

Stewart David Kent  
 Form 4  
 December 07, 2012

**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 \*  
 Stewart David Kent

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)

GENERAL COUNSEL'S  
 OFFICE, 1098 AMERIPRISE  
 FINANCIAL CENTER

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 11/05/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Sr Vice Pres and Controller

(Street)

MINNEAPOLIS, MN 55474

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

(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 Indirect Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/05/2010		M		6,418	A	\$ 20.819
Common Stock	11/05/2010		M		9,627	A	\$ 31.313
Common Stock	11/05/2010		M		14,440	A	\$ 32.587
Common Stock	11/05/2010		S		25,814	D	\$ 54.6395
							(1)

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Common Stock	12/06/2012		M	12,323	A	\$ 43.655	32,110	D	
Common Stock	12/06/2012		M	28,257	A	\$ 21.34	60,367	D	
Common Stock	12/06/2012		S	34,316	D	\$ 61.293 (2)	26,051 (3)	D	
Common Stock							323.08	I	By 401(k) Plan (4)

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

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SEC 1474  
(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 or Number of Shares
Employee Stock Option (Right to Buy)	\$ 20.819	11/05/2010		M	6,418	01/27/2007	01/26/2013	Common Stock	6,418
Employee Stock Option (Right to Buy)	\$ 31.313	11/05/2010		M	9,627	01/26/2008	01/25/2014	Common Stock	9,627
Employee Stock Option (Right to Buy)	\$ 32.587	11/05/2010		M	14,440	01/24/2009	01/23/2015	Common Stock	14,440
Employee Stock Option	\$ 43.655	12/06/2012		M	12,323	01/26/2009	01/27/2016	Common Stock	12,323

(Right to Buy)

Employee Stock

Option	\$ 21.34	12/06/2012	M	28,257	02/02/2012	02/02/2019	Common Stock	28,257
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(Right to Buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stewart David Kent GENERAL COUNSEL'S OFFICE 1098 AMERIPRISE FINANCIAL CENTER MINNEAPOLIS, MN 55474			Sr Vice Pres and Controller	

## Signatures

/s/ Thomas R. Moore for David Kent  
Stewart

12/07/2012

\_\_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) Reflects the weighted average price of 25,814 shares of common stock of Ameriprise Financial, Inc. sold by the reporting person in multiple transactions on November 5, 2010 with sale prices ranging from \$54.3610 to \$54.7371 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price

(2) Reflects the weighted average price of 34,316 shares of common stock of Ameriprise Financial, Inc. sold by the reporting person in multiple transactions on December 6, 2012 with sale prices ranging from \$61.22 to \$61.40 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(3) The balance reported on this Form 4 also reflects that the reporting person's Form 4 filed on February 1, 2011, and all subsequent Form 4s, understated the amount of securities owned by the reporting person by 4,671 shares of common stock.

(4) Estimate of the number of shares held in the reporting person's account in the Ameriprise Financial Stock Fund under the Ameriprise Financial 401(k) plan as of December 5, 2012. This plan uses unit accounting and the number of shares that a participant is deemed to hold varies with the price of Ameriprise stock

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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