Voya Financial, Inc. Form 3 September 26, 2016

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement Voya Financial, Inc. [VOYA] Ferrara Nancy (Month/Day/Year) 09/16/2016 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 230 PARK AVENUE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director \_X\_ Form filed by One Reporting \_X\_\_ Officer Other Person NEW YORK, NYÂ 10169 (give title below) (specify below) Form filed by More than One See Remarks Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 19,310 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 $Table\ II\ -\ Derivative\ Securities\ Beneficially\ Owned\ (\textit{e.g.},\ puts,\ calls,\ warrants,\ options,\ convertible\ securities)$ 

1. Title of Derivative Security (Instr. 4)	•		3. Title and Amount of Securities Underlying Derivative Security		4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
			(Instr. 4)		Price of	Derivative	(Instr. 5)
	Date	Expiration Date	Title	Amount or	Derivative	Security:	
					Security	Direct (D)	
	Exercisable			Number of		or Indirect	

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				Shares		(I) (Instr. 5)	
Performance Stock Unit	(1)	(1)	Common Stock	9,608 (2)	\$ <u>(1)</u>	D	Â
Restricted Stock Units	(1)	(1)	Common Stock	17,758	\$ <u>(1)</u>	D	Â
2015 Performance-Based Stock Options	(3)	12/16/2025(4)	Common Stock	35,800	\$ 37.6	D	Â

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
Toporting O when I while , i zuur ess	Director	10% Owner	Officer	Othe		
Ferrara Nancy 230 PARK AVENUE NEW YORK Â NYÂ 10169	Â	Â	See Remarks	Â		

## **Signatures**

/s/ Jean Weng, Attorney
in Fact

\*\*Signature of Reporting Person

Date

#### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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) The stock units will vest based on their respective award agreements.
- The number of shares of common stock that will be delivered for each performance stock unit depends on the achievement of certain performance factors. Depending on actual performance, the number of shares of common stock delivered upon the vesting date can range from 0% to 150% of the number presented above.
- The options are subject to vesting conditions based on the achievement over a four quarter period of specified levels of Ongoing Business (3) Adjusted Operating Return on Equity. The options generally become exercisable one year following achievement of the relevant vesting condition
- (4) To the extent that the relevant vesting condition discussed in footnote (3) has not been met by December 31, 2018, any unvested options will expire without value.

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#### **Remarks:**

Executive Vice President, Operations and Continuous Improvement Exhibit List: Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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