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Report Summary:

Number of Other Included Managers: 3

Form 13F Information Table Entry Total: 135

Form 13F Information Table Value Total: 973,781

(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	Name
01	28-14536	Ally Insurance Holdings Inc.
02	28-14535	Motors Insurance Corporation
03	28-15350	Ally Investment Management LLC

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FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5			COLUMN 6
NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE	AMOUNT & TYPE OF SECURITY			INVESTMENT DISCRETION
			(x\$1,000)	Shrs or Prn Amnt	Sh/ Prn	Put/ Call	
Aflac Inc	COM	001055102	5,202	100,000	SH		DEFINED
Air Products & Chemicals Inc	COM	009158106	5,663	65,000	SH		DEFINED
Altria Group Inc	COM	02209S103	10,661	310,000	SH		DEFINED
Amazon.com Inc	COM	023135106	10,127	38,000	SH		DEFINED
American Capital Agency Corp	COM	02503X105	5,681	173,300	SH		DEFINED
American Express Co	COM	025816109	7,421	110,000	SH		DEFINED
American International Group Inc	COM	026874784	5,241	135,000	SH		DEFINED
Apache Corp	COM	037411105	17,747	230,000	SH		DEFINED
Apple Inc	COM	037833100	24,345	55,000	SH		DEFINED
Archer-daniels-midland Co	COM	039483102	5,903	175,000	SH		DEFINED
Archer-daniels-midland Co	OPTIONS	039483102	(691)	(1,750)	SH	CALL	DEFINED
At&t Inc	COM	00206R102	15,960	435,000	SH		DEFINED
At&t Inc	OPTIONS	00206R102	(287)	(1,500)	SH	CALL	DEFINED
Autodesk Inc	COM	052769106	5,361	130,000	SH		DEFINED
Autozone Inc	COM	053332102	4,364	11,000	SH		DEFINED
Baidu Inc	ADR	056752108	2,280	26,000	SH		DEFINED
Baker Hughes Inc	COM	057224107	13,923	300,000	SH		DEFINED
Baxter International Inc	COM	071813109	2,906	40,000	SH		DEFINED
Bed Bath & Beyond Inc	COM	075896100	8,697	135,000	SH		DEFINED
Boeing Co/the	COM	097023105	10,731	125,000	SH		DEFINED
Broadcom Corp	COM	111320107	5,027	145,000	SH		DEFINED

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Capital One Financial Corp	COM	14040H105	5,495	100,000	SH		DEFINED
Carnival Corp	COM	143658300	8,849	258,000	SH		DEFINED
Carnival Corp	OPTIONS	143658300	(24)	(680)	SH	CALL	DEFINED
Caterpillar Inc	COM	149123101	3,914	45,000	SH		DEFINED
Ch Robinson Worldwide Inc	COM	12541W209	9,335	157,000	SH		DEFINED
Cisco Systems Inc	COM	17275R102	7,528	360,000	SH		DEFINED
Coach Inc	COM	189754104	5,999	120,000	SH		DEFINED
Coca-cola Co/the	COM	191216100	15,165	375,000	SH		DEFINED
Conocophillips	COM	20825C104	2,705	45,000	SH		DEFINED
Costco Wholesale Corp	COM	22160K105	7,958	75,000	SH		DEFINED
Cr Bard Inc	COM	067383109	2,016	20,000	SH		DEFINED
Darden Restaurants Inc	COM	237194105	11,370	220,000	SH		DEFINED
Darden Restaurants Inc	OPTIONS	237194105	(342)	(1,900)	SH	CALL	DEFINED
Darden Restaurants Inc	OPTIONS	237194105	(125)	(300)	SH	CALL	DEFINED
Dollar General Corp	COM	256677105	7,587	150,000	SH		DEFINED
Dollar General Corp	OPTIONS	256677105	(102)	(1,500)	SH	CALL	DEFINED
Dow Chemical Co/the	COM	260543103	4,935	155,000	SH		DEFINED
Dow Chemical Co/the	OPTIONS	260543103	(177)	(1,550)	SH	CALL	DEFINED
Ebay Inc	COM	278642103	2,711	50,000	SH		DEFINED
Emc Corp/ma	COM	268648102	15,051	630,000	SH		DEFINED
Emerson Electric Co	COM	291011104	2,514	45,000	SH		DEFINED
Entergy Corp	COM	29364G103	4,408	69,700	SH		DEFINED
Expeditors International Of Washington Inc	COM	302130109	7,321	205,000	SH		DEFINED
Express Scripts Holding Co	COM	30219G108	10,377	180,000	SH		DEFINED
Exxon Mobil Corp	COM	30231G102	22,528	250,000	SH		DEFINED
Facebook Inc	COM	30303M102	4,988	195,000	SH		DEFINED
Family Dollar Stores Inc	COM	307000109	5,905	100,000	SH		DEFINED
Fedex Corp	COM	31428X106	3,928	40,000	SH		DEFINED
Franklin Resources Inc	COM	354613101	3,016	20,000	SH		DEFINED
Freeport-mcmoran Copper & Gold Inc	COM	35671D857	20,522	620,000	SH		DEFINED
Freeport-mcmoran Copper & Gold Inc	OPTIONS	35671D857	(46)	(3,050)	SH	CALL	DEFINED
General Dynamics Corp	COM	369550108	5,641	80,000	SH		DEFINED
General Electric Co	COM	369604103	21,948	949,300	SH		DEFINED
General Electric Co	OPTIONS	369604103	(158)	(2,358)	SH	CALL	DEFINED

