%	14.8%	15.0%	15.4%	15.7%		
Common equity Tier 1 capital ratio[6]	17.4%	18.0%	17.2%	18.2%	18.5%		
	Basel III Fully Phased-in						
Common equity Tier 1 capital ratio[6]	17.2%	17.7%	17.0%	17.9%	18.0%		

(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 June 30, 2017 are preliminary and therefore subject to change.

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

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

(5) 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.

(6) Common equity Tier 1 capital ratio is the ratio of common equity Tier 1 capital to total risk-weighted assets, each as calculated under Basel III rules. Common equity Tier 1 capital ratio (fully phased-in) is a preliminary estimate reflecting management's interpretation of the final Basel III rules adopted in July 2013 by the Federal Reserve Board, which have not been fully implemented, and our estimate and interpretations are subject to, among other things, ongoing regulatory review and implementation guidance.

SYNCHRONY FINANCIAL

PLATFORM RESULTS

(unaudited, $ in millions)

	Quarter Ended							Six Months Ended			
	Jun 30, 2017	Mar 31, 2017	Dec 31, 2016	Sep 30, 2016	Jun 30, 2016	2Q'17 vs. 2Q'16		Jun 30, 2017	Jun 30, 2016	YTD'17 vs. YTD'16	
RETAIL CARD											
Purchase volume(1)(2)	$ 27,101	$ 22,952	$ 28,996	$ 25,285	$ 25,411	$ 1,690	6.7 %	$ 50,053	$ 46,961	$ 3,092	6.6 %
Period-end loan receivables	$ 51,437	$ 49,905	$ 52,701	$ 48,010	$ 46,705	$ 4,732	10.1 %	$ 51,437	$ 46,705	$ 4,732	10.1 %
Average loan receivables, including held for sale	$ 50,533	$ 50,644	$ 49,476	$ 47,274	$ 45,593	$ 4,940	10.8 %	$ 50,588	$ 45,536	$ 5,052	11.1 %
Average active accounts (in thousands)(2)(3)	54,058	55,049	54,489	52,959	52,314	1,744	3.3 %	54,729	52,798	1,931	3.7 %
Interest and fees on loans(2)	$ 2,900	$ 2,888	$ 2,909	$ 2,790	$ 2,585	$ 315	12.2 %	$ 5,788	$ 5,199	$ 589	11.3 %
Other income(2)	$ 25	$ 77	$ 70	$ 70	$ 69	$ (44)	(63.8)%	$ 102	$ 148	$ (46)	(31.1)%
Retailer share arrangements(2)	$ (657)	$ (681)	$ (801)	$ (752)	$ (656)	$ (1)	0.2 %	$ (1,338)	$ (1,317)	$ (21)	1.6 %
PAYMENT SOLUTIONS											
Purchase volume(1)	$ 3,930	$ 3,686	$ 4,194	$ 4,152	$ 3,903	$ 27	0.7 %	$ 7,616	$ 7,295	$ 321	4.4 %
Period-end loan receivables	$ 15,595	$ 15,320	$ 15,567	$ 14,798	$ 13,997	$ 1,598	11.4 %	$ 15,595	$ 13,997	$ 1,598	11.4 %
Average loan receivables	$ 15,338	$ 15,424	$ 15,076	$ 14,367	$ 13,554	$ 1,784	13.2 %	$ 15,381	$ 13,492	$ 1,889	14.0 %
Average active accounts (in thousands)(3)	9,031	9,090	8,844	8,461	8,153	878	10.8 %	9,061	8,148	913	11.2 %
Interest and fees on loans	$ 533	$ 515	$ 523	$ 505	$ 467	$ 66	14.1 %	$ 1,048	$ 924	$ 124	13.4 %
Other income	$ 6	$ 4	$ 3	$ 3	$ 3	$ 3	100.0 %	$ 10	$ 7	$ 3	42.9 %
Retailer share arrangements	$ (9)	$ (1)	$ (9)	$ (3)	$ (7)	$ (2)	28.6 %	$ (10)	$ (14)	$ 4	(28.6)%
CARECREDIT											
Purchase volume(1)	$ 2,445	$ 2,242	$ 2,179	$ 2,178	$ 2,193	$ 252	11.5 %	$ 4,687	$ 4,228	$ 459	10.9 %
Period-end loan receivables	$ 8,426	$ 8,125	$ 8,069	$ 7,836	$ 7,580	$ 846	11.2 %	$ 8,426	$ 7,580	$ 846	11.2 %
Average loan receivables	$ 8,219	$ 8,064	$ 7,924	$ 7,675	$ 7,414	$ 805	10.9 %	$ 8,142	$ 7,349	$ 793	10.8 %
Average active accounts (in thousands)(3)	5,546	5,490	5,368	5,219	5,064	482	9.5 %	5,517	5,050	467	9.2 %
Interest and fees on loans	$ 494	$ 474	$ 487	$ 476	$ 442	$ 52	11.8 %	$ 968	$ 869	$ 99	11.4 %
Other income	$ 26	$ 12	$ 12	$ 11	$ 11	$ 15	136.4 %	$ 38	$ 20	$ 18	90.0 %
Retailer share arrangements	$ (3)	$ (2)	$ (1)	$ (2)	$ (1)	$ (2)	NM	$ (5)	$ (3)	$ (2)	66.7 %
TOTAL SYF											
Purchase volume(1)(2)	$ 33,476	$ 28,880	$ 35,369	$ 31,615	$ 31,507	$ 1,969	6.2 %	$ 62,356	$ 58,484	$ 3,872	6.6 %
Period-end loan receivables	$ 75,458	$ 73,350	$ 76,337	$ 70,644	$ 68,282	$ 7,176	10.5 %	$ 75,458	$ 68,282	$ 7,176	10.5 %
Average loan receivables, including held for sale	$ 74,090	$ 74,132	$ 72,476	$ 69,316	$ 66,561	$ 7,529	11.3 %	$ 74,111	$ 66,377	$ 7,734	11.7 %
Average active accounts (in thousands)(2)(3)	68,635	69,629	68,701	66,639	65,531	3,104	4.7 %	69,307	65,996	3,311	5.0 %
Interest and fees on loans(2)	$ 3,927	$ 3,877	$ 3,919	$ 3,771	$ 3,494	$ 433	12.4 %	$ 7,804	$ 6,992	$ 812	11.6 %
Other income(2)	$ 57	$ 93	$ 85	$ 84	$ 83	$ (26)	(31.3)%	$ 150	$ 175	$ (25)	(14.3)%
Retailer share arrangements(2)	$ (669)	$ (684)	$ (811)	$ (757)	$ (664)	$ (5)	0.8 %	$ (1,353)	$ (1,334)	$ (19)	1.4 %

