

Ally Financial Inc.  
Form 424B2  
February 10, 2014

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

Preliminary Pricing Supplement No 38 - Dated Monday, February 10, 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 |
|--------------|--------------------------------|------------------|--------------|-------------|-------------|------------------|---------------|-----------------|-------------------|-----------------|
| 02006DDE8 [] | 100.000%<br>(1)                | 1.125%           | []           | Fixed       | 2.400%      | Monthly          | 02/15/2017    | 03/15/2014      | \$1.60            | 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 their advisory clients may be offered Notes at a 0.4500% discount to the public offering price.

|              |                 |        |    |       |        |         |            |            |        |     |
|--------------|-----------------|--------|----|-------|--------|---------|------------|------------|--------|-----|
| 02006DDF5 [] | 100.000%<br>(2) | 1.700% | [] | Fixed | 3.550% | Monthly | 02/15/2019 | 03/15/2014 | \$2.37 | Yes |
|--------------|-----------------|--------|----|-------|--------|---------|------------|------------|--------|-----|

**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 their advisory clients may be offered Notes at a 0.7500% discount to the public offering price.

Ally Financial Inc. Offering Date: Monday, February 10, 2014 through Tuesday, February 18, 2014

**Ally Financial Inc.**

Trade Date: Tuesday, February 18, 2014 @ 12:00 PM ET

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

Settle Date: Friday, February 21, 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.

