Edgar Filing: Pehota Joseph - Form 4

Pehota Josep Form 4											
August 03, 2									OMB A	PPROVAL	
	• • UNITE	D STATES		XITIES A shington,			NGE C	COMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or				GES IN I SECUR	BENEF ITIES	ICIA			Expires: Estimated a burden hou response	ours per	
Form 5 obligation may cont See Instru 1(b).	ns Section 1	7(a) of the		ility Hold	ling Con	npan	y Act of	e Act of 1934, 71935 or Section 90	n		
(Print or Type I	Responses)										
1. Name and Address of Reporting Person <u>*</u> Pehota Joseph			2. Issuer Name and Ticker or Trading Symbol GENWORTH FINANCIAL INC				C	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(T))			[GNW]								
	(First) ORTH FINAN WEST BROA		(Month/D 07/31/20	-	ansaction			Director X Officer (give below) SVP - Cor		• Owner er (specify oment	
Filed(Mo				endment, Date Original nth/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 			
	D, VA 23230							Person		porting	
(City)	(State)	(Zip)					_	uired, Disposed of		-	
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, any (Month/Day/Year)(Instr. 3)any (Month/Day/Year)		on Date, if	3. 4. Securities Acquired tte, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Year) (Instr. 8) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
Class A				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	07/31/2010			М	2,225	А	<u>(1)</u>	8,587	D		
Class A Common Stock	07/31/2010			F	734	D	\$ 13.96	7,853	D		
Class A Common Stock								1,258	Ι	By 401(k) Plan	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	07/31/2010	М	2,225	(2)	(2)	Class A Common Stock	2,225	\$

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Pehota Joseph C/O GENWORTH FINANCIAL, INC. 6620 WEST BROAD STREET RICHMOND, VA 23230			SVP - Corporate Development			
Signatures						
/s/ Richard J. Oelhafen, Jr., by power of attorney		08/03/2	2010			

**Signature of Reporting Person

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) Restricted Stock Units settle in Class A Common Stock on a 1:1 basis.

(2) Restricted Stock Units reported on this Form 4 vested and converted to Class A Common Stock on 7/31/2010.

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.

Date