

AMERIPRISE FINANCIAL INC
Form 4
October 04, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
SALOW GLEN

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)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

707 SECOND AVENUE SOUTH

09/30/2005

Exec VP - Tech and Operations

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

MINNEAPOLIS, MN 55474

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 | (A) or (D) | Price |
| Common Stock <u>(1)</u> <u>(2)</u> | 09/30/2005 | | A | | 8,022 | A | \$ 0 |
| Common Stock <u>(1)</u> <u>(3)</u> | 09/30/2005 | | A | | 2,968 | A | \$ 0 |
| Common Stock <u>(1)</u> <u>(4)</u> | 09/30/2005 | | A | | 3,726 | A | \$ 0 |
| Common Stock <u>(5)</u> | 10/03/2005 | | A | | 21,408 | A | \$ 0 |
| Common Stock | | | | | | | 57 |
| | | | | | | I | By ISP Trust <u>(6)</u> |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

| 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) ⁽⁷⁾ | \$ 31.695 | 09/30/2005 | | A | 17,649 | ⁽⁸⁾ 03/26/2010 | Common Stock 17,649 |
| Employee Stock Option (Right to Buy) ⁽⁷⁾ | \$ 20.819 | 09/30/2005 | | A | 129,962 | ⁽⁹⁾ 01/26/2013 | Common Stock 129,962 |
| Employee Stock Option (Right to Buy) ⁽⁷⁾ | \$ 31.313 | 09/30/2005 | | A | 194,943 | ⁽¹⁰⁾ 01/25/2014 | Common Stock 194,943 |
| Employee Stock Option (Right to Buy) ⁽⁷⁾ | \$ 32.587 | 09/30/2005 | | A | 208,581 | ⁽¹¹⁾ 01/23/2015 | Common Stock 208,581 |
| Employee Stock Option (Right to Buy) ⁽¹²⁾ | \$ 35.035 | 10/03/2005 | | A | 276,817 | ⁽¹²⁾ 10/02/2015 | Common Stock 276,817 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

SALOW GLEN
707 SECOND AVENUE SOUTH
MINNEAPOLIS, MN 55474

Exec VP -
Tech and
Operations

Signatures

/s/ Julie E. Ramacher for Glen
Salow

10/04/2005

__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) Restricted stock award granted under the Ameriprise Financial 2005 Incentive Compensation Plan in substitution of the restricted stock award 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.
- (2) Restricted stock award will vest on the same schedule as the American Express Company restricted stock award it replaced; in total on February 28, 2006.
- (3) Restricted stock award will vest on the same schedule as the American Express Company restricted stock award it replaced; in two equal installments on January 27, 2006 and 2007.
- (4) Restricted stock award will vest on the same schedule as the American Express Company restricted stock award it replaced; in two equal installments of January 26, 2006 and 2007.
- (5) 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.
- (6) Estimate of the number of shares held in reporting person's account in the Ameriprise Financial Stock Fund under the American Express Company Incentive Savings Plan as a result of the distribution with respect to such reporting person's holdings in the American Express Company pooled stock fund as of September 19, 2005. This plan uses unit accounting and the number of shares that a participant is deemed to hold varies with the unit price of the Ameriprise Financial Stock Fund.
- (7) Employee stock option granted under Ameriprise Financial 2005 Incentive Compensation Plan in substitution of employee stock option 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.
- (8) The reported employee stock option will become exercisable on the same schedule as the American Express Company stock option it replaced; in total on March 28, 2006.
- (9) 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 on January 27, 2006 and 2007.
- (10) 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.
- (11) 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.
- (12) The reported employee stock option, granted under the Ameriprise Financial 205 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.