FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL							
OMB Number:	3235-0287						
Estimated average burden							
hours per response:	0.5						

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*  Schneider Kevin Douglas  (Last) (First) (Middle)  C/O GENWORTH FINANCIAL, INC. 6620 WEST BROAD STREET  (Street)  RICHMOND VA 23230					Issuer Name and Ticker or Trading Symbol     GENWORTH FINANCIAL INC [ GNW ]      One of Earliest Transaction (Month/Day/Year)     O2/20/2018  4. If Amendment, Date of Original Filed (Month/Day/Year)												r r able Line)
(State	) (Z	Zip)															
1. Title of Security (Instr. 3) 2. T				2A. Deemed Execution Date, if any		emed ion Date,	3. Transacti Code (Ins 8)	3. Transaction Code (Instr. 8)  4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4		or	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)		
Class A Common Stock				0/2018		М		26,666		A	(1)	195,925			D		
Class A Common Stock 02/2				20/2018			F		11,98	36 <sup>(2)</sup> D \$2		\$2.96	183,939			D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
2. Conversion or Exercise Price of Derivative Security	e (Month/Day/Year)	if any	Code	Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		Securities Underlying		rlying	8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficia Owned Following Reported	ve Owes For ially Din or I	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
(1)			Code	v	(A)		Exercisable [				s A	or Number	\$0.00	(Instr. 4)		D	
	(First) (First) (RTH FINA (STATE FINA BROAD ST  VA  (State  ity (Instr. 3)  non Stock  conversion or Exercise Price of Derivative Security	(First) (Note of Derivative Security) (First) (Note of Derivative Security) (First) (Note of Derivative Security) (Note of Der	(First) (Middle) (RTH FINANCIAL, INC. BROAD STREET  VA 23230  (State) (Zip)  Table I - Non  ity (Instr. 3)  Table II - D  (Conversion or Exercise Price of Derivative Security  Table II - D  (Month/Day/Year)  (Month/Day/Year)	(First) (Middle) (RTH FINANCIAL, INC. BROAD STREET  VA 23230  (State) (Zip)  Table I - Non-Derivative (Month/Da)  Table II - Derivative (e.g., pui fi any (Month/Day/Year) (Month/Day/Year)  2. Conversion or Exercise Price of Derivative Security  2. Code	(First) (Middle) (RTH FINANCIAL, INC. BROAD STREET  VA 23230  (State) (Zip)  Table I - Non-Derivative S (Month/Day/Year)  Table II - Derivative Security  2. Transaction Date (Month/Day/Year)  Table II - Derivative Security  3. Date of 02/20/2018  4. If Amel 5. If Amel 5. If Amel 5. If Amel 6. If	(First) (Middle) (RTH FINANCIAL, INC. BROAD STREET  VA 23230  (State) (Zip)  Table I - Non-Derivative Securities (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, ware family	(First) (Middle) (RTH FINANCIAL, INC. BROAD STREET  VA 23230  (State) (Zip)  Table I - Non-Derivative Securities Acquity (Instr. 3)  2. Transaction Date (Month/Day/Year)  Table II - Derivative Securities Acquity (e.g., puts, calls, warrants, comparison of Derivative Security  Table II - Derivative Securities Acquity (e.g., puts, calls, warrants, comparison of Date (Month/Day/Year)  3. Date of Earliest Transaction Date of Orman Stock  4. If Amendment, Date of Orman Stock  02/20/2018  Table II - Derivative Securities Acquity (e.g., puts, calls, warrants, comparison of Date of Derivative Securities Acquity (e.g., puts, calls, warrants, comparison of Date of Derivative Security (Month/Day/Year)  3. Date of Earliest Transaction Date of Orman Stock  4. If Amendment, Date of Orman Stock  02/20/2018  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Instr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(First) (Middle)  RTH FINANCIAL, INC.  BROAD STREET  VA 23230  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Date (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  2. Transaction Date (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Code V (A) (D)  Date Exercisable	(First) (Middle)  RTH FINANCIAL, INC.  