Edgar Filing: Ally Financial Inc. - Form 4

Ally Financi	al Inc.										
Form 4 February 03	2015										
•									OMB AF	PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									OMB Number:	3235-0287	
Check th	ger								Expires:	January 31, 2005	
if no longer subject to Section 16. Form 4 or				SECUR	ITIES				Estimated average burden hours per response		
Form 5 obligatio may cont <i>See</i> Instr 1(b).	ns Section 17(a) of the Pu	ublic Ut		ling Con	npan	y Act of	e Act of 1934, E 1935 or Section 40	n		
(Print or Type]	Responses)										
Solomon William B Jr S			2. Issuer Name and Ticker or Trading Symbol Ally Financial Inc. [ALLY]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I		3. Date of Earliest Transaction					(Check all applicable)			
(Me			(Month/Day/Year) 01/30/2015					Director 10% Owner XOfficer (give title Other (specify below) OVP and General Counsel			
				mendment, Date Original Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 			
(City)		(Zip)	Tabl	a I Non D	anivativa	See	ition A on	Person	e an Donoficial	ly Owned	
							-	uired, Disposed of		•	
Security (Instr. 3)	· · · · · · · · · · · · · · · · · · ·		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial		
				Code V	Amount		Price	(Instr. 3 and 4)			
Common Stock (1)	01/30/2015			М	1,661	А	\$0	1,661	D		
Common Stock	01/30/2015			F	92	D	\$ 20.14 (2)	1,569	D		
Common Stock	01/30/2015			D	1,569	D	\$ 20.14 (2)	0	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

1

Edgar Filing: Ally Financial Inc. - Form 4

required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	 5. Number of ctionDerivative Securities 3) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) 		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. De Se (II
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units (DSU)	<u>(3)</u>	01/30/2015		A	3,495		(3)	<u>(3)</u>	Common Stock	3,495	
Deferred Stock Units (DSU)	<u>(3)</u>	01/30/2015		М		1,661	(3)	<u>(3)</u>	Common Stock	1,661	

Reporting Owners

Reporting Owner Name / Address	Relationships								
reporting officer runner runn cos	Director	10% Owner	Officer	Other					
Solomon William B Jr 200 RENAISSANCE CENTER DETROIT, MI 48265			GVP and General Counsel						
Signatures									
/s/ Cathy L. Ouenneville, attorne	v-in-fact	for Mr.							

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).
- (1) The common stock reported includes (i) shares issued upon the settlement of a portion of DSUs awarded in prior periods, plus (ii) shares issued as a result of the immediate settlement of the portion of DSUs granted, to pay applicable taxes.
- (2) Represents the per share fair market value of the Company's common stock as of January 21, 2015.
- (3) Each Deferred Stock Unit (DSU) represents a vested right to receive the value of one share of the Company's common stock in cash equal to the fair market value of a share of the Company's common stock. A portion of all DSUs granted are immediately settled to pay

Edgar Filing: Ally Financial Inc. - Form 4

applicable taxes. DSUs do not have an expiration or exercise date or carry a conversion price. May reflect rounding of fractional shares.

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.