

# GENWORTH FINANCIAL INC

Reported by

**MARSICO SAMUEL DOMINICK**

## FORM 3

(Initial Statement of Beneficial Ownership)

Filed 01/19/06 for the Period Ending 01/09/06

Address	6620 WEST BROAD STREET RICHMOND, VA 23230
Telephone	804-281-6000
CIK	0001276520
Symbol	GNW
SIC Code	6311 - Life Insurance
Industry	Insurance (Life)
Sector	Financial
Fiscal Year	12/31

# FORM 3

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

OMB APPROVAL  
OMB Number: 3235-0104  
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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

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement (MM/DD/YYYY)		3. Issuer Name <b>and</b> Ticker or Trading Symbol		
<b>Marsico Samuel Dominic</b>			<b>1/9/2006</b>		<b>GENWORTH FINANCIAL INC [GNW]</b>		
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<b>C/O GENWORTH FINANCIAL, INC., 6620 WEST BROAD STREET</b>			<input type="checkbox"/> Director <span style="margin-left: 150px;"><input type="checkbox"/> 10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="margin-left: 100px;"><input type="checkbox"/> Other (specify below)</span> <b>SVP - Chief Risk Officer /</b>				
(Street)			5. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>RICHMOND, VA 23230</b>					<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)					

**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)
<b>Class A Common Stock</b>	<b>9250</b>	<b>D</b>	

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Stock Option (right to buy)</b>	<b>(1)</b>	<b>5/25/2014</b>	<b>Class A Common Stock</b>	<b>55000</b>	<b>\$19.50</b>	<b>D</b>	
<b>Stock Option (right to buy)</b>	<b>(2)</b>	<b>9/13/2012</b>	<b>Class A Common Stock</b>	<b>6261</b>	<b>\$17.2822</b>	<b>D</b>	
<b>Stock Option (right to buy)</b>	<b>9/14/2004</b>	<b>3/14/2010</b>	<b>Class A Common Stock</b>	<b>3522</b>	<b>\$27.0467</b>	<b>D</b>	
			<b>Class A</b>				

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Stock Option (right to buy)</b>	<b>9/26/2005</b>	<b>7/26/2011</b>	<b>Common Stock</b>	<b>3131</b>	<b>\$27.9518</b>	<b>D</b>	
<b>Stock Option (right to buy)</b>	(3)	<b>9/26/2011</b>	<b>Class A Common Stock</b>	<b>3131</b>	<b>\$22.6681</b>	<b>D</b>	
<b>Stock Option (right to buy)</b>	(4)	<b>7/20/2015</b>	<b>Class A Common Stock</b>	<b>7200</b>	<b>\$32.1</b>	<b>D</b>	
<b>Restricted Stock Unit</b>	(5)	(6)	<b>Class A Common Stock</b>	<b>5869</b>	(7)	<b>D</b>	
<b>Restricted Stock Unit</b>	(8)	(6)	<b>Class A Common Stock</b>	<b>1600</b>	(7)	<b>D</b>	

**Explanation of Responses:**

- (1) Vests in 25% annual increments beginning on 5/25/2006.
- (2) Vested 25% on 9/13/2004 and 9/13/2005; remainder vests in 25% annual increments beginning on 9/13/2006.
- (3) Vested 50% on 9/26/2004; vests 50% 9/26/2006.
- (4) Vests in 20% annual increments beginning on 7/20/2006
- (5) Vests 33% on 7/25/2007; 33% 7/25/2012; remainder at retirement.
- (6) Restricted Stock Unit settles in Class A Common Stock on a 1:1 basis; no expiration date.
- (7) Not applicable.
- (8) Vests 50% - 7/20/2008; 50% - 7/20/10.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Marsico Samuel Dominic C/O GENWORTH FINANCIAL, INC.  6620 WEST BROAD STREET RICHMOND, VA 23230</b>			<b>SVP - Chief Risk Officer</b>	

**Signatures**

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

1/19/2006

\*\* Signature of Reporting Person

Date

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 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).

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 control number.



January 10, 2006

Securities and Exchange Commission  
450 5th Street, N.W.  
Washington, D.C. 20549

Re: Authorization to Sign Rule 16 Forms  
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To whom it may concern:

I am Senior Vice President - Chief Risk Officer of Genworth Financial, Inc. ("Genworth") and, until further written notice, I hereby individually authorize Leon E. Roday (Genworth's Senior Vice President, General Counsel and Secretary), Richard J. Oelhafen, Jr. (Genworth's Vice President and Assistant Secretary) and Christine. A. Ness (Assistant Secretary) to sign on my behalf a Form 3 and any Form 4 or Form 5 or related form that I have filed or may file hereafter in connection with my direct or indirect beneficial ownership of Genworth securities, and to take any other action of any type whatsoever in connection with the foregoing which in his or her opinion may be of benefit to, in the best interest of, or legally required by me.

Very truly yours,

/s/ Samuel D. Marsico

Samuel D. Marsico