

AMERIPRISE FINANCIAL INC
 Form 4
 October 04, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
TRUSCOTT WILLIAM F

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)
707 SECOND AVENUE SOUTH
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/30/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Pres - U.S. Asset Mgmt, CIO

MINNEAPOLIS, MN 55474

(City) (State) (Zip)

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

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

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 | (D) | Price |
| Common Stock ⁽¹⁾ | 10/03/2005 | | A | | 21,408 | A | \$ 0 |
| | | | | | 27,318 | D | |

Reminder: Report on a separate line for each class of securities beneficially 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.

SEC 1474 (9-02)

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

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| 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 of Underlying Securities (Instr. 3 and 4) | | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Employee Stock Option (Right to Buy) ⁽²⁾ | \$ 20.819 | 09/30/2005 | | A | 48,134 | ⁽³⁾ | 01/26/2013 | Common Stock | 48,134 |
| Employee Stock Option (Right to Buy) ⁽²⁾ | \$ 31.313 | 09/30/2005 | | A | 75,811 | ⁽⁴⁾ | 01/25/2014 | Common Stock | 75,811 |
| Employee Stock Option (Right to Buy) ⁽²⁾ | \$ 32.587 | 09/30/2005 | | A | 77,015 | ⁽⁵⁾ | 01/23/2015 | Common Stock | 77,015 |
| Employee Stock Option (Right to Buy) ⁽⁶⁾ | \$ 35.035 | 10/03/2005 | | A | 276,817 | ⁽⁶⁾ | 10/02/2015 | Common Stock | 276,817 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| TRUSCOTT WILLIAM F 707 SECOND AVENUE SOUTH MINNEAPOLIS, MN 55474 | | | Pres - U.S. Asset Mgmt, CIO | |

Signatures

/s/ Julie E. Ramacher for William F. Truscott

10/04/2005

⁽²⁾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).

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- (1) Restricted stock award, granted under the Ameriprise Financial 2005 Incentive Compensation Plan, will vest in four equal installments on October 3, 2006, 2007, 2008 and 2009.
Employee stock option granted under Ameriprise Financial 2005 Incentive Compensation Plan in substitution of employee stock option
- (2) originally granted to the reporting person under the American Express Company 1998 Incentive Compensation Plan, adjusted to reflect the distribution of Ameriprise Financial, Inc. on September 30, 2005.
- (3) The reported employee stock option will become exercisable on the same schedule as the American Express Company stock option it replaced; in two equal installments January 27, 2006 and 2007.
- (4) The reported employee stock option will become exercisable on the same schedule as the American Express Company stock option it replaced; in three equal installments January 26, 2006, 2007 and 2008.
- (5) The reported employee stock option will become exercisable on the same schedule as the American Express Company stock option it replaced; in four equal installments on January 24, 2006, 2007, 2008 and 2009.
- (6) The reported employee stock option, granted under the Ameriprise Financial 2005 Incentive Compensation Plan, will become exercisable in four equal installments on October 3, 2006, 2007, 2008 and 2009.

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.