Voya Financial, Inc. Form 4 September 10, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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January 31, 2005

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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

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person *

Nelson Charles P

(First) (Middle)

230 PARK AVE

(Last)

1. Title of

Security

(Instr. 3)

Security

(Street)

2. Issuer Name and Ticker or Trading Symbol

Voya Financial, Inc. [VOYA]

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

09/08/2015

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify

CEO, Retirement

6. Individual or Joint/Group Filing(Check

Applicable Line)

X 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

NEW YORK, NY 10169

(City) (State)

(Month/Day/Year)

or Exercise

(Zip)

2. Transaction Date 2A. Deemed

3. 4. Securities Execution Date, if

(Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

(A)

5. Amount of Securities Beneficially Owned Following

(I) (Instr. 4)

6. Ownership

Form: Direct

7. Nature of Indirect (D) or Indirect Beneficial Ownership

(Instr. 4)

(Month/Day/Year)

Reported Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

Securities

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

any

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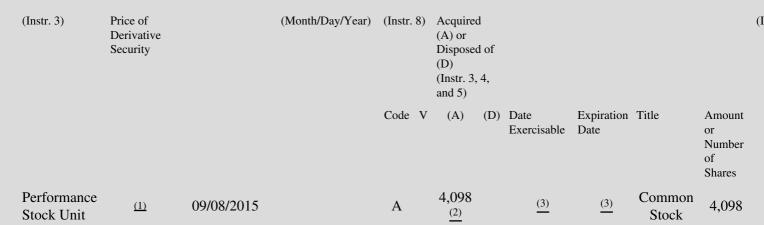
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Code

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number 6. Date Exercisable and 7. Title and Amount of 8 Derivative Conversion (Month/Day/Year) Execution Date, if Transaction of Derivative Expiration Date **Underlying Securities**

(Instr. 3 and 4)

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Nelson Charles P 230 PARK AVE NEW YORK, NY 10169

CEO, Retirement

Signatures

/s/ Jean Weng, Attorney

in Fact 09/10/2015

**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 stock unit represents a conditional right to receive a number of the Issuer's common stock. See footnote (2) below.
- The number of shares of Common Stock that will be delivered for each performance stock unit depends on the achievement of certain
- (2) 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.
- (3) The performance stock units have a three-year vesting date.

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.

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