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5			COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE	AMOUNT & TYPE OF SECURITY			INVESTMENT DISCRETION	OTHER
			(x\$1,000)	Shrs or Prn	Sh/ Prn	Put/ Call		
				Amnt	---	----		
Glaxosmithkline Plc	ADR	37733W105	3,495	74,500	SH		DEFINED	
Glaxosmithkline Plc	OPTIONS	37733W105	(227)	(745)	SH	CALL	DEFINED	
Goldman Sachs Group Inc/the	COM	38141G104	2,943	20,000	SH		DEFINED	
Google Inc	COM	38259P508	4,764	6,000	SH		DEFINED	
Google Inc	OPTIONS	38259P508	(25)	(60)	SH	CALL	DEFINED	
Hess Corp	COM	42809H107	2,506	35,000	SH		DEFINED	
Intel Corp	COM	458140100	17,699	810,000	SH		DEFINED	
Invesco Ltd	COM	G491BT108	5,647	195,000	SH		DEFINED	

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Ishares Msci Brazil Capped Index Fund	ETF	464286400	4,903	90,000	SH		DEFINED
Ishares Msci Chile Capped Investable Market Index Fund	ETF	464286640	1,493	23,000	SH		DEFINED
Ishares Msci Emerging Markets Index Fund	ETF	464287234	59,250	1,385,000	SH		DEFINED
Ishares Msci Taiwan Index Fund	ETF	464286731	4,469	335,000	SH		DEFINED
Johnson & Johnson	COM	478160104	13,045	160,000	SH		DEFINED
Jpmorgan Chase & Co	COM	46625H100	12,340	260,000	SH		DEFINED
Lockheed Martin Corp	COM	539830109	8,687	90,000	SH		DEFINED
Lorillard Inc	COM	544147101	5,447	135,000	SH		DEFINED
Lorillard Inc	OPTIONS	544147101	(131)	(1,350)	SH	CALL	DEFINED
Lowe's Cos Inc	COM	548661107	5,119	135,000	SH		DEFINED
Market Vectors Russia Etf	ETF	57060U506	2,773	100,000	SH		DEFINED
Mcdonald's Corp	COM	580135101	4,985	50,000	SH		DEFINED
Merck & Co Inc	OPTIONS	58933Y105	(93)	(1,350)	SH	CALL	DEFINED
Merck & Co Inc	COM	58933Y105	19,019	430,000	SH		DEFINED
Metlife Inc	COM	59156R108	15,778	415,000	SH		DEFINED
Metlife Inc	OPTIONS	59156R108	(47)	(1,750)	SH	CALL	DEFINED
Microchip Technology Inc	COM	595017104	2,757	75,000	SH		DEFINED
Microchip Technology Inc	OPTIONS	595017104	(194)	(750)	SH	CALL	DEFINED
Microsoft Corp	COM	594918104	27,895	975,000	SH		DEFINED
Microsoft Corp	OPTIONS	594918104	(155)	(1,850)	SH	CALL	DEFINED
Mondelez International Inc	COM	609207105	8,571	280,000	SH		DEFINED
Morgan Stanley	COM	617446448	2,857	130,000	SH		DEFINED
Murphy Oil Corp	COM	626717102	7,966	125,000	SH		DEFINED
Newmont Mining Corp	COM	651639106	18,641	445,000	SH		DEFINED
Nordstrom Inc	COM	655664100	5,247	95,000	SH		DEFINED
Northern Trust Corp	COM	665859104	10,639	195,000	SH		DEFINED
Occidental Petroleum Corp	COM	674599105	7,445	95,000	SH		DEFINED
Oracle Corp	COM	68389X105	12,774	395,000	SH		DEFINED
Paychex Inc	COM	704326107	16,658	475,000	SH		DEFINED
Pepsico Inc	COM	713448108	15,189	192,000	SH		DEFINED
Petroleo Brasileiro Sa	ADR	71654V408	994	60,000	SH		DEFINED
Pfizer Inc	COM	717081103	8,081	280,000	SH		DEFINED