(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(1)

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

	Quarter Ended				
	Jun 30, 2017	**Mar 31, 2017**	**Dec 31, 2016**	**Sep 30, 2016**	**Jun 30, 2016**
COMMON EQUITY MEASURES					
GAAP Total common equity	$ 14,332	$ 14,363	$ 14,196	$ 13,981	$ 13,715
Less: Goodwill	(991)	(992)	(949)	(949)	(949)
Less: Intangible assets, net	(787)	(826)	(712)	(733)	(704)
Tangible common equity	$ 12,554	$ 12,545	$ 12,535	$ 12,299	$ 12,062
Adjustments for certain deferred tax liabilities and certain items in accumulated comprehensive income (loss)	337	340	337	299	282
Basel III - Common equity Tier 1 (fully phased-in)	$ 12,891	$ 12,885	$ 12,872	$ 12,598	$ 12,344
Adjustment related to capital components during transition	146	154	263	273	266
Basel III - Common equity Tier I (transition)	$ 13,037	$ 13,039	$ 13,135	$ 12,871	$ 12,610
RISK-BASED CAPITAL					
Common equity Tier 1	$ 13,037	$ 13,039	$ 13,135	$ 12,871	$ 12,610
Add: Allowance for loan losses includible in risk-based capital	985	954	994	923	890
Risk-based capital	$ 14,022	$ 13,993	$ 14,129	$ 13,794	$ 13,500
ASSET MEASURES					
Total average assets(2)	$ 89,394	$ 89,468	$ 88,752	$ 84,874	$ 81,413
Adjustments for:					
Disallowed goodwill, other disallowed intangible assets (net of related deferred tax liabilities) and other	(1,325)	(1,358)	(1,059)	(1,117)	(1,113)
Total assets for leverage purposes	$ 88,069	$ 88,110	$ 87,693	$ 83,757	$ 80,300
Risk-weighted assets - Basel III (fully phased-in)(3)	$ 74,748	$ 72,596	$ 75,941	$ 70,448	$ 68,462
Risk-weighted assets - Basel III (transition)(3)	$ 74,792	$ 72,627	$ 76,179	$ 70,660	$ 68,188
TANGIBLE COMMON EQUITY PER SHARE					
GAAP book value per share	$ 18.02	$ 17.71	$ 17.37	$ 16.94	$ 16.45
Less: Goodwill	(1.25)	(1.22)	(1.16)	(1.14)	(1.14)
Less: Intangible assets, net	(0.98)	(1.02)	(0.87)	(0.90)	(0.85)
Tangible common equity per share	$ 15.79	$ 15.47	$ 15.34	$ 14.90	$ 14.46

