

AMERIPRISE FINANCIAL INC  
 Form 4  
 August 22, 2006

**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 \*  
**NODDLE JEFFREY**

(Last) (First) (Middle)

GENERAL COUNSEL'S  
 OFFICE, 50591 AMERIPRISE  
 FINANCIAL CENTER

(Street)

MINNEAPOLIS, MN 55474

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**AMERIPRISE FINANCIAL INC [AMP]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**08/18/2006**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

| 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | (A) or (D)                     | Code V  | Amount  | Price  |                                   |

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)**

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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. 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) | 8. Pr Deri Secu (Inst |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|-----------------------|
| Phantom Stock (Quarterly Dividend on Annual Grant)      | (1)  | 08/18/2006                           |  | A                              | 9.331   | (2) (2)  | Common Stock 9.331  | S                     |
| Phantom Stock (Quarterly Dividend on Retainer Deferral) | (1)  | 08/18/2006                           |  | A                              | 3.079   | (3) (3)  | Common Stock 3.079  | S                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| NODDLE JEFFREY<br>GENERAL COUNSEL'S OFFICE<br>50591 AMERIPRISE FINANCIAL CENTER<br>MINNEAPOLIS, MN 55474 | X             |           |         |       |

## Signatures

/s/ Julie E. Ramacher for Jeffrey Noddle  
 08/22/2006  
 \*\*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).  
 Each share of phantom stock represents the right to receive one share of Ameriprise Financial, Inc. Common Stock. Deemed quarterly dividends were awarded for the reported deferred share unit award granted to the reporting director under the Ameriprise Financial (1) Deferred Share Plan. The record date for the deemed dividends was August 8, 2006 and the deemed quarterly dividends were credited on August 18, 2006.

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- 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.
  - (3) Distribution of Ameriprise Financial, Inc. deferred share units are made in accordance with the distribution elections made by the plan participants in the manner permitted by the Ameriprise Financial Deferred Plan for Outside Directors.

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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