## Edgar Filing: Schneider Kevin Douglas - Form 4

Schneider Kevin l	Douglas									
Form 4	<b>`</b>									
February 17, 2009	)								PPROVAL	
FORM 4	UNITED	STATES	SECU	RITIES A	AND EX	CHANGE	COMMISSION		FFNOVAL	
UNITED STATES SECURITIES AND EXCHANGE CO Washington, D.C. 20549								Number:	3235-0287	
Check this box if no longer			Expires:	January 31, 2005						
subject to Section 16. Form 4 or							OWNERSHIP OF Estimated average burden hours per response			
Form 5 obligations may continue. <i>See</i> Instruction 1(b).	-	a) of the F	Public U	Jtility Hol	ding Cor		nge Act of 1934, of 1935 or Section 940			
(Print or Type Respor	nses)									
1. Name and Address of Reporting Person <u>*</u> Schneider Kevin Douglas				er Name <b>an</b>		-	5. Relationship of Reporting Person(s) to Issuer			
			GENWORTH FINANCIAL INC [GNW]				(Check all applicable)			
				of Earliest T Day/Year)	ransaction		Director X Officer (given the second secon	ve title Oth	% Owner her (specify	
C/O GENWORT INC., 6620 WES			02/12/2	-			below)	below) VP - Genworth		
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)				վ	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
RICHMOND, V	A 23230							More than One R		
(City) (S	State)	(Zip)	Tab	ole I - Non-I	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution I any (Month/Day					(A) or of (D)	Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
						(A) or	Transaction(s)			
				Code V	Amount	(D) Price	(Instr. 3 and 4)			
Reminder: Report on	a separate line	for each cla	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
					inforn requii	nation cont red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tabl					posed of, or convertible	Beneficially Owned securities)	1		

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 (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	`` <b>`</b>	(Month/Day/Year)		4)	<b>9</b> (
				Code V	(A) (E	) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Settled SARs	\$ 2.46	02/12/2009		А	72,000	<u>(1)</u>	02/12/2019	Class A Common Stock	72,000	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Schneider Kevin Douglas C/O GENWORTH FINANCIAL, INC. 6620 WEST BROAD STREET RICHMOND, VA 23230			SVP - Genworth				
Signatures							
/s/ Richard J. Oelhafen, Jr., by power of attorney		02/17/2	2009				
**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) Vests annually in one-third increments beginning on 2/12/2010.

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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