SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> Wright William R Jr				2. Issuer Name and Ticker or Trading Symbol <u>GENWORTH FINANCIAL INC</u> [ GNW ]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) C/O GENWORTH	(First) I FINANCIAL, INC	(Middle)	3. Date 01/28/2	of Earliest Transaction 2005	on (Montl	h/Day/	Year)	x	Officer (give title below) Sr VP - Chief	Other ( below) Invstmnt Office				
6620 WEST BROAD STREET				4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Indivi	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person				
(Street) RICHMOND	VA	23230								Form filed by More		ng Person		
(City)	(State)	(Zip)												
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
Date			2. Transaction Date (Month/Day/Year		tion Date, Transaction Code (Instr.		4. Securities A Disposed Of (D			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		

						Code	V	Amount	(D)	Price		u 4)		
Class A Common Stock				/28/2005		<b>P</b> <sup>(1)</sup>		5	Α	\$26.62	2,010		D	
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		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expirati (Month/	on Date	e S ar) D	. Title and An ecurities Un erivative Sen nstr. 3 and 4	derlying curity	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction/s	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)

Date

Exercisable

(D)

Expiration

Title

Date

Explanation of Responses:

1. The purchase reported in this Form 4 was effected through a reinvestment of dividends.

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

Amount

Number

of Shares

or

02/08/2005

(Instr. 4)

\*\* Signature of Reporting Person

Date

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

 $^{\ast}$  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).

Code V (A)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who 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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