(1) Regulatory measures at June 30, 2017 are presented on an estimated basis.

(2) Total average assets are presented based upon the use of daily averages.

(3) Key differences between Basel III transitional rules and fully phased-in Basel III rules in the calculation of risk-weighted assets include, but not limited to, risk weighting of deferred tax assets and adjustments for certain intangible assets.

Exhibit 99.3

2Q'17 Financial Results
July 21, 2017

synchrony
FINANCIAL

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) and the SEC's website (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 securitize our loans, occurrence of an early amortization of our securitization facilities, loss of the right to service or subservice our securitized loans, and lower payment rates on our securitized loans; our ability to grow our deposits in the future; 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 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 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 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, 2016, as filed on February 23, 2017. 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.

Non-GAAP Measures
The information provided herein includes certain capital ratios, which are not prepared in accordance with U.S. generally accepted accounting principles ("GAAP"). The reconciliations of such measures to the most directly comparable GAAP measures are included in the appendix of this presentation.

2Q'17 Highlights

Financial Highlights

- $496 million Net Earnings, $0.61 diluted EPS
- Strong growth metrics
  - Loan Receivables up 11%
  - Net Interest Income up 13%
  - Purchase Volume up 6%
    - Digital growth of 18%, digital penetration of 23%[a]
  - Average Active Accounts up 5%
- Net Charge-Offs 5.42% compared to 4.51% in the prior year
- Provision for Loan Losses up 30% driven by credit normalization and growth
- Efficiency Ratio 30.1% compared to 31.9% in the prior year
- Deposits up $6.5 billion compared to prior year, comprising 72% of funding
- Strong capital and liquidity
  - 17.4% CET1[b] & $15.3 billion liquid assets
- Announced new capital plan increasing quarterly dividend to $0.15 and $1.64 billion of share repurchases

Business Highlights

- Signed a new partnership
- Launched new programs
- Renewed key relationships

(a) Digital statistics presented are for consumer purchases in our Retail Card platform, excluding Oil and Gas partners
(b) CET1 % calculated under the Basel III transitional guidelines

