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

November 19, 2026
Date of Report
(Date of earliest event reported)



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

Delaware	**001-32195**	**80-0873306**
(State or other jurisdiction of incorporation)	**(Commission File Number)**	**(I.R.S. Employer Identification No.)**

11011 West Broad Street, Glen Allen, Virginia	**23060**
(Address of principal executive offices)	**(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):

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o 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 o

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. o

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

Retirement of Thomas J. McInerney

On October 30, 2026, Genworth Financial, Inc. (the "Company") filed a Current Report on Form 8-K disclosing Thomas J. McInerney's intent to retire as President and Chief Executive Officer (Principal Executive Officer) of the Company and resign from the Board of Directors of the Company (the "Board"), effective as of the close of business on December 31, 2026, and the Board's intent to appoint Jerome T. Upton as his successor. That Current Report on Form 8-K also disclosed the Company's plan to appoint Angela R. Simmons as Executive Vice President and Chief Financial Officer (Principal Financial Officer) of the Company, effective January 1, 2027.

On November 23, 2026, the Company announced that Mr. McInerney resigned from his role as the Company's President and Chief Executive Officer (Principal Executive Officer), effective as of November 19, 2026. Mr. McInerney has also resigned as a member of the Board. Mr. McInerney's resignation is not a result of any disagreement with the Company on any matter relating to the Company's operations, policies or practices.

Appointment of Jerome T. Upton as President and Chief Executive Officer and Board Member

In connection with Mr. McInerney's resignation, the Board appointed Jerome T. Upton as President and Chief Executive Officer (Principal Executive Officer) of the Company. The Board has also elected Mr. Upton to the Board to fill the vacancy resulting from Mr. McInerney's resignation from the Board. As previously reported, Mr. Upton will remain the Company's Principal Accounting Officer until a successor is appointed and will also continue as the Company's Chief Financial Officer (Principal Financial Officer) until Ms. Simmons is expected to assume that role on January 1, 2027.

Biographical information about Mr. Upton and information about his business experience are reported in our Annual Report on Form 10-K filed on February 27, 2026 at Item 10 (Directors, Executive Officers and Corporate Governance). Mr. Upton does not have any family relationship with any of the Company's directors or executive officers or any person nominated or chosen by the Company to become a director or executive officer. Mr. Upton does not have any direct or indirect material interest in any transaction or proposed transaction required to be reported under Item 404(a) of Regulation S-K. There were no arrangements or understandings between Mr. Upton and any other person pursuant to which he was selected for appointment to the Board.

The Company expects to approve new compensation terms for Mr. Upton at a later date with respect to his new position, and the Company will disclose those compensatory terms by an amendment to this Report.

Item 7.01 Regulation FD Disclosure.

A copy of the press release announcing these events is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference into this Item 7.01.

The information in this Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section. Furthermore, the information in this Item 7.01 of this Current Report on Form 8-K, including the exhibit furnished pursuant to Item 99.1, shall not be deemed to be incorporated by reference into the filings of the Company under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language contained in such filings.

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 November 23, 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.

GENWORTH FINANCIAL, INC.

Date: November 23, 2026

By: /s/ Michael J. McCullough

Michael J. McCullough

Senior Vice President and Corporate Secretary

News Release

Genworth

Genworth Financial Announces Accelerated CEO Transition

Jerome T. Upton Succeeds Thomas J. McInerney as President and Chief Executive Officer

RICHMOND, Va., November 23, 2026 – Genworth Financial, Inc. (NYSE: GNW) today announced that Thomas J. McInerney has stepped down from the role of Genworth's President and Chief Executive Officer, as well as from the Genworth Board of Directors, to focus on his health. The Genworth Board of Directors has appointed Jerome T. Upton as Genworth's President and Chief Executive Officer and as a Genworth director.

"On behalf of the entire Board, I want to thank Tom for his extraordinary leadership and dedication to Genworth over the past 14 years," said Melina Higgins, Chair of the Genworth Board of Directors. "Under his leadership, Genworth strengthened its financial foundation and positioned itself for the future. While this transition comes a few weeks sooner than planned, we respect Tom's decision to focus on his health, and we wish him and his family all the best."

"The Board has great confidence in Jerome moving into the CEO role and believes he is the right leader to guide Genworth going forward. He knows our businesses and stakeholders well, has been integral to shaping our strategy, and has already demonstrated his leadership as Interim CEO earlier this year," Higgins continued.

Mr. Upton will continue to serve in his current role as Genworth's Chief Financial Officer through December 31, 2026, with Angela Simmons still expected to be appointed Executive Vice President and Chief Financial Officer, effective January 1, 2027.

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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Contact Information:

Investors:
Christine Jewell
InvestorInfo@genworth.com

Media:
Evans Mandes
Evans.Mandes@genworth.com