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DEBRUNN Form 4 January 03, 2	ER DAVID J 2018									
FORM		STATES SECU W				NGE C	COMMISSION	OMB AF OMB Number:	PROVAL 3235-0287	
Washington, D.C. 20549Check this box if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESForm 4 or Form 5 obligations may continue.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 30(h) of the Investment Company Act of 1940							Expires: Estimated a burden hou response	bires: January 31, 2005 imated average den hours per		
1(b). (Print or Type l	Responses)									
DEBRUNNER DAVID J Sy			2. Issuer Name and Ticker or Trading Symbol Ally Financial Inc. [ALLY]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 3. Da (Mon			3. Date of Earliest Transaction (Month/Day/Year) 12/29/2017				(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> Other (specify below)			
			mendment, Date Original Month/Day/Year)				VP, CAO, Controller 6. Individual or Joint/Group Filing(Check Applicable Line)			
DETROIT,	MI 48226						_X_ Form filed by C Form filed by M Person	One Reporting Pe Iore than One Re		
(City)	(State)	(Zip) Ta	ble I - Non-l	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, if			4. Securi or(A) or D (Instr. 3,	ispose	d of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
2			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock (1)	12/29/2017		М	123	А	\$ 0	127,865	D		
Common Stock	12/29/2017		D	123	D	\$ 29.03 (2)	127,742	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number onof 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. Price of Derivativ Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units (DSU)	<u>(3)</u>	12/29/2017		М	123	<u>(3)</u>	<u>(3)</u>	Common Stock	123	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DEBRUNNER DAVID J 500 WOODWARD AVENUE DETROIT, MI 48226			VP, CAO, Controller				
Signatures							

/s/ Donna M. DiCicco, attorney-in-fact for Mr.

DeBrunner

**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 December 20, 2017.

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.

01/03/2018

Date

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.