

Ally Financial Inc.  
Form 424B2  
September 24, 2012

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

Preliminary Pricing Supplement No. 3 - Dated Monday, September 24, 2012 (To: Prospectus dated August 24, 2012)

CUSIP Number	Principal Amount	Selling Price	Gross Concession	Net Proceeds	Net	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1st Coupon Date	1st Coupon Amount	Survivor Option
02006DAG6 []	100.000%		0.750%		0.750%	Fixed	2.800%	Monthly	10/15/2014	11/15/2012	\$3.27	No
<b>Redemption Information: Callable at 100% on 10/15/2013 and Monthly thereafter with 30 Calendar Days Notice.</b>												
02006DAH4 []	100.000%		1.125%		1.125%	Fixed	3.250%	Monthly	10/15/2015	11/15/2012	\$3.79	No
<b>Redemption Information: Callable at 100% on 10/15/2013 and Monthly thereafter with 30 Calendar Days Notice.</b>												
02006DAJ0 []	100.000%		1.300%		1.300%	Fixed	3.750%	Monthly	10/15/2016	11/15/2012	\$4.38	No

**Redemption Information: Callable at 100% on 10/15/2013 and Monthly thereafter with 30 Calendar Days Notice.**

Ally  
Financial  
Inc.

Offering Date: Monday, September 24, 2012 through Friday, September 28, 2012

Trade Date: Friday, September 28, 2012 @ 12:00 PM ET

Settle Date: Wednesday, October 3, 2012

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

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

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.

**Ally Financial  
Inc.  
Ally Financial  
Term Notes,  
Series A  
Prospectus  
dated August  
24, 2012**

