

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 | Coupon Type | Coupon Rate | Coupon Frequency | Maturity Date | 1st Coupon Date | 1st Coupon Amount | Survivor Option |
|--|------------------|---------------|------------------|--------------|-------------|-------------|------------------|---------------|-----------------|-------------------|-----------------|
| 02006DAG6 []   | 100.000%         |               | 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%           | []           | 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%           | []           | 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

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

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.

