Alves Paget Leonard Form 5 February 14, 2018

FORM 5

OMB APPROVAL

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

OMB Number: 3235-0362 January 31,

2005

1.0

no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response...

Expires:

See Instruction
1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported Form 4 30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person * 2. Issuer Name **and** Ticker or Trading Alves Paget Leonard Symbol 5. Relationship of Reporting Person(s) to Issuer

Synchrony Financial [SYF]

(Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended

__X__ Director ______ 10% Owner _____ Officer (give title _____ Other (specify

(Check all applicable)

below)

(Month/Day/Year) 12/31/2017

C/O SYNCHRONY FINANCIAL, 777 LONG RIDGE ROAD

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting

Filed(Month/Day/Year)

1 1

(check applicable line)

STAMFORD, CTÂ 06902

X Form Filed by One Reporting Person ___ Form Filed by More than One Reporting

Person

below)

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

5. Amount of 7. Nature of 1. Title of 2. Transaction Date 2A. Deemed 4. Securities 6. Ownership Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership of Issuer's (Instr. 4) (Instr. 4) (A) Fiscal Year or

or Amount (D) Price (Instr. 3 and 4)

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

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SEC 2270 (9-02)

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

1. Title of 2. 3. Transaction Date 3A. Deemed 4. 5. Number 6. Date Exercisable and 7. Title and Amount of 8. Derivative Conversion (Month/Day/Year) Execution Date, if Transaction of Expiration Date Underlying Securities Decivers of Expiration Date Conversion (Month/Day/Year) Execution Date, if Transaction Date Exercisable and Conversion Underlying Securities Decivers of Expiration Date Conversion (Month/Day/Year) Execution Date, if Transaction Date Expiration Date Conversion Underlying Securities Decive Date Conversion (Month/Day/Year) Execution Date, if Transaction Date Expiration Date Conversion Underlying Securities Date Conversion (Month/Day/Year) Execution Date, if Transaction Date Expiration Date Conversion Underlying Securities Under

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day	/Year)	(Instr. 3 and	Instr. 3 and 4)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Dividend Equivalent Unit (1)	Â	12/31/2017(1)	Â	A	130 Â	(1)	(1)	Common Stock	130	

(Ir

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Alves Paget Leonard C/O SYNCHRONY FINANCIAL 777 LONG RIDGE ROAD STAMFORD, CT 06902	ÂX	Â	Â	Â		

Signatures

/s/ Danielle Do, attorney-in-fact 02/14/2018

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).

Represents 11, 25, 29, 21, 16, 14, 10 and 4 dividend equivalent units accrued as dividends were paid on the common shares underlying restricted stock units originally granted to the reporting person on December 31, 2015, March 31, 2016, June 30, 2016, September 30,

(1) 2016, December 31, 2016, March 31, 2017, June 30, 2017 and September 30, 2017, respectively. The dividend equivalent units vest proportionately with and are subject to settlement and expiration upon the same terms as the restricted stock units to which they relate. Each dividend equivalent unit is the economic equivalent of one share of Synchrony Financial common stock.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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