

AMERIPRISE FINANCIAL INC

Form 4

February 08, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MOORE COLIN

2. Issuer Name **and** Ticker or Trading
Symbol
AMERIPRISE FINANCIAL INC
[AMP]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
1098 AMERIPRISE FINANCIAL
CENTER

3. Date of Earliest Transaction
(Month/Day/Year)
02/06/2017

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
EVP & Global CIO

(Street)
MINNEAPOLIS, MN 55474

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	02/06/2017		A		3,752 (1)	\$ 0	62,237 D
Common Stock	02/07/2017		M		13,195	A \$ 47.5	75,432 D
Common Stock	02/07/2017		M		12,239	A \$ 54.33	87,671 D
Common Stock	02/07/2017		M		25,428	A \$ 65.31	113,099 D
Common Stock	02/07/2017		F		36,624	D \$ 123.37	76,475 D

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Common Stock 02/07/2017 F 928 D \$ 123.18 75,547 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 123.37	02/06/2017		A	32,641	(2) 02/07/2027	Common Stock	32,641
Employee Stock Option (right to buy)	\$ 47.5	02/07/2017		M	13,195	(3) 05/04/2020	Common Stock	13,195
Employee Stock Option (right to buy)	\$ 54.33	02/07/2017		M	12,239	(3) 02/07/2022	Common Stock	12,239
Employee Stock Option (right to buy)	\$ 65.31	02/07/2017		M	25,428	(3) 02/05/2023	Common Stock	25,428

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MOORE COLIN
1098 AMERIPRISE FINANCIAL CENTER
MINNEAPOLIS, MN 55474

EVP &
Global
CIO

Signatures

/s/ Thomas R. Moore for Colin
Moore

02/08/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Restricted stock unit award, granted under the Ameriprise Financial 2005 Incentive Compensation Plan, will vest in three equal installments on February 6, 2018, February 6, 2019 and February 6, 2020.
- (2) One-third of the options vest after one year; one-third of the options vest after two years and the final options vest three years from February 6, 2017.
- (3) Fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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