Edgar Filing: McKay Scott J - Form 4

McKay Scott Form 4	J										
February 15,									OMB A	PPROVAL	
FORM	UNITE	D STATE					NGE	COMMISSION		3235-0287	
Check thi if no long subject to Section 10 Form 4 or Form 5 obligatior may conti <i>See</i> Instru	DF CHAN Section 16 Public Ut	Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940						January 31 2005 Estimated average burden hours per response 0.5			
1(b). (Print or Type R	(esponses)										
1. Name and Address of Reporting Person <u>*</u> McKay Scott J S			Symbol	GENWORTH FINANCIAL INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			(Month/Da 02/13/20	3. Date of Earliest Transaction (Month/Day/Year) 02/13/2013				Director 10% Owner Officer (give title Other (specify below) below) below) SVP- Chief Information Officer			
				mendment, Date Original Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
(City)	(State)	(Zip)	Table	I - Non-D	arivativa	Socuri	tios A c	Person	f or Bonoficia	lly Owned	
1.Title of Security (Instr. 3)	f 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any		eemed ion Date, if	le I - Non-Derivative Securities Act 3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	-	
Class A Common Stock	02/13/2013			Code V M	Amount 3,000		Price (<u>1)</u>	(Instr. 3 and 4) 26,741	D		
Class A Common Stock	02/13/2013			F	1,153	D	\$ 9.1	25,588	D		
Class A Common Stock								920.082	I	By 401(k) Plan	

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

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 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)	4. Transactic Code (Instr. 8)	5. Number ionof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	02/13/2013	М	3,000	(2)	(2)	Class A Common Stock	3,000	Ş

Reporting Owners

Reporting Owner Name / Address	Relationships						
F 9	Director	10% Owner	Officer	Other			
McKay Scott J C/O GENWORTH FINANCIAL, INC. 6620 WEST BROAD STREET RICHMOND, VA 23230			SVP- Chief Information Officer				
Signatures							

/s/ Christine A. Ness, by power of attorney

02/15/2013

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Restricted Stock Units settle in Class A Common Stock on a 1:1 basis.
- (2) Restricted Stock Units vested and converted to Class A Common Stock on 02/13/2013.

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.