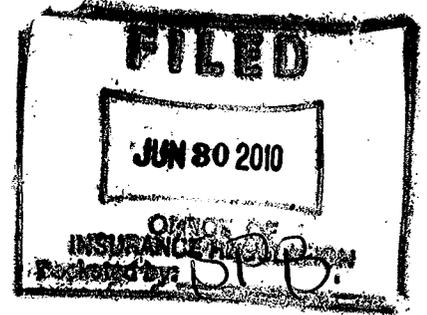




OFFICE OF INSURANCE REGULATION

KEVIN M. McCARTY  
COMMISSIONER



IN THE MATTER OF:

CASE NO.: 93579-07

GENWORTH LIFE AND ANNUITY INSURANCE COMPANY

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CONSENT ORDER

THIS CAUSE came on for consideration upon an agreement between GENWORTH LIFE AND ANNUITY INSURANCE COMPANY (hereinafter referred to as "GENWORTH"), formerly known as GE Life and Annuity Insurance Company, and the OFFICE OF INSURANCE REGULATION (hereinafter referred to as the "OFFICE"). Following a complete review of the entire record, and upon consideration thereof, and being otherwise fully advised in the premises, the OFFICE hereby finds as follows:

1. The OFFICE has jurisdiction over the subject matter of, and parties to, this proceeding.
2. GENWORTH is a foreign life and health insurer authorized to transact insurance business in Florida, and is subject to the jurisdiction and regulation of the OFFICE pursuant to the Florida Insurance Code.
3. The OFFICE conducted a target market conduct examination of GENWORTH pursuant to Section 624.3161, Florida Statutes. As a result of such target market conduct examination, the OFFICE has determined that GENWORTH violated Section 627.4554(4)(d)4.a., Florida Statutes by failing to obtain an annual certification from its third party senior manager.

4. GENWORTH expressly waives a hearing in this matter, the making of Findings of Fact and Conclusions of Law by the OFFICE, and all further and other proceedings herein to which the parties may be entitled by law or rules of the OFFICE. GENWORTH hereby