

AMERIPRISE FINANCIAL INC
 Form 4
 February 06, 2007

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 *
 TRUSCOTT WILLIAM F

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)
 02/02/2006

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Pres - U.S. Asset Mgmt, CIO

GENERAL COUNSEL'S
 OFFICE, 1098 AMERIPRISE
 FINANCIAL CENTER

(Street)

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

MINNEAPOLIS, MN 55474

(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	02/02/2007		M			48,134	A	\$ 20.819	87,738	D	
Common Stock	02/02/2007		S			2,263	D	\$ 59.43	85,475	D	
Common Stock	02/02/2007		S			200	D	\$ 59.44	85,275	D	
Common Stock	02/02/2007		S			200	D	\$ 59.45	85,075	D	
	02/02/2007		S			10,876	D	\$ 59.46	74,199	D	

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Common Stock										
Common Stock	02/02/2007		S	1,270	D	\$ 59.47	72,929		D	
Common Stock	02/02/2007		S	1,700	D	\$ 59.48	71,229		D	
Common Stock	02/02/2007		S	201	D	\$ 59.49	71,028		D	
Common Stock	02/02/2007		S	2,700	D	\$ 59.5	68,328		D	
Common Stock	02/02/2007		S	9,847	D	\$ 59.51	58,481		D	
Common Stock	02/02/2007		S	708	D	\$ 59.52	57,773		D	
Common Stock	02/02/2007		S	600	D	\$ 59.53	57,173		D	
Common Stock	02/02/2007		S	900	D	\$ 59.55	56,273		D	
Common Stock	02/02/2007		S	7,100	D	\$ 59.57	49,173		D	
Common Stock	02/02/2007		S	406	D	\$ 59.58	48,767		D	
Common Stock							57		I	By 401(k) Plan ⁽¹⁾

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 or Number of Shares

Employee Stock Option (right to buy)	\$ 20.819	02/02/2007	M	48,134	(2)	01/26/2013	Common Stock	48,134
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TRUSCOTT WILLIAM F GENERAL COUNSEL'S OFFICE 1098 AMERIPRISE FINANCIAL CENTER MINNEAPOLIS, MN 55474			Pres - U.S. Asset Mgmt, CIO	

Signatures

/s/ David H. Weiser for William Fredrick Truscott	02/06/2007
<small>**Signature of Reporting Person</small>	<small>Date</small>

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).
Estimate of the number of shares held in the reporting person's account in the Ameriprise Financial Stock Fund under the Ameriprise
(1) Financial 401(k) plan as of December 31, 2006. This plan uses unit accounting and the number of shares that a participant is deemed to hold varies with the price of Ameriprise stock.
(2) The stock option became exercisable as to 50% of the shares on each of January 27, 2006 and January 27, 2007.

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.