Edgar Filing: Ally Financial Inc. - Form 4

Ally Financia	al Inc.									
Form 4	0.016									
November 22, 2016 OMB APPROVAL										
FORM	4 UNITED ST	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	6. r Filed pursua Section 17(a) of	STATEMENT OF CHANGES IN 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 20(b) of the Investment Company Act of 1940							January 31, 2005 average rs per 0.5	
(Print or Type F	Responses)									
Russi Timothy M. S			2. Issuer Name and Ticker or Trading Symbol Ally Financial Inc. [ALLY]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (Mide	dle) 3. Date of	3. Date of Earliest Transaction				(Chec	k all applicable	;)	
500 WOOD		(Month/Day/Year) 11/18/2016				Director 10% Owner X Officer (give title Other (specify below) President, Auto Finance				
	(Street) 4. If Amendment, Da Filed(Month/Day/Year			y/Year) App			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
DETROIT, 1	MI 48226						Person		porting	
(City)	(State) (Zip	p) Tab	le I - Non-D	Derivative	Secur	rities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	aı	xecution Date, if	1		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Justr 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial			
Common			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Stock (1)	11/18/2016		М	1,439	А	\$ 0 ¢	155,584	D		
Common Stock	11/18/2016		D	1,439	D	\$ 17.34 (2)	154,145	D		

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) quired) or sposed of) str. 3, 4,		7. Title and Amount of Underlying Securities (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)	11/18/2016	М	1,439	<u>(3)</u>	<u>(3)</u>	Common Stock	1,439	\$ (

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Russi Timothy M. 500 WOODWARD AVENUE DETROIT, MI 48226			President, Auto Finance				
Signatures							
/s/ Donna M. DiCicco, attorney	-in-fact fo	or Mr.					

Russi	11/22/2016	
	**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 November 9, 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.