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 [*] 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) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 05/26/2004								Officer (g below)		e Other (below)		specify	
C/O GENWORTH FINANCIAL, INC.													SVP	- 010			
6620 WEST BROAD STREET				4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
(Street)												X		,	•	g Person ie Reportin	g Person
RICHMOND	VA	23	230														
(City)	(State)	(Zij	o)														
		Та	ble I - Nor	1-Deri	ivative Se	curities Acq	uired,	Disp	osed of,	, or	Benefi	cially Ow	ned				
1. Title of Security (Instr. 3) 2. Tran- Date (Month				/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)				Securities Acquired (A) or isposed Of (D) (Instr. 3, 4 an			Following	rities ficially Owned wing Reported		ership Direct (D) rect (I) 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amount		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Class A Common Stock 05/2				26/2004		Р		1,000)	Α	\$19.51	9.51 2,000			D		
						urities Acquii s, warrants, c							ed				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/		4. Transaction Code (Instr. 3)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Expirati (Month/	on Dat			derlying curity	8. Price of Derivative Security (Instr. 5) Beneficial Owned Following Reported		e C s F Ily E c I (10. Dwnership Form: Direct (D) or Indirect I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

Date

Exercisable

(D)

Explanation of Responses:

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

Expiration Date

Title

05/27/2004

(Instr. 4)

** Signature of Reporting Person

Amount

or Number

of Shares

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).

** 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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