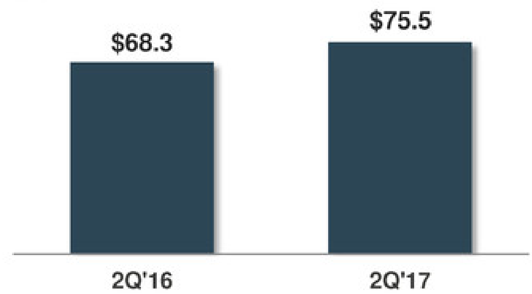
Growth Metrics

Purchase Volume
$ in billions

+6%

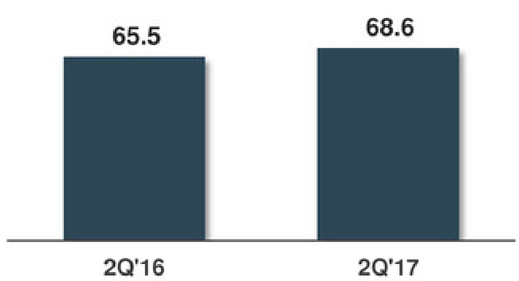
Loan Receivables
$ in billions

+11%



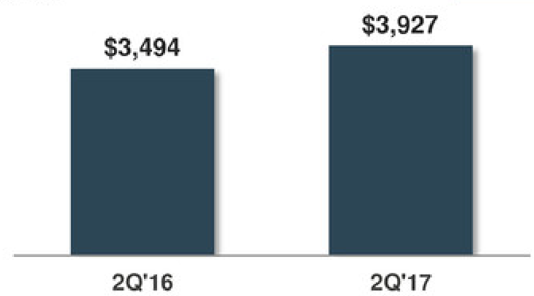
Average Active Accounts
in millions

+5%



Interest and Fees on Loans
$ in millions

+12%



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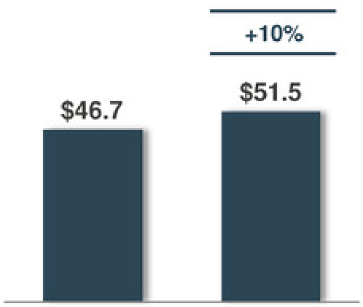
Platform Results [(a)]

Retail Card
Loan Receivables, $ in billions



Payment Solutions
Loan Receivables, $ in billions

CareCredit
Loan Receivables, $ in billions

	Retail Card 2Q'16	Retail Card 2Q'17	V%	Payment Solutions 2Q'16	Payment Solutions 2Q'17	V%	CareCredit 2Q'16	CareCredit 2Q'17	V%
Purchase Volume	$25.4	$27.2	+7%	$3.7	$3.9	+6% [(b)]	$2.2	$2.4	+11%
Accounts	52.2	54.1	+3%	8.2	9.0	+11%	5.1	5.5	+10%
Interest and Fees on Loans	$2,585	$2,900	+12%	$467	$533	+14%	$442	$494	+12%

Retail Card
- Strong Loan Receivables growth across partner programs
- Interest and Fees on Loans up 12% driven by Loan Receivables growth

Payment Solutions
- Broad-based Loan Receivables growth led by furnishing and auto
- Interest and Fees on Loans up 14% driven by Loan Receivables growth

CareCredit
- Loan Receivables growth led by dental and veterinary
- Interest and Fees on Loans up 12% driven by Loan Receivables 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 2Q'16 shown above has been adjusted to exclude purchase volume of $0.2 billion related to hhgregg, for which there was no corresponding purchase volume in 2Q'17. Without adjusting for this activity, Payment Solutions purchase volume increased 1% compared to prior year

Financial Results

Summary Earnings Statement

$ in millions, except ratios

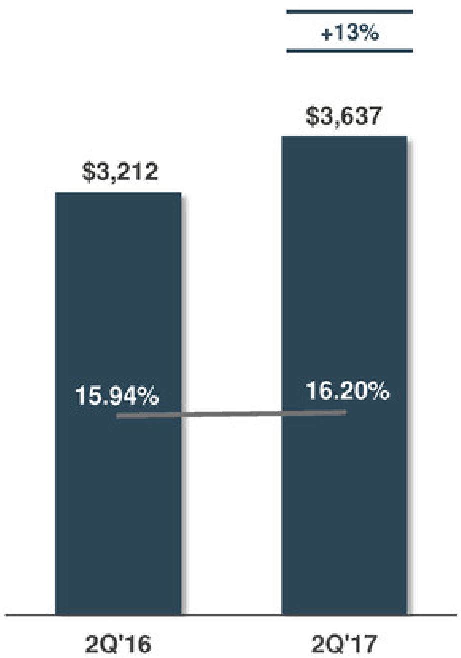
	2Q'17	2Q'16	B/(W) $	B/(W) %
Total interest income	$3,970	$3,515	$455	13%
Total interest expense	333	303	(30)	(10)%
Net interest income (NII)	**3,637**	**3,212**	**425**	**13%**
Retailer share arrangements (RSA)	(669)	(664)	(5)	(1)%
NII, after RSA	**2,968**	**2,548**	**420**	**16%**
Provision for loan losses	1,326	1,021	(305)	(30)%
Other income	57	83	(26)	(31)%
Other expense	911	839	(72)	(9)%
Pre-Tax earnings	**788**	**771**	**17**	**2%**
Provision for income taxes	292	282	(10)	(4)%
Net earnings	**$496**	**$489**	**$7**	**1%**
Return on assets	2.2%	2.4%		(0.2)pts.

