Edgar Filing: Ally Financial Inc. - Form 4

Ally Financi	al Inc.									
Form 4										
January 20,										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION							OMMISSION	OMB APPROVAL		
	UNITED	Washington, D.C. 20549						OMB Number:	3235-0287	
Check th if no lon	gar								January 31, 2005	
subject to		IENT OF C	F CHANGES IN BENEFICIAL OWNERSHIP OF					Estimated average		
Section Form 4 c		SECURITIES						burden hou	rs per	
Form 4 C	-	sught to Sec	tion 16(a) of th	e Securi	ties F	Tychang	e Act of 103/	response	0.5	
obligatio	ons Section 17(-	f 1935 or Section	n		
may con <i>See</i> Instr	unue.		the Investment	•	· ·	•		-		
1(b).	action			-	-					
(Duint on Tours	D)									
(Print or Type)	Responses)									
1. Name and A	Address of Reporting	Person <u>*</u> 2	2. Issuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to			
Brown Jeffrey Jonathan			Symbol				Issuer			
			Ally Financial Inc. [ALLY]				(Check all applicable)			
(Last)	(First) (M	First) (Middle) 3. Date of Earliest Transaction				(chice)	n un appricable	·)		
200 RENAISSANCE CENTER			(Month/Day/Year) 01/15/2016				_X_ Director10% Owner _X_ Officer (give titleOther (specify below)below)			
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
DETROIT, MI 48265Form filed by More than Person										
(City)		(Zin)								
	(State)	(Zip)	Table I - Non-l			_	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction Date (Month/Day/Vear)			4. Securi		-	5. Amount of Securities	6. Ownership Form: Direct		
Security (Month/Day/Year) Execution I (Instr. 3) any			n Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				Beneficially	(D) or	Beneficial	
		(Month/Day	(Year) (Instr. 8)	(Instr. 8)			Owned		Ownership	
							Following Reported	(Instr. 4)	(Instr. 4)	
					(A) or		Transaction(s)			
			Code V	Amount		Price	(Instr. 3 and 4)			
Common $S_{t} = 1$ (1)	01/15/2016		М	2,363	А	\$0	241,013	D		
Stock (1)										
Common	01/15/0017		5	0.070	P	\$	000 (50	D		
Stock	01/15/2016		D	2,363	D	18.32	238,650	D		
						(2)				

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

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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)	4. Transactio Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date curities (Month/Day/Year) equired) or sposed of) istr. 3, 4,		(Instr. 3 and 4)		8. Pric Deriva Securi (Instr.
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units (DSU)	(3)	01/15/2016	М	2,363	<u>(3)</u>	(3)	Common Stock	2,363	\$ (

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Brown Jeffrey Jonathan 200 RENAISSANCE CENTER DETROIT, MI 48265	Х		Chief Executive Officer				
Signatures							

/s/ Cathy L. Quenneville, attorney-in-fact for Mr. Brown	01/20/2016	
<u>**</u> 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).

- (1) The common stock reported includes shares issued upon the settlement of a portion of DSUs awarded in prior periods.
- (2) Represents the per share fair market value of the Company's common stock as of January 6, 2016.
- 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
- (3) to the fair market value of a share of the Company's common stock. 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.