

WHALEY CHERYL CALLOWAY
 Form 3
 January 16, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Â WHALEY CHERYL
 CALLOWAY

(Last) (First) (Middle)

C/O GENWORTH FINANCIAL,
 INC., Â 6620 WEST BROAD
 STREET

(Street)

RICHMOND, Â VA Â 23230

(City) (State) (Zip)

2. Date of Event Requiring Statement
 (Month/Day/Year)
 01/08/2007

3. Issuer Name and Ticker or Trading Symbol
 GENWORTH FINANCIAL INC [GNW]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 SVP-CAPITAL MKTS &
 GROWTH VEN

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
 (Instr. 4)

2. Amount of Securities Beneficially Owned
 (Instr. 4)

3. Ownership Form:
 Direct (D)
 or Indirect (I)
 (Instr. 5)

4. Nature of Indirect Beneficial Ownership
 (Instr. 5)

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

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
 (Instr. 4)

2. Date Exercisable and Expiration Date
 (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
 (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
 (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â <u>(1)</u>	10/24/2015	Class A Common Stock	10,000	\$ 31.14	D	Â
Stock Option (right to buy)	Â <u>(2)</u>	08/09/2016	Class A Common Stock	11,100	\$ 34.13	D	Â
Restricted Stock Units	Â <u>(3)</u>	Â <u>(3)</u>	Class A Common Stock	5,000	\$ <u>(4)</u>	D	Â
Restricted Stock Units	Â <u>(5)</u>	Â <u>(5)</u>	Class A Common Stock	2,467	\$ <u>(4)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHALEY CHERYL CALLOWAY C/O GENWORTH FINANCIAL, INC. 6620 WEST BROAD STREET RICHMOND, VA 23230	Â	Â	Â SVP-CAPITAL MKTS & GROWTH VEN	Â

Signatures

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

01/16/2007

Date

**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Vested 20% 10/24/2006. Remaining award vests 20% - 10/24/2007; 20% - 10/24/2008; 20% - 10/24/2009; 20% - 10/24/2010.
- (2) Vests in 20% annual increments beginning on 8/9/2007.
- (3) Vests 50% - 12/2/2008; vests 50% - 12/2/2010; no expiration date.
- (4) Restricted Stock Unit settles in Class A Common Stock on a 1:1 basis.
- (5) Vests 50% - 8/9/2009; vests 50% - 8/9/2011; no expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.