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GENWORT Form 4 January 03,	TH FINANCIAL 1 2007	INC										
FORM /									OMB APPROVAL			
-	UNITED	STATES		CURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					3235-	0287		
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								Expires: January 31, 2005 Estimated average burden hours per response 0.5				
(Print or Type	Responses)											
				er Name and 70RTH FI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(of Earliest Tr Day/Year) 2006	X_ Director 10% Owner Officer (give title Other (specify below) below)							
				Filed(Month/Day/Year) App _X_			Individual or Joint/Group Filing(Check oplicable Line) Form filed by One Reporting Person Form filed by More than One Reporting roon					
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative Securities A		of, or l	Beneficia	lly Owned	d		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transaction Code (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form:	Direct Indirect	7. Nature Indirect Beneficia Ownersh (Instr. 4)	al ip		
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities benef	ficially owned directly	or indirectly.						
Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.SEC 1474 (9-02)												
	Tab	le II - Deriv	vative Sec	curities Acq	uired, Disposed of, or	Beneficially Owned	1					

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)			(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	<u>(1)</u>	12/29/2006		А	710.9426		<u>(1)</u>	<u>(1)</u>	Class A Common Stock	710.9426

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
WHEELER THOMAS B C/O GENWORTH FINANCIAL, INC. 6620 WEST BROAD STREET RICHMOND, VA 23230	Х					
Signatures						
/s/ Richard J. Oelhafen, Jr., Attorney-in-Fact		01/03/2007				
**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).

Deferred Stock Units become payable in cash (based on the cash value of a share of Class A Common Stock) beginning one year after (1) termination of service as a director. The Reporting Person may elect to receive such amount as a lump sum or in payments spread out for up to 10 years.

(2) The number of Deferred Stock Units acquired represents a portion of the Reporting Person's retainer fee and was based on a price of \$33.7580 per share of Class A Common Stock.

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.