Edgar Filing: MARSHALL SIRI S - Form 4

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Form 4	45										
April 25, 2008								OMB APPROVAL			
		NITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287		
Check this box if no longer subject to Section 16. Form 4 or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estimated burden hou	Expires:January 31 200Estimated averageburden hours per response0.		
Form 5 obligations may continue. <i>See</i> Instruction 1(b).	-	(a) of the H	Public U	tility Hol	ding Cor		nge Act of 1934, of 1935 or Secti 940				
(Print or Type Respor	nses)										
MARSHALL SIRI S S			2. Issuer Name and Ticker or Trading Symbol AMERIPRISE FINANCIAL INC [AMP]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (GENERAL COU OFFICE, 1098 A FINANCIAL CE	JNSEL'S MERIPRIS	Middle) E	3. Date o	f Earliest Tr Day/Year) 2008	ransaction		X Director Officer (giv below)		% Owner ler (specify		
			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 					
	State)	(Zip)	Tab	la I Non I	Domizzatizza	Securities A	Person	of or Ponoficio	lly Owned		
1.Title of 2. Tra	insaction Date th/Day/Year)	2A. Deeme	ed Date, if	3. Transaction Code (Instr. 8) Code V	4. Securit nAcquired Disposed (Instr. 3, 4	ies (A) or of (D)	cquired, Disposed 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 Indirect		
Reminder: Report on	a separate line	e for each cla	ass of secu	urities benef	ficially own	ned directly o	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 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. Transactic Code (Instr. 8)	nsactionDerivative E: le Securities (N		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 or Number of Shares	
Phantom Stock (Annual)	(1)	04/23/2008		А	1,946.737	(2)	(2)	Common Stock	1,946.73′	

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Reporting Owners

Reporting Owner Name / Address	Relationships					
Treporting of the Country Country	Director	10% Owner	Officer	Othe		
MARSHALL SIRI S GENERAL COUNSEL'S OFFICE 1098 AMERIPRISE FINANCIAL CENTER MINNEAPOLIS, MN 55474	Х					
Signatures						
/s/ Thomas R. Moore for Siri S. Marshall	04/25/20	008				
**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) Each share of phantom stock represents the right to receive one share of Ameriprise Financial, Inc. common stock.

Upon ceasing to be a non-employee director of Ameriprise Financial, Inc., the reporting director will receive common stock of

(2) Ameriprise Financial, Inc. in settlement of the reporting director's deferred share units on a one-for-one basis in a lump sum at the end of the quarter immediately following the quarter in which the reporting director's termination of service on the Board of Directors occurs.

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.