

Ally Financial Inc.  
Form SC 13G  
February 13, 2015  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. \_\_)\*

Ally Financial Inc.

(Name of Issuer)

Common Stock, \$0.01 par value

(Title of Class of Securities)

02005N100

(CUSIP Number)

December 31, 2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d1(b)

Rule 13d1(c)

Rule 13d1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

---

CUSIP No. 02005N100 13G Page 2 of 8 Pages

1	NAME OF REPORTING PERSON
	Third Point LLC
	CHECK THE APPROPRIATE BOX
	IF A MEMBER OF A GROUP*
2	(a)
	(b)
	SEC USE ONLY
3	
4	CITIZENSHIP OR PLACE OF ORGANIZATION
	Delaware
	SOLE VOTING POWER
5	0
6	SHARED VOTING POWER
7	26,000,000
8	SOLE DISPOSITIVE POWER
9	0
	SHARED DISPOSITIVE POWER
10	26,000,000
	AGGREGATE AMOUNT
	BENEFICIALLY OWNED BY
	EACH REPORTING PERSON
11	26,000,000
	CHECK BOX IF THE
	AGGREGATE AMOUNT IN ROW
	(9) EXCLUDES CERTAIN
	SHARES*
	N/A
	PERCENT OF CLASS
	REPRESENTED BY AMOUNT IN
	ROW 9
	5.42%

TYPE OF REPORTING PERSON

12

OO

---

CUSIP No. 02005N100 13G Page 3 of 8 Pages

1	NAME OF REPORTING PERSON
	Daniel S. Loeb
	CHECK THE APPROPRIATE BOX
	IF A MEMBER OF A GROUP*
2	(a)
	(b)
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION
	United States
	SOLE VOTING POWER
5	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
	0
	SHARED VOTING POWER
6	26,000,000
	SOLE DISPOSITIVE POWER
7	0
	SHARED DISPOSITIVE POWER
8	26,000,000
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	26,000,000
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	N/A PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
	5.42%
12	TYPE OF REPORTING PERSON

IN

---

Item  
1(a): Name of Issuer:

Ally Financial Inc. (the  
"Issuer").

Item Address of Issuer's Principal  
1(b): Executive Offices:

200 Renaissance Center, P.O.  
Box 200, Detroit, Michigan  
48265-2000.

Item  
2(a): Name of Person Filing:

Third Point LLC, a Delaware limited liability company (the "Management Company"), which serves as investment manager or adviser to a variety of hedge funds and managed accounts (such funds and accounts, collectively, the "Funds"), with respect to shares of Common Stock (as defined in Item 2(d)) directly owned by the Funds; and Mr. Daniel S. Loeb ("Mr. Loeb" and together with the Management Company, the "Reporting Persons"), who is the Chief Executive Officer of the Management Company and controls its business activities, with respect to shares of Common Stock indirectly beneficially owned by Mr. Loeb by virtue of such position.

Item Address of Principal Business  
2(b): Office or, if None, Residence:

390 Park Avenue, New York,  
New York 10022.

Item  
2(c): Citizenship:

Delaware; United States.

Item  
2(d): Title of Class of Securities:

Common Stock, \$0.01 par value  
("Common Stock").

Item  
2(e): CUSIP Number:

02005N100.

Item  
3: If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:

- A. Broker or dealer registered under Section 15 of the Act,
  - B. Bank as defined in Section 3(a)(6) of the Act,
  - C. Insurance Company as defined in Section 3(a)(19) of the Act,
  - D. Investment Company registered under Section 8 of the Investment Company Act of 1940,
  - E. Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E),
-

- F. Employee Benefit Plan or Endowment Fund in accordance with 13d-1 (b)(1)(ii)(F),
- G. Parent Holding Company or control person in accordance with Rule 13d-1(b)(1)(ii)(G),
- H. Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act,
- I. Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940,
- J. Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Item  
4: Ownership:

(a) Amount beneficially owned:

26,000,000 shares. The Reporting Persons share voting and dispositive power over the shares held directly by the Funds, but no Fund individually holds greater than 5% of the outstanding Common Stock of the Issuer. Each of the Reporting Persons disclaims beneficial ownership of these securities (except to the extent of any pecuniary interest therein), and this report shall not be deemed an admission that either of them is the beneficial owner of such securities for purposes of Section 13(d) or Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purposes.

(b) Percent of class:

5.42%.

(c) Number of shares as to which the Reporting Persons have:

(i) Sole power to vote or direct the vote:

(ii) Shared power to vote or direct the vote:

26,000,000

(iii) Sole power to dispose or direct the disposition:

(iv) Shared power to dispose or direct the disposition:

26,000,000

Item  
5: Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following: [ ]

Item  
6: Ownership of More than Five Percent on Behalf of Another Person:



Other than as set forth herein, no other person has the right to receive or the power to direct the receipt of dividends from, or proceeds from the sale of, the securities reported herein.

---

Item 7: Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not applicable.

Item 8: Identification and Classification of Members of the Group:

Not applicable.

Item 9: Notice of Dissolution of Group:

Not applicable.

Item 10: Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

[Signatures on following page]

---

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 13, 2015

THIRD POINT LLC

By: Daniel S. Loeb, Chief Executive  
Officer

By: /s/ William Song

Name: William Song  
Title: Attorney-in-Fact

DANIEL S. LOEB

By: /s/ William Song

Name: William Song  
Title: Attorney-in-Fact

---

EXHIBIT INDEX

- Exhibit 99.1: Joint Filing Agreement, dated February 13, 2015, by and between Third Point LLC and Daniel S. Loeb. Power of Attorney granted by Daniel S. Loeb in favor of James P. Gallagher, William Song and Joshua L. Targoff, dated February 9, 2011, was previously filed with the SEC on February 11, 2011 as an exhibit to
- Exhibit 99.2: Amendment No. 99.2 to Schedule 13G filed by Third Point LLC and Daniel S. Loeb with respect to Citadel Broadcasting Corporation and is incorporated herein by reference.