SEC Form 4

Deferred

Stock Units

Remarks:

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

OMB APPROV	/AL
OMB Number:	3235-0287
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hours per response:	0.5

1. Name and Address of Reporting Person* BOLINDER WILLIAM H					2. Issuer Name and Ticker or Trading Symbol <u>GENWORTH FINANCIAL INC</u> [GNW]								(Check	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last)	(Fir		(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 03/29/2018									Officer (g below)	ive title	Other (spec below)			
C/O GENWORTH FINANCIAL, INC. 6620 WEST BROAD STREET					4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Indiv X	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
(Street) RICHMON			23230											Form file	d by More	than O	one Reportin	ıg Person	
(City)	(Sti	ate)	(Zip) Table I - Nor	n-Deriva	ative	Securitie	es Aco	quired, I	Disp	osed	of, or Be	enet	icially Ow	ned					
Date					saction 2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Dispos Code (Instr.			urities Acqu ed Of (D) (I			5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
								Code	v	Amour	nt (A (E	A) or D)	Price	Transactio (Instr. 3 an				(Instr. 4)	
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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (li 8)		5. Number of Derivative Securities Acquired (A Disposed o (Instr. 3, 4 a	A) or f (D)	6. Date Exe Expiration (Month/Day		7. Title and Amount Securities Underlyin Derivative Security and 4)		erlying	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Followin Reported Transact	re es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)		

Date

Exercisable

(1)

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

(D)

12,025.745

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 \$2.952 per share of Class A Common Stock.

Expiration

Title

Class A

Common

Stock

attorney

Date

Number of

12.025.745

/s/ David F. Kurzawa, by power of 04/02/2018

Shares

** Signature of Reporting Person

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

03/29/2018

(1)

in payments spread out for up to 10 years.

Explanation of Responses:

** 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.

V (A)

Code

Α

Date

(Instr. 4)

(2)

151,697.481

D