Edgar Filing: RIEPE JAMES S - Form 4

RIEPE JAM	IES S										
Form 4											
January 05,											
FORM		STATES	SECU	RITIFS /	ND FX	CHANGE	COMMISSIO	NT.	PPROVAL		
Washington, D.C. 20549								Nomber:	3235-0287		
Check this box if no longer CTLA TERMENTE OF CHANCES IN DENERICIAL ON NEEDS								Expires:	January 31, 2005		
subject to Section 16. Form 4 or							Estimated avera				
Form 5 obligatio may con <i>See</i> Instr 1(b).	ons Section 17(a) of the l	Public U	Itility Hol	ding Coi		nge Act of 1934, of 1935 or Section 940				
(Print or Type	Responses)										
RIEPE JAMES S Symbol				2. Issuer Name and Ticker or Trading ymbol JENWORTH FINANCIAL INC			5. Relationship of Reporting Person(s) to Issuer				
GE [G1					INANCI	AL INC	(Check all applicable)				
(Montl				. Date of Earliest Transaction Month/Day/Year) 2/31/2009			X_ Director 10% Owner Officer (give title Other (specify below) below)				
				. If Amendment, Date Original iled(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
KICHWON	ND, VA 25250						Person				
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/Year)		Date, if		Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	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 Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amount	(D) Price					
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.				
•							SEC 1474 (9-02)				
	Tab					posed 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	Transacti	orDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	3)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(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>	12/31/2009		А		2,106.372		<u>(1)</u>	(1)	Class A Common Stock	2,106.372

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
RIEPE JAMES S C/O GENWORTH FINANCIAL, INC 6620 WEST BROAD STREET RICHMOND, VA 23230	X					
Signatures						
/s/ Richard J. Oelhafen, Jr., by power of attorney		01/05/2010				
** 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) Deferred Stock Units become payable in shares of Class A Common Stock beginning one year after termination of service as a director. The Reporting Person has previously elected to receive such amount in a single payment 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 \$11.3940 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.