Philip Morris International Inc	COM	718172109	5,563	60,000	SH		DEFINED
Pnc Financial Services Group Inc	COM	693475105	5,320	80,000	SH		DEFINED
Powershares KBW Bank	ETF	73937B746	564	21,500	SH		DEFINED
Praxair Inc	COM	74005P104	5,019	45,000	SH		DEFINED
Precision Castparts Corp	COM	740189105	5,309	28,000	SH		DEFINED
Procter & Gamble Co/the	COM	742718109	5,394	70,000	SH		DEFINED
Prudential Financial Inc	COM	744320102	12,978	220,000	SH		DEFINED
Prudential Financial Inc	OPTIONS	744320102	(446)	(850)	SH	CALL	DEFINED
Qualcomm Inc	COM	747525103	15,399	230,000	SH		DEFINED
Rockwell Collins Inc	COM	774341101	7,890	125,000	SH		DEFINED
Royal Dutch Shell Plc	ADR	780259206	4,887	75,000	SH		DEFINED
S&P 500 Index	OPTIONS	SPX000009	201	600	SH	PUT	DEFINED
S&P 500 Index	OPTIONS	SPX000009	(1,686)	(600)	SH	CALL	DEFINED
Schlumberger Ltd	COM	806857108	13,480	180,000	SH		DEFINED
Select Sector SPDR	ETF	81369Y803	(621)	(20,500)	SH		DEFINED
Staples Inc	COM	855030102	4,566	340,000	SH		DEFINED
T Rowe Price Group Inc	COM	74144T108	5,990	80,000	SH		DEFINED
Target Corp	COM	87612E106	5,818	85,000	SH		DEFINED
Teva Pharmaceutical Industries Ltd	ADR	881624209	12,301	310,000	SH		DEFINED
Tiffany & Co	COM	886547108	5,216	75,000	SH		DEFINED
Time Warner Cable Inc	COM	88732J207	5,283	55,000	SH		DEFINED
Total Sa	ADR	89151E109	11,515	240,000	SH		DEFINED

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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5			COLUMN 6
NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	MARKET VALUE	AMOUNT & TYPE OF SECURITY			INVESTMENT DISCRETION
			(x\$1,000)	Shrs or Prn Amnt	Sh/ Prn	Put/ Call	
United Parcel Service Inc	COM	911312106	6,013	70,000	SH		DEFINED
United Parcel Service Inc	OPTIONS	911312106	(357)	(700)	SH	CALL	DEFINED
Unitedhealth Group Inc	COM	91324P102	5,435	95,000	SH		DEFINED
Us Bancorp	COM	902973304	15,269	450,000	SH		DEFINED
Vale Sa	ADR	91912E105	1,297	75,000	SH		DEFINED
Verizon Communications Inc	COM	92343V104	5,529	112,500	SH		DEFINED
Verizon Communications Inc	OPTIONS	92343V104	(574)	(1,125)	SH	CALL	DEFINED
Vmware Inc	COM	928563402	2,761	35,000	SH		DEFINED
Vodafone Group Plc	ADR	92857W209	5,682	200,000	SH		DEFINED
Wal-mart Stores Inc	COM	931142103	16,088	215,000	SH		DEFINED
Wellpoint Inc	COM	94973V107	5,298	80,000	SH		DEFINED
Wells Fargo & Co	COM	949746101	23,859	645,000	SH		DEFINED
Wells Fargo & Co	OPTIONS	949746101	(190)	(1,450)	SH	CALL	DEFINED
Western Union Co/the	COM	959802109	16,694	1,110,000	SH		DEFINED
Western Union Co/the	OPTIONS	959802109	(335)	(3,600)	SH	CALL	DEFINED
Williams Cos Inc/the	COM	969457100	8,054	215,000	SH		DEFINED
Williams Cos Inc/the	OPTIONS	969457100	(520)	(2,150)	SH	CALL	DEFINED
Wynn Resorts Ltd	COM	983134107	5,632	45,000	SH		DEFINED