

Voya Financial, Inc.
 Form 3
 August 18, 2015

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

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Horan Joseph D. | | (Month/Day/Year) | Voya Financial, Inc. [VOYA] | |
| (Last) | (First) | (Middle) | 08/15/2015 | |
| 230 PARK AVENUE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| NEW YORK,Â NYÂ 10169 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | See Remarks | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 2,944 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|------------------------|-------|-------|--------------|--------|--------|-------------------|---|
| Restricted Stock Units | Â (1) | Â (1) | Common Stock | 1,667 | \$ (2) | D | Â |
| Performance Stock Unit | Â (1) | Â (1) | Common Stock | 1,364 | \$ (3) | D | Â |
| Restricted Stock Units | Â (4) | Â (4) | Common Stock | 1,585 | \$ (2) | D | Â |
| Performance Stock Unit | Â (4) | Â (4) | Common Stock | 854 | \$ (3) | D | Â |
| Restricted Stock Units | Â (5) | Â (5) | Common Stock | 450 | \$ (2) | D | Â |
| Performance Stock Unit | Â (5) | Â (5) | Common Stock | 2,007 | \$ (3) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| Horan Joseph D. 230 PARK AVENUE NEW YORK, NY 10169 | Â | Â | Â See Remarks | Â |

Signatures

/s/ Jean Weng, Attorney
in Fact 08/18/2015

**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) 1/3 of the stock units will vest on March 6, 2016, 1/3 on March 6, 2017 and 1/3 on March 6, 2018.

(2) Each stock unit represents a conditional right to receive one share of the Issuer's Common Stock.

The number of shares of Common Stock that will be delivered for each performance stock unit depends on the achievement of certain
(3) performance factors. Depending on actual performance, the number of shares of Common Stock delivered upon vesting can range from 0% to 150% of the number presented above.

(4) 1/2 of the stock units will vest on March 7, 2016 and 1/2 on March 7, 2017.

(5) All of the stock units will vest on March 27, 2016.

Â

Remarks:

Interim Chief Accounting Officer

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.

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