

GENWORTH FINANCIAL INC

FORM FWP

(Free Writing Prospectus - Filing under Securities Act Rules 163/433)

Filed 12/05/13

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



Genworth Holdings, Inc.

\$400,000,000

4.800% Senior Notes due 2024

Fully and Unconditionally Guaranteed by Genworth Financial, Inc.

Issuer:	Genworth Holdings, Inc.
Guarantor:	Genworth Financial, Inc.
Ratings/Outlook*:	Moody's: Baa3 (stable) / S&P: BBB- (stable)
Securities:	4.800% Senior Notes due 2024
Format:	SEC Registered
Trade Date:	December 5, 2013
Settlement Date:	December 10, 2013 (T+3)
Maturity Date:	February 15, 2024
Principal Amount:	\$400,000,000
Price to Public:	99.895%
Net Proceeds to Issuer (Before Expenses):	\$396,980,000
Spread to Treasury Benchmark:	195 basis points
Treasury Benchmark:	2.75% due November 15, 2023
Treasury Price:	99-00+
Treasury Yield:	2.864%
Yield to Maturity:	4.814%
Coupon:	4.800%
Interest Payment Dates:	Semi-annually on February 15 and August 15 of each year, commencing on February 15, 2014
Optional Redemption:	Make-whole redemption at the discount rate of U.S. Treasuries + 30 basis points
CUSIP; ISIN:	372491AB6; US372491AB63
Book-Running Managers:	Deutsche Bank Securities Inc., Goldman, Sachs & Co. and J.P. Morgan Securities LLC

*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision, suspension or withdrawal at any time. Each credit rating should be evaluated independently of any other credit rating.

The Issuer and the Guarantor have filed a registration statement, including a prospectus, with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the Issuer and the Guarantor have filed with the SEC for more complete information about the Issuer and the Guarantor and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the Book-Running Managers will arrange to send you the prospectus if you request it by contacting Deutsche Bank Securities Inc. at 1-800-503-4611, Goldman, Sachs & Co. at 866-471-2526 or J.P. Morgan Securities LLC at 212-834-4533.