2Q'17 Highlights

- **$496 million Net Earnings**
- **2.2% Return on Assets**
- **Net Interest Income up 13% driven by growth in Loan Receivables**
  - Interest and Fees on Loans up 12% driven by average Loan Receivables growth
  - Interest Expense increase driven by growth
- **Retailer Share Arrangements flat**
  - Increases driven by growth and margin improvement were largely offset by higher Provisions and Loyalty costs
- **Provision for Loan Losses up 30% driven by credit normalization and growth**
  - Net Charge-Offs of 5.42% compared to 4.51% in the prior year
- **Other Income down 31%**
  - Primarily driven by Loyalty increase due to growth and higher redemption in one of our programs

Net Interest Income

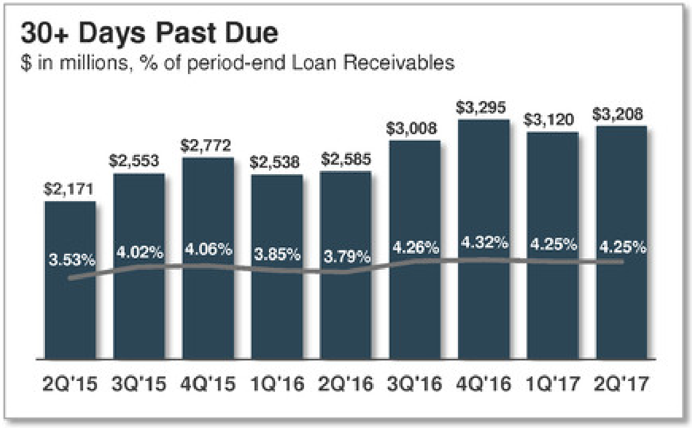
Net Interest Income
$ in millions, % of average Interest-Earning Assets

