

Ally Financial Inc.  
Form 424B2  
September 17, 2012

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

Preliminary Pricing Supplement No. 2 - Dated Monday, September 17, 2012 (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 |
|---|------------------|---------------|------------------|--------------|-------------|-------------|------------------|---------------|-----------------|-------------------|-----------------|
| 02006DAD3 []  | 100.000%         |               | 0.750%           | []           | Fixed       | 2.600%      | Monthly          | 09/15/2014    | 10/15/2012      | \$1.30            | No              |
| <b>Redemption Information: Callable at 100% on 9/15/2013 and Monthly thereafter with 30 Calendar Days Notice.</b> |                  |               |                  |              |             |             |                  |               |                 |                   |                 |
| 02006DAE1 []  | 100.000%         |               | 1.125%           | []           | Fixed       | 3.050%      | Monthly          | 09/15/2015    | 10/15/2012      | \$1.53            | No              |
| <b>Redemption Information: Callable at 100% on 9/15/2013 and Monthly thereafter with 30 Calendar Days Notice.</b> |                  |               |                  |              |             |             |                  |               |                 |                   |                 |
| 02006DAF8 []  | 100.000%         |               | 1.300%           | []           | Fixed       | 3.500%      | Monthly          | 09/15/2016    | 10/15/2012      | \$1.75            | No              |

**Redemption Information: Callable at 100% on 9/15/2013 and Monthly thereafter with 30 Calendar Days Notice.**

Offering Date: Monday, September 17, 2012 through Monday, September 24, 2012

Trade Date: Monday, September 24, 2012 @ 12:00 PM ET

Settle Date: Thursday, September 27, 2012

Minimum Denomination/Increments: \$1,000.00/\$1,000.00

Ally  
Financial  
Inc.

Initial trades settle flat and clear SDFS: DTC Book Entry only

DTC Number 0235 via RBC Dain Rauscher Inc

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

**Ally Financial  
Term Notes, Series  
A**

**Prospectus dated  
August 24, 2012**

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.

