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KARCH NA	NCY J										
Form 4											
July 02, 2012	2										
FORM	4		GEGU			GUANGE			PPROVAL		
Washington, D.C. 20549									3235-0287		
Check this box if no longer									January 31,		
if no longer subject to Section 16. Form 4 or							WNERSHIP OF	Estimated burden hou	timated average rden hours per ponse 0.5		
Form 5 obligatio may cont <i>See</i> Instru 1(b).	ns Section 17(a) of the I	Public U	Jtility Hol	ding Cor		nge Act of 1934, of 1935 or Secti 1940	·	. 0.0		
(Print or Type I	Responses)										
1. Name and A KARCH NA	2. Issuer Name and Ticker or Trading Symbol GENWORTH FINANCIAL INC				5. Relationship of Reporting Person(s) to Issuer						
			[GNW]				(Check all applicable)				
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction				_X_ Director 10% Owner Officer (give title Other (specify				
	ORTH FINANC		(Month/ 06/29/2	Day/Year) 2012			below)	below)	ler (specify		
	(Street)		4. If Am	endment, D	ate Origina	ıl	6. Individual or	Joint/Group Fili	ng(Check		
Filed(M				_X_ Form				ne) d by One Reporting Person l by More than One Reporting			
RICHMON	D, VA 23230						Person	whole than one R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	2. Transaction Date (Month/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	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)		
Reminder: Ren	oort on a separate line	for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly				
холлиот. кер	or on a separate find				Perso inform requir	ns who res nation cont red to resp ays a curre	spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab				-	posed of, or convertible	Beneficially Owner securities)	1			

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	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)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/	(Month/Day/Year) (Instr. 3 and 4)		4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	<u>(1)</u>	06/29/2012		А	5,448.289		<u>(1)</u>	<u>(1)</u>	Class A Common Stock	5,448.289

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
KARCH NANCY J C/O GENWORTH FINANCIAL, INC. 6620 WEST BROAD STREET RICHMOND, VA 23230	Х						
Signatures							
/s/ Christine A. Ness, by power of attorney	07	7/02/2012					
**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 \$5.2310 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.