Edgar Filing: GENWORTH FINANCIAL INC - Form 4

GENWORTH FINANCIAL INC Form 4 October 02, 2006 FORM 4 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).							N OMB Number Expires Estimat burden respons	Number:3235-0287Expires:January 31, 2005Estimated average burden hours per response0.5		
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> PARKE JAMES A			2. Issuer Name and Ticker or Trading Symbol GENWORTH FINANCIAL INC [GNW]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) C/O GENWORTH FINANCIAL, INC., 6620 WEST BROAD STREET			3. Date of Earliest Transaction (Month/Day/Year) 09/29/2006			X_ Director 10% Owner Officer (give title Other (specify below) below)				
	4. If Amendment, Date Original Filed(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 						
	ND, VA 23230						Person			
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Benef	cially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		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. Ownershi Form: Direct (D) or Indire (I) (Instr. 4)	*	
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly of	or indirectly.			
							SEC 1474 (9-02)			
	Tab					posed of, or convertible :	Beneficially Owner securities)	d		

1. Title of2.3. Transaction Date3A. Deemed4.5. Number of6. Date Exercisable and7. Title and Amount ofDerivativeConversion(Month/Day/Year)Execution Date, ifTransactionDerivativeExpiration DateUnderlying 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	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares	
Deferred Stock Units	(1)	09/29/2006		А	1,135.0416		<u>(1)</u>	<u>(1)</u>	Class A Common Stock	1,135.04	

Reporting Owners

Reporting Owner Name / Address	Relationships					
F	Director	10% Owner	Officer	Other		
PARKE JAMES A C/O GENWORTH FINANCIAL, INC. 6620 WEST BROAD STREET RICHMOND, VA 23230	Х					
Signatures						
/s/ Richard J. Oelhafen, Jr., Attorney-in-Fact		10/02/2006				
<u>**</u> 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 the Reporting Person's retainer fee and was based on a price of \$35.2410 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.