

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 *				2. I	2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Sheehan Dai	niel J IV			Gl l	ENV	WORT	ГН Е	FINA	ANC	CIAI	L INC	[GNV	V	Director		10%	Owner	
(Last)	(First) (Mie	ddle)	3. I	B. Date of Earliest Transaction (MM/DD/YYYY)							X_ Officer (give title below) Other (specify below) EVP - Chief Investment Officer						
C/O GENW INC., 6620 V								4/7	//202	20								
	(Stre	eet)		4. I	f An	nendme	nt, Da	ate O	rigina	al Fil	ed (MM/D	D/YYYY) 6.	. Individual c	or Joint/G	roup Filing (Check Appl	icable Line)
RICHMONI (C	O, VA 23		o)										_2	X _ Form filed by _ Form filed by		ting Person One Reporting P	erson	
			Table I - I	Non-Der	ivat	ive Secu	uritie	s Aco	quire	d, Di	sposed o	of, or Bo	enef	icially Owne	ed			
1.Title of Security (Instr. 3)			2. Ti		Execu		3. Tran (Instr.	8)	(or Dis	oosed of (D 3, 4 and 5) (A) or)	Follo	nount of Securiti wing Reported T : 3 and 4)				7. Nature of Indirect Beneficial Ownership (Instr. 4)
	Tab	ole II - Der	ivative Se	curities	Ben	eficially	Owr	ned (<i>e.g.</i> , p	outs,	calls, wa	ırrants	, opt	ions, conver	tible secu	urities)		
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)	5. Number Derivative Acquired (A Disposed o (Instr. 3, 4 a		(A) or of (D)	e Securities (A) or of (D)		6. Date Exercisable and Expiration Date		7. Title and A Securities Ur Derivative Se (Instr. 3 and		lerlying curity	Derivative Security	9. Number of derivative Securities Beneficially Owned	10. Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security			Code	v	(A)		(D)	Date Exercis		Expiration Date	Title		Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	_
Restricted Stock Units	(1)	4/7/2020		A		26809	7		<u>(2</u>	7)	<u>(2)</u>	Class Comm Stock	on	268097	\$0.00	268097	D	

Explanation of Responses:

- (1) Restricted Stock Units settle in Class A Common Stock on a 1:1 basis.
- (2) Restricted Stock Units vest and convert to Class A Common Stock in three equal annual installments beginning on April 7, 2021.

Reporting Owners

Reporting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Sheehan Daniel J IV C/O GENWORTH FINANCIAL, INC. 6620 WEST BROAD STREET RICHMOND, VA 23230			EVP - Chief Investment Officer					

Signatures

/s/ David F. Kurzawa, by power of attorney

**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 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).

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.