

GENWORTH FINANCIAL INC
 Form 3
 April 02, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â CORBIN AMY RENEE
 (Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
 03/31/2008

3. Issuer Name and Ticker or Trading Symbol
 GENWORTH FINANCIAL INC [GNW]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 Vice President and Controller

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

C/O GENWORTH FINANCIAL, INC.,Â 6620 WEST BROAD STREET

(Street)

RICHMOND,Â VAÂ 23230

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable Date Expiration Date

Title Amount or Number of

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				Shares		or Indirect (I) (Instr. 5)	
Stock Options (right to buy)	Â <u>(1)</u>	05/25/2014	Class A Common Stock	30,000	\$ 19.5	D	Â
Stock Options (right to buy)	Â <u>(2)</u>	07/20/2015	Class A Common Stock	1,200	\$ 32.1	D	Â
Stock Options (right to buy)	Â <u>(3)</u>	08/09/2016	Class A Common Stock	2,700	\$ 34.13	D	Â
Stock Options (right to buy)	Â <u>(4)</u>	07/31/2017	Class A Common Stock	2,850	\$ 30.52	D	Â
Stock Options (right to buy)	Â <u>(5)</u>	02/13/2018	Class A Common Stock	5,700	\$ 22.8	D	Â
Restricted Stock Units	Â <u>(6)</u>	Â <u>(6)</u>	Class A Common Stock	267	\$ <u>(7)</u>	D	Â
Restircted Stock Units	Â <u>(8)</u>	Â <u>(8)</u>	Class A Common Stock	600	\$ <u>(7)</u>	D	Â
Restricted Stock Units	Â <u>(9)</u>	Â <u>(9)</u>	Class A Common Stock	634	\$ <u>(7)</u>	D	Â
Restricted Stock Units	Â <u>(10)</u>	Â <u>(10)</u>	Class A Common Stock	1,267	\$ <u>(7)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CORBIN AMY RENEE C/O GENWORTH FINANCIAL, INC. 6620 WEST BROAD STREET RICHMOND, VA 23230	Â	Â	Â Vice President and Controller	Â

Signatures

/s/ Richard J. Oelhafen, Jr.,
Attorney-in-Fact

04/02/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Vested 25% on each of 5/25/2006 and 5/25/2007. Remaining award vests 25% on each of 5/25/2008 and 5/25/2009.
- (2) Vested 20% on each of 7/20/2006 and 7/20/2007. Remaining award vests 20% on each of 7/20/2008, 7/20/2009 and 7/20/2010.
- (3) Vested 20% on 8/9/2007. Remaining award vests 20% on each of 8/9/2008, 8/9/2009, 8/9/2010 and 8/9/2011.
- (4) Vests in 20% annual increments beginning on 7/31/2008.
- (5) Vests in 20% annual increments beginning on 2/13/2009.
- (6) Vests and converts to Class A Common Stock: 50% on each of 7/20/2008 and 7/20/2010.
- (7) Restricted Stock Units settle in Class A Common Stock on a 1:1 basis.
- (8) Vests and converts to Class A Common Stock: 50% on each of 8/9/2009 and 8/9/2011.
- (9) Vests and converts to Class A Common Stock: 50% on each of 7/31/2010 and 7/31/2012.
- (10) Vests and converts to Class A Common Stock: 50% on each of 2/13/2011 and 2/13/2013.

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.