
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

**July 7, 2026
Date of Report
(Date of earliest event reported)**



GENWORTH FINANCIAL, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-32195
(Commission
File Number)

80-0873306
(I.R.S. Employer
Identification No.)

11011 West Broad Street, Glen Allen, Virginia
(Address of principal executive offices)

23060
(Zip Code)

(804) 281-6000
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol	Name of each exchange on which registered
Common Stock, par value \$.001 per share	GNW	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.



Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On July 7, 2026, Genworth Financial, Inc. (the “Company”) announced that Thomas J. McNerney, President & Chief Executive Officer, will be taking a temporary leave of absence from his role to focus on his health. In connection with Mr. McNerney’s leave of absence, the Company announced that Jerome T. Upton, the Company’s current Executive Vice President and Chief Financial Officer (Principal Financial Officer), has been appointed Interim President and Chief Executive Officer (Principal Executive Officer), effective July 7, 2026.

Mr. Upton, 62, has been in his current role since March 2023. He previously held various positions of increasing responsibility at Genworth since joining the Company and its predecessors in 1998, including Genworth’s Deputy CFO and Controller, as well as Chief Financial and Operating Officer for Genworth’s International Mortgage Insurance Division.

Mr. Upton does not have any family relationship with any of the Company’s executive officers or directors, nor has he engaged in any related party transaction with the Company that would be required to be disclosed pursuant to Item 404 of Regulation S-K.

Item 9.01 Financial Statements and Exhibits.

The following materials are furnished as exhibits to this Current Report on Form 8-K:

Exhibit No.	Description
99.1	Press Release Dated July 7, 2026
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: July 7, 2026

GENWORTH FINANCIAL, INC.

By: /s/ Michael J. McCullough

Michael J. McCullough

Senior Vice President and Corporate Secretary

Genworth Financial President & CEO Thomas J. McInerney to Take Temporary Leave of Absence; Jerome Upton, Genworth CFO, Named Interim President & CEO

Richmond, VA (July 7, 2026) - Genworth Financial, Inc. (NYSE: GNW) today announced that Tom McInerney, President & Chief Executive Officer, will be taking a temporary leave of absence from his role to focus on his health. The Board of Directors has named Jerome Upton, currently Genworth's Chief Financial Officer, as Interim President & Chief Executive Officer, effective immediately.

"Our thoughts are with Tom and his family as he recovers, and we look forward to his return," said Melina Higgins, Genworth's Board Chair. "Genworth is well positioned for continued success with a strong bench of talented leaders. Together with the Board and executive leadership team, I am confident that we will continue during this interim period to execute Genworth's existing strategy, maintain continuity, and make progress towards our goals."

Tom joined Genworth as President and Chief Executive Officer in January 2013. Since joining the company, he has led a number of initiatives to drive operational excellence, position the company for growth, and strengthen the company's financial position while returning significant capital to shareholders, resulting in strong strategic, operational and financial outcomes.

Jerome Upton has been with the company and its predecessors since 1998 and has served as Genworth's CFO since March 2023. Over that time, he has held a number of executive leadership roles in finance and operations across different business lines and geographies. Jerome's contributions have been integral in developing Genworth's strategy and he has worked closely with Tom to drive the company's improved financial and operating position.

About Genworth Financial

Genworth Financial, Inc. (NYSE: GNW) is a publicly traded holding company headquartered in Richmond, Virginia. Through its family of brands—including CareScout, Genworth, and Enact—Genworth uses its more than 150 years of experience to help families navigate the aging journey with clarity and confidence, offering guidance, products, and services that support caregiving decisions,

long-term care planning, and the financial challenges of aging. Genworth is the majority owner of Enact Holdings, Inc. (Nasdaq: ACT), a leading U.S. mortgage insurance provider. For more information, visit <https://www.genworth.com>.

Cautionary Note Regarding Forward Looking Statements

This release contains certain “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Forward looking statements may be identified by words such as “expects,” “intends,” “anticipates,” “plans,” “believes,” “seeks,” “estimates,” “will,” “may” or words of similar meaning and include, but are not limited to, statements regarding the outlook for the company’s future business and financial performance. Forward-looking statements are based on management’s current expectations and assumptions, which are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict. Actual outcomes and results may differ materially from those in the forward-looking statements or views expressed in this press release. These risks and uncertainties include, but are not limited to, those disclosed in the risk factor section of Genworth’s Annual Report on Form 10-K, filed with the U.S. Securities and Exchange Commission (SEC) on February 27, 2026. Genworth undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required under applicable securities laws.

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