## Edgar Filing: GENWORTH FINANCIAL INC - Form 4

GENWORTH Form 4 October 30, 20	FINANCIAL	INC									
FORM	OMB A	PPROVAL									
	N OMB	3235-0287									
Check this	box		Wa	shington, I	D.C. 20549		Number:	January 31,			
if no longe subject to Section 16. Form 4 or Form 5	SIAIEN			NGES IN B SECURI	Estimated burden hou	Expires: 2005 Estimated average burden hours per response 0.5					
Form 5 obligations may continue. See Instruction 1(b). 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 Re	esponses)										
1. Name and Address of Reporting Person <u>*</u> WHEELER THOMAS B				er Name <b>and</b> T	ficker or Trading	5. Relationship of Reporting Person(s) to Issuer					
	GENWORTH FINANCIAL INC [GNW]			(Check all applicable)							
(Mon				of Earliest Tran Day/Year)	isaction	X_ Director10% Owner Officer (give titleOther (specify below) below)					
	EST BROAD		10/29/2	2007							
				Filed(Month/Day/Year) Applicable Line) _X_Form filed by O			One Reporting P	int/Group Filing(Check One Reporting Person Iore than One Reporting			
RICHMOND	, VA 23230					Person	More than One K	eporting			
(City)	(State)	(Zip)	Tab	le I - Non-De	rivative Securities A	cquired, Disposed	of, or Beneficia	lly Owned			
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution D any (Month/Day,		Date, if Transaction Code I		. Securities Acquired (A) or Disposed of (D) Instr. 3, 4 and 5)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code V A	(A) or amount (D) Price	Transaction(s) (Instr. 3 and 4)					
Reminder: Repor	rt on a separate line	e for each cla	ass of sec	urities benefic	ially owned directly o	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 Acqui	red, 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	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	D

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Security (Instr. 3)	or Exercise Price of Derivative Security		any Code (Month/Day/Year) (Instr. 8		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	<u>(1)</u>	10/29/2007		А	37.3713		<u>(1)</u>	<u>(1)</u>	Class A Common Stock	37.3713

## **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		10/30/2007				
**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

- termination of service as a director. The Reporting Person may elect to receive such amount as a lump sum or in a payments spread out for up to 10 years.
- (2) Additional Deferred Stock Units acquired represent dividend equivalents of \$1,042.66 reinvested at \$27.90 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.

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