Sinensky Peter B Form 3 June 27, 2018

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Sinensky Peter B

(Last)

(First)

(Middle)

Statement (Month/Day/Year)

06/25/2018

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

OneMain Holdings, Inc. [OMF]

C/O ONEMAIN HOLDINGS, INC., 601 N.W. SECOND

STREET

(Street)

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

10% Owner _X_ Director Officer Other (give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

EVANSVILLE, ÂINÂ 47708

(City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5) Direct (D)

or Indirect (I) (Instr. 5)

No Securities Beneficially Owned

 $0^{(1)}$

Â D

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. 5. Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative Derivative Security:

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Date Expiration Title Amount or Security Direct (D)

Exercisable Date Number of or Indirect

Shares (I)

(Instr. 5)

Reporting Owners

Relationships

Reporting Owner Name / Address

Director 10% Owner Officer Other

Sinensky Peter B C/O ONEMAIN HOLDINGS, INC. 601 N.W. SECOND STREET

EVANSVILLE, ÂINÂ 47708

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Signatures

/s/ Jack R. Erkilla, attorney-in-face for Peter B. Sinensky

06/27/2018

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).

Peter B. Sinensky is associated with Apollo Management, L.P. ("Apollo Management") and its affiliated investment managers, including Apollo management VIII, L.P., which serves as the manager of Uniform GP, LLC ("Holdings GP"), the general partner of OMH Holdings, L.P. ("Holdings"), which is the record holder of shares of common stock, par value \$0.01, of OneMain Holdings, Inc. (the "Issuer"). This report does not include any securities of the Issuer held by Holdings, or that may be deemed to be beneficially owned by

Apollo Management, or any of the Apollo investment managers or investment advisors affiliated with Apollo Management, and Mr. Sinensky disclaims beneficial ownership of all such securities. This report shall not be deemed an admission that Mr. Sinensky is the beneficial owner of, or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

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Remarks:

Exhibit 24.1 - Power of Attorney of Peter B. Sinensky

Note: File three copies of this Form, one of which must be manually signed. If space 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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