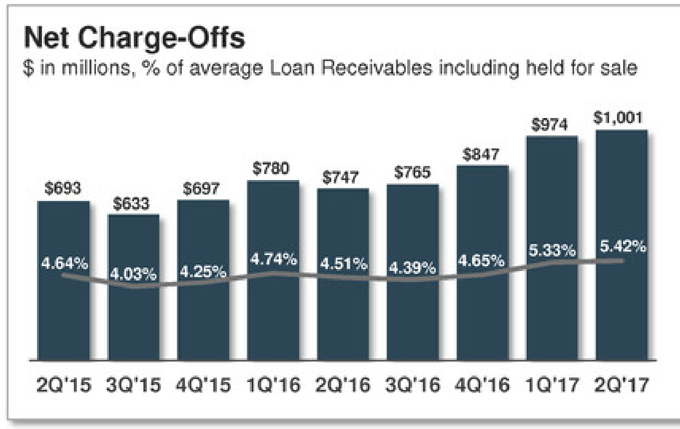


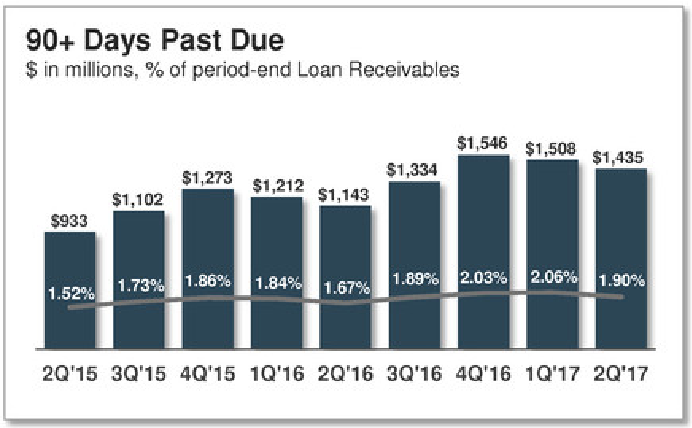
2Q'17 Highlights

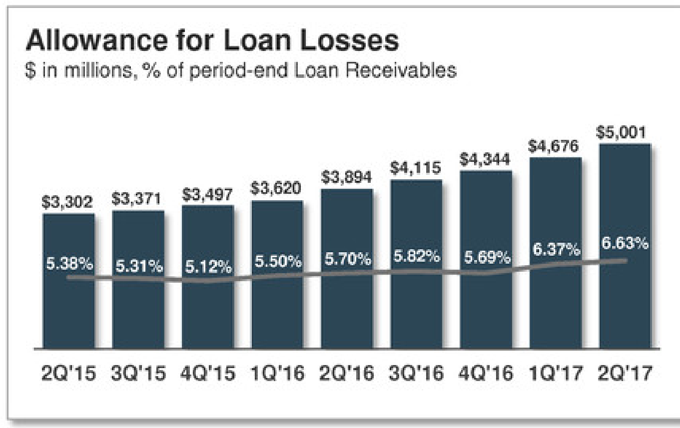
- **Net Interest Income increased 13% compared to prior year driven by growth in Loan Receivables**
  - Interest and Fees on Loans increased 12% compared to prior year driven by average Loan Receivables growth
- **Net Interest Margin up 26bps.**
  - Loan Receivables mix as a percent of total Earning Assets increased from 82.1% to 82.3%
  - Loan Receivables yield 21.26%, up 15bps. versus prior year
  - Total Interest-Bearing Liabilities cost decreased 2bps. to 1.86%, due to more favorable funding mix

Asset Quality Metrics









Other Expense

Other Expense

$ in millions

	2Q'16	2Q'17	V$	V%
Employee Costs	$301	$321	$20	7%
Professional Fees	154	158	4	3%
Marketing/BD	107	124	17	16%
Information Processing	81	88	7	9%
Other	196	220	24	12%
Other Expense	$839	$911	$72	9%
Efficiency [a]	**31.9%**	**30.1%**		**(1.8)pts.**

2Q'17 Highlights

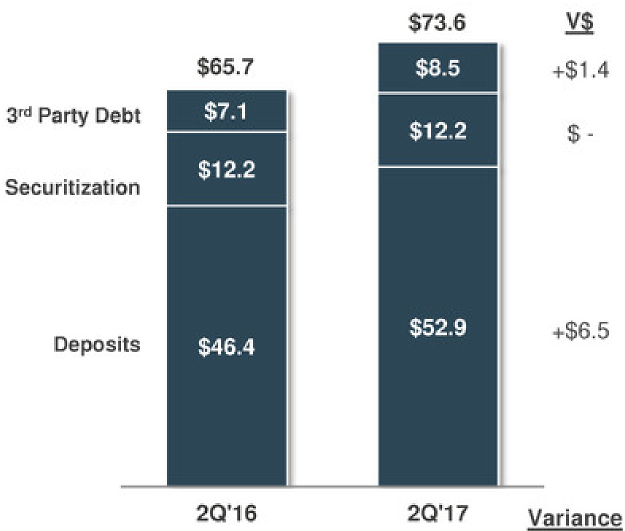
- **Other expense up 9%**
  - Other expense increase driven primarily by growth
- **Efficiency Ratio 30.1% vs. 31.9% prior year**
  - Positive operating leverage while funding strategic investments in digital and analytics

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

Funding, Capital and Liquidity

Funding Sources

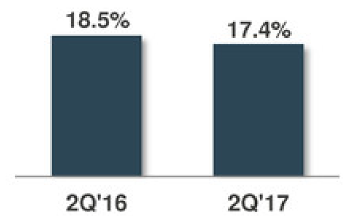
$ in billions



	2Q'16	2Q'17	Variance
Deposits	71%	72%	+1pts.
Securitization	18%	17%	(1)pts.
3rd Party Debt	11%	11%	- pts.

