Edgar Filing: Ally Financial Inc. - Form 4

Ally Financi	al Inc.										
Form 4											
October 27,											
FORM	14_{UNITED}	UNITED STATES SECURITIES AND EXCHANGE COMMISSION							OMB APPROVAL		
		Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF									
Check th if no long	ger										
subject to											
Section 1 Form 4 c			SECURITIES					burden hou	•		
Form 5	-	suant to Sect	ion $16(a)$ of th	e Securi	ties F	Tychang	e Act of 1934	response	0.5		
	obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section										
may con See Instr	unue.		he Investment	•	-	•					
1(b).											
(Print or Type	Responses)										
	Address of Reporting	Person $\frac{*}{2}$ 2.	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
Morais Dia	ne E.	•									
			Ally Financial Inc. [ALLY]				(Check all applicable)				
(Last)	(First) (M	· · · · · · · · · · · · · · · · · · ·					Director 10% Owner				
200 RENAISSANCE CENTER			(Month/Day/Year) 10/23/2015				Diffect of Owner Officer (give title Other (specify below) CEO & President, Ally Bank				
											(Street)
Applicable Line)											
							X Form filed by One Reporting Person Form filed by More than One Reporting				
DETROIT,	MI 48265						Person		porting		
(City)	(State)	(Zip)	Table I - Non-I	Derivative	Secu	rities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ities A	cquired	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)		on Date, if Transaction(A) or Disposed of (D)				Securities	Form: Direct			
(Instr. 3)		any (Month/Day/	Year) (Instr. 8)	Code (Instr. 3, 4 and 5) (Instr. 8)			Beneficially Owned	(D) or Benef Indirect (I) Owne	Beneficial Ownership		
		`` `	, , , , ,				Following	(Instr. 4)	(Instr. 4)		
					(A)		Reported Transaction(s)				
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common	10/23/2015		M	1,799	A A	\$ 0	108,182	D			
Stock (1)	10/25/2015		11/1	1,799	A	ψυ	100,102	D			
Common						\$					
Stock	10/23/2015		D	1,799	D	20.54	106,383	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. Transactic Code (Instr. 8)	5. Number of Derivative Securities 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. Pric Deriva Securi (Instr.
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units (DSU) (3)	(3)	10/23/2015	М	1,799	<u>(3)</u>	<u>(3)</u>	Common Stock	1,799	\$

Reporting Owners

Reporting Owner Name / Address	Relationships						
hepotong o wher runne / runness	Director 10% Own		Officer	Other			
Morais Diane E. 200 RENAISSANCE CENTER DETROIT, MI 48265			CEO & President, Ally Bank				
Signatures							
/s/ Cathy L. Quenneville, attorne	y-in-fact	for Ms.	10/27/2015				

Morais

**Signature of Reporting Person

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 October 14, 2015.
- 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

Date

(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.