BROAD STREET  VA 23230  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of Conversion or Exercise Price of Derivative Security  Table II - Derivative Securities Acquired, Disposed of Conversion of Exercise (Month/Day/Year)  SA. Deemed Execution Date, if any (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of Conversion of Exercise (Month/Day/Year)  SA. Deemed Execution Date, if any (Month/Day/Year)  Table II - Derivative Securities Acquired, Dispose (e.g., puts, calls, warrants, options, co	GENWORTH FINANCIAL INC [ G 3. Date of Earliest Transaction (Month/Day/Year) 02/20/2018  4. If Amendment, Date of Original Filed (Month/Day/Year) 12. Transaction Date (Month/Day/Year) 13. Date of Earliest Transaction (Month/Day/Year) 14. If Amendment, Date of Original Filed (Month/Day/Year) 15. Table I - Non-Derivative Securities Acquired, Disposed of Execution Date, (Month/Day/Year) 15. Table II - Derivative Securities Acquired, Disposed of, (e.g., puts, calls, warrants, options, convertible of Date (Month/Day/Year) 15. Number of Date (Month/Day/Year) 15. Number of Derivative Securities Acquired (A) or Derivative Securities Acquired (A) or Derivative Security 15. Number of Derivative Securities Acquired (A) or Derivative Securities Acquired (A)	GENWORTH FINANCIAL INC [GNW]  3. Date of Earliest Transaction (Month/Day/Year) 02/20/2018  Table I - Non-Derivative Securities Acquired, Disposed of, or Belity (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) 24. Deemed Execution Date, (Month/Day/Year) 25. Transaction Date (Month/Day/Year) 26. Deemed Execution Date, (Month/Day/Year) 27. Transaction Date (e.g., puts, calls, warrants, options, convertible security 27. Transaction Date (Month/Day/Year) (Month/Day/	GENWORTH FINANCIAL INC [GNW]  3. Date of Earliest Transaction (Month/Day/Year)  02/20/2018  4. If Amendment, Date of Original Filed (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of, or Benefic Execution Date (Month/Day/Year)  1. Transaction Date (Month/Day/Year)  2. Transaction Execution Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Execution Date (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (O) (Instr. 3.4 (A) or (D) or Exercise (e.g., puts, calls, warrants, options, convertible securities Month/Day/Year)  2. Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities Month/Day/Year)  4. Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities Month/Day/Year)  2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities Month/Day/Year)  4. Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities Month/Day/Year)  2. Code V (instr. 3, 4)  4. Deemed Execution Date (e.g., puts, calls, warrants, options, convertible securities Month/Day/Year)  3. Transaction Date (instr. 4)  Code (instr. 6)  Cod	GENWORTH FINANCIAL INC [GNW]  3. Date of Earliest Transaction (Month/Day/Year)  VA 23230  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) (D) (Instr. 3, 4 and 5)	GENWORTH FINANCIAL INC (A) or Born flied  (First) (Middle) (RTH FINANCIAL, INC.  GROAD STREET   Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Industry) (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Industry) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Industry) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Industry) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Industry) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Industry)	GENWORTH FINANCIAL INC [GNW]  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  (Month/Day/Year)  2. Transaction   Date   Month/Day/Year   Code   V   Amount   (A) or   Price   (Instr. 3) and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned   Securities   Secu	Check all applicable   Check all applicable	Check all applicable   Director   10% Over

## **Explanation of Responses:**

- 1. Restricted Stock Units settle in Class A Common Stock on a 1:1 basis.
- 2. The Company withheld shares of common stock to satisfy the tax withholding obligation for the Reporting Person's Restricted Stock Units that vested on February 20, 2018.
- $3.\ Restricted\ Stock\ Units\ vested\ and\ converted\ to\ Class\ A\ Common\ Stock\ on\ February\ 20,2018.$

## Remarks:

/s/ David F. Kurzawa, by power of attorney 02/21/2018

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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).

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.