

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Schaller Bart</u> (Last) (First) (Middle) 777 LONG RIDGE ROAD C/O CORPORATE SECRETARY (Street) STAMFORD CT 06902 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 06/14/2021	3. Issuer Name and Ticker or Trading Symbol <u>Synchrony Financial [SYF]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) See remarks	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	48,994 ⁽¹⁾	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Employee Stock Option (right to buy)	(2)	07/31/2024	Common Stock	29,985	23	D
Employee Stock Option (right to buy)	(3)	09/17/2024	Common Stock	4,644	24.55	D
Employee Stock Option (right to buy)	(4)	04/01/2025	Common Stock	6,422	30.41	D
Employee Stock Option (right to buy)	(5)	04/01/2026	Common Stock	8,681	29.33	D
Employee Stock Option (right to buy)	(6)	04/01/2027	Common Stock	14,453	34.3	D
Employee Stock Option (right to buy)	(7)	04/01/2028	Common Stock	14,548	33.53	D

Explanation of Responses:

- Represents 15,693 shares of Synchrony Financial ("Company") common stock, 14,123 restricted stock units that will vest on March 1, 2022, 3,285 restricted stock units that will vest on April 1, 2022, 10,047 restricted stock units that will vest on March 1, 2023, 1,702 restricted stock units that will vest on April 1, 2023, and 4,145 restricted stock units that will vest on March 1, 2024. Each restricted stock unit represents a contingent right to receive one share of Company common stock.
- The reporting person was awarded employee stock options on July 31, 2014, which vested on the fourth anniversary of the grant date.
- The reporting person was awarded employee stock options on September 17, 2014, which vested in five equal annual installments of 20% each, beginning on the first anniversary of the grant date.
- The reporting person was awarded employee stock options on April 1, 2015, which vested in five equal annual installments of 20% each, beginning on the first anniversary of the grant date.
- The reporting person was awarded employee stock options on April 1, 2016, which vested in five equal annual installments of 20% each, beginning on the first anniversary of the grant date.
- The reporting person was awarded employee stock options on April 1, 2017, which vest in five equal annual installments of 20% each, beginning on the first anniversary of the grant date.
- The reporting person was awarded employee stock options on April 1, 2018, which vest in five equal annual installments of 20% each, beginning on the first anniversary of the grant date.

Remarks:

EVP & CEO, Digital Exhibit List: Exhibit 24 - Power of Attorney

/s/ Bart Schaller

06/24/2021

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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