Capital Ratios [a]

Common Equity Tier 1 % - Basel III transitional [b]

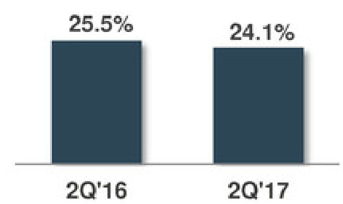


	2Q'16	2Q'17
Basel III (fully phased-in)	18.0%	17.2%

(a) Estimated percentages and amounts
(b) Calculated under the Basel III transition guidelines

Liquidity [c]

% of Total Assets, $ in billions



	2Q'16	2Q'17
Liquid Assets	$14.0	$15.3
Undrawn Credit Facilities	7.0	6.6
Total Liquidity	**$21.0**	**$21.9**

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

2Q'17 Wrap Up

- Net Earnings of $496 million or $0.61 Earnings Per Diluted Share
- Strong growth metrics
  - Loan Receivables up 11%
  - Net Interest Income up 13%
  - Purchase Volume up 6%
  - Average Active Accounts up 5%
- Signed a new partnership with zulily
- Launched new programs with Nissan and Infiniti
- Renewed key partners: MEGA Group USA, City Furniture and National Veterinary Associates
- Fast-growing deposit platform—Deposits at $52.9 billion comprising 72% of funding
- Strong balance sheet, $15.3 billion of Liquid Assets and 17.4% CET1[a]
- Announced new capital plan increasing quarterly dividend to $0.15 and $1.64 billion of share repurchases

(a) CET1 % calculated under the Basel III transition guidelines

Engage with us.

Appendix

Non-GAAP Reconciliation

We present certain capital ratios. Our Basel III Tier 1 common ratio, calculated on a fully phased-in basis, is a preliminary estimate reflecting management's interpretation of the final Basel III capital rules adopted in July 2013 by the Federal Reserve Board, which have not been fully implemented, and our estimate and interpretations are subject to, among other things, ongoing regulatory review and implementation guidance. This ratio is not currently required by regulators to be disclosed, and therefore is considered a non-GAAP measure. We believe this capital ratio is a useful measure to investors because it is widely used by analysts and regulators to assess the capital position of financial services companies, although this ratio may not be comparable to similarly titled measures reported by other companies.

Non-GAAP Reconciliation

The following table sets forth a reconciliation of each component of our capital ratios to the comparable GAAP component at June 30, 2017.

COMMON EQUITY MEASURES	$ in millions at June 30, 2017
GAAP Total common equity	$14,332
Less: Goodwill	(991)
Less: Intangible assets, net	(787)
Tangible common equity	**$12,554**
Adjustments for certain deferred tax liabilities and certain items in accumulated comprehensive income (loss)	337
Basel III – Common equity Tier 1 (fully phased-in)	**$12,891**
Adjustments related to capital components during transition	146
Basel III – Common equity Tier 1 (transition)	**$13,037**
Risk-weighted assets – Basel III (fully phased-in)	**$74,748**
Risk-weighted assets – Basel III (transition)	**$74,792**

Exhibit 99.4

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 capital ratios in this Form 8-K and exhibits. Our Basel III Tier 1 common ratio, calculated on a fully phased-in basis, is a preliminary estimate reflecting management's interpretation of the final Basel III capital rules adopted in July 2013 by the Federal Reserve Board, which have not been fully implemented, and our estimate and interpretations are subject to, among other things, ongoing regulatory review and implementation guidance. This ratio is not currently required by regulators to be disclosed, and therefore is considered a non-GAAP measure. We believe this capital ratio is a useful measure to investors because it is widely used by analysts and regulators to assess the capital position of financial services companies, although this ratio may not be comparable to similarly titled measures reported by other companies. The reconciliation of our Basel III Tier 1 common ratio, calculated on a fully phased-in basis, 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.