

Ally Financial Inc.  
Form 424B2  
June 02, 2014

**Filed under Rule 424(b)(2), Registration Statement No. 333-183535**

Preliminary Pricing Supplement No. 49 - Dated Monday, June 2, 2014 (To: Prospectus dated August 24, 2012)

CUSIP Number	Principal Amount	Selling Price	Gross Concession	Net Proceeds	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1st Coupon Date	1st Coupon Amount	Survivor Option
02006DEC1 []	100.000%	(1)	1.125%	[]	Fixed	2.300%	Monthly	06/15/2017	07/15/2014	\$2.11	Yes

**Redemption Information: Callable at 100% on 6/15/2015 and Monthly thereafter with 30 Calendar Days Notice.**

(1) Investment advisers, either registered under the Investment Advisers Act of 1940 or exempt therefrom, purchasing Notes for the account of their advisory clients may be offered Notes at a 0.4500% discount to the public offering price.

02006DED9 []	100.000%	(2)	1.700%	[]	Fixed	3.350%	Monthly	06/15/2019	07/15/2014	\$3.07	Yes	Senior Unsecured Notes
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**Redemption Information: Callable at 100% on 6/15/2015 and Monthly thereafter with 30 Calendar Days Notice.**

(2) Investment advisers, either registered under the Investment Advisers Act of 1940 or exempt therefrom, purchasing Notes for the account of their advisory clients may be offered Notes at a 0.7500% discount to the public offering price.

Ally Financial Inc. Offering Date: Monday, June 2, 2014 through Monday, June 9, 2014

**Ally Financial Inc.**

**Ally Financial Term Notes, Series A Prospectus dated August 24, 2012**

Trade Date: Monday, June 9, 2014 @ 12:00 PM ET

Settle Date: Thursday, June 12, 2014  
Minimum Denomination/Increments: \$1,000.00/\$1,000.00  
Initial trades settle flat and clear SDFS: DTC Book Entry only  
DTC Number 0235 via RBC Dain Rauscher Inc

Agents: Incapital LLC, Citigroup, RBC Capital Markets, Morgan Stanley, J.P. Morgan

If the maturity date or an interest payment date for any note is not a business day (as term is defined in prospectus), principal, premium, if any, and interest for that note is paid on the next business day, and no interest will accrue from, and after, the maturity date or interest payment date.

