GENWORTH FINANCIAL INC
Form FWP
June 21, 2010

Filed pursuant to Rule 433

June 21, 2010

Relating to

Preliminary Prospectus Supplement dated June 21, 2010 to

Prospectus dated August 26, 2009

Registration Statement No. 333-161562

Genworth Financial, Inc.

$400,000,000

7.700% SENIOR NOTES DUE 2020

Issuer:	Genworth Financial, Inc.
Format:	SEC Registered
Ratings /Outlook*:	Baa3 / Stable (Moody s) / BBB / Stable (S&P)
Securities:	7.700% Senior Notes due 2020
Trade Date:	June 21, 2010
Settlement Date:	June 24, 2010 (T + 3)
Maturity Date:	June 15, 2020
Principal Amount:	$400,000,000
Use of Proceeds:	$200,000,000 to repay outstanding borrowings of $100,000,000 under each of two five-year revolving credit facilities and the remainder for General Corporate Purposes
Conflicts of Interest:	More than 5% of the proceeds of the offering will be used to repay borrowings received from affiliates of Banc of America Securities LLC
Price to Public:	100.00%
Underwriting Discount:	0.650%
Net Proceeds to Issuer:	$397,400,000
Spread to Treasury Benchmark:	446 basis points
Treasury Benchmark:	3.500% due May 20, 2020
Treasury Yield:	3.240%
Coupon:	7.700%
Yield to Maturity:	7.700%
Interest Payment Dates:	Semi-annually on June 15 and December 15 of each year, commencing on December 15, 2010
Optional Redemption:	Make-whole redemption at any time at a discount rate of US Treasury + 65 bps

Minimum Denominations:	$2,000 and integral multiples of $1,000 in excess thereof
Day Count Convention:	30 / 360
Payment Business Days:	New York
CUSIP; ISIN:	37247DAM8; US37247DAM83
Book-Running Managers:	Banc of America Securities LLC Credit Suisse Securities (USA) LLC Goldman, Sachs & Co. UBS Securities LLC

***Note: A securities rating is not a recommendation to buy, sell, or hold securities and may be subject to revision or withdrawal at any time.**