

Ally Financial Inc.  
Form 424B2  
July 07, 2014

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

Preliminary Pricing Supplement No. 54 - Dated Monday, July 7, 2014 (To: Prospectus dated August 24, 2012)

| CUSIP Number | Principal Selling Amount Price | Gross Concession | Net Proceeds | Coupon Type | Coupon Rate | Coupon Frequency | Maturity Date | 1st Coupon Date | 1st Coupon Amount | Survivor Option |
|--------------|--------------------------------|------------------|--------------|-------------|-------------|------------------|---------------|-----------------|-------------------|-----------------|
| 02006DEN7 [] | 100.000%<br>(1)                | 1.125%           | []           | Fixed       | 2.450%      | Monthly          | 07/15/2017    | 08/15/2014      | \$1.91            | Yes             |

**Redemption Information: Callable at 100% on 7/15/2015 and Monthly thereafter with 30 Calendar Days Notice.**

(1) Investment advisers, either registered under the Investment Advisers Act of 1940 or exempt therefrom, purchasing Notes for of their advisory clients may be offered Notes at a 0.4500% discount to the public offering price.

|              |                 |        |    |       |        |         |            |            |        |     |
|--------------|-----------------|--------|----|-------|--------|---------|------------|------------|--------|-----|
| 02006DEP2 [] | 100.000%<br>(2) | 1.700% | [] | Fixed | 3.400% | Monthly | 07/15/2019 | 08/15/2014 | \$2.64 | Yes |
|--------------|-----------------|--------|----|-------|--------|---------|------------|------------|--------|-----|

**Redemption Information: Callable at 100% on 7/15/2015 and Monthly thereafter with 30 Calendar Days Notice.**

(2) Investment advisers, either registered under the Investment Advisers Act of 1940 or exempt therefrom, purchasing Notes for of their advisory clients may be offered Notes at a 0.7500% discount to the public offering price.

Ally Financial Inc. Offering Date: Monday, July 7, 2014 through Monday, July 14, 2014

**Ally Financial Inc.**

Trade Date: Monday, July 14, 2014 @ 12:00 PM ET

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

Settle Date: Thursday, July 17, 2014

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: Incapital LLC, 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.

