Edgar Filing: MEAD CHRISTINE B - Form 4

MEAD CHR	ISTINE B									
Form 4										
January 03, 2	2013									
FORM		CT A TEC	SECU	DITIES			COMMISSION		PPROVAL	
Washington, D.C. 20549									3235-0287	
Check this box if no longer								Expires:	January 31, 2005	
subject to Section 16. Form 4 or							WNERSHIP OF	Estimated burden hou response	average urs per	
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17((a) of the l	Public U	Jtility Hol		any Act	nge Act of 1934, of 1935 or Section 940			
(Print or Type F	Responses)									
1. Name and Address of Reporting Person *2. Issuer NaMEAD CHRISTINE BSymbol				r Name and Ticker or Trading 5. Relationship o Issuer			f Reporting Person(s) to			
GENW [GNW]				WORTH FINANCIAL INC W]			(Che	Check all applicable)		
				te of Earliest TransactionX_ Director th/Day/Year)Officer (give 1/2012			e title Other (specify below)			
,	(Street)		4 If Δm	endment D	ate Original		6. Individual or	Ioint/Group Fili	ng(Check	
· · · · · · · · · · · · · · · · · · ·				Month/Day/Year) Applicable Line) _X_ Form filed by			One Reporting Person More than One Reporting			
RICHMON	D, VA 23230						Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative Sec	urities A	cquired, Disposed	of, or Beneficia	lly Owned	
	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	4. Securities nAcquired (A) Disposed of ((Instr. 3, 4 an (A	D) d 5)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	or Amount (D) Price	(Instr. 3 and 4)			
Reminder: Rep	ort on a separate line	e for each cl	ass of sec	urities bene	ficially owned	directly o	or indirectly.			
					informati required	on cont to respo	pond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tab	le II - Deriv	vative Sec	curities Acq	uired, Dispos	ed 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
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionDerivative	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	'Year)	(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	<u>(1)</u>	12/31/2012		А	4,129.238		<u>(1)</u>	(1)	Class A Common Stock	4,129.238

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
MEAD CHRISTINE B C/O GENWORTH FINANCIAL, INC. 6620 WEST BROAD STREET RICHMOND, VA 23230	Х					
Signatures						
/s/ Michael J. McCullough, by power of attorney	01/03/2013					
<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).
- (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 annual retainer fee and was based on a price of \$6.9020 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.