

Ally Financial Inc.  
Form 424B2  
February 18, 2014

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

Preliminary Pricing Supplement No 39 - Dated Tuesday, February 18, 2014 (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 |
|---------------|------------------|---------------|------------------|--------------|-------------|-------------|------------------|---------------|-----------------|-------------------|-----------------|
| 02006DDG3 [ ] | 100.000%         | (1)           | 1.125%           | [ ]          | Fixed       | 2.300%      | Monthly          | 02/15/2017    | 03/15/2014      | \$1.09            | Yes             |

**Redemption Information: Callable at 100% on 2/15/2015 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 the account of their advisory clients may be offered Notes at a 0.4500% discount to the public offering price.

|               |          |     |        |     |       |        |         |            |            |        |     |                        |
|---------------|----------|-----|--------|-----|-------|--------|---------|------------|------------|--------|-----|------------------------|
| 02006DDH1 [ ] | 100.000% | (2) | 1.700% | [ ] | Fixed | 3.500% | Monthly | 02/15/2019 | 03/15/2014 | \$1.65 | Yes | Senior Unsecured Notes |
|---------------|----------|-----|--------|-----|-------|--------|---------|------------|------------|--------|-----|------------------------|

**Redemption Information: Callable at 100% on 2/15/2015 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 the account of their advisory clients may be offered Notes at a 0.7500% discount to the public offering price.

Ally Financial Inc. Offering Date: Tuesday, February 18, 2014 through Monday, February 24, 2014  
Trade Date: Monday, February 24, 2014 @ 12:00 PM ET

**Ally Financial Inc.**

Settle Date: Thursday, February 27, 2014

**Ally Financial Term Notes, Series A**

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

**Prospectus  
dated August  
24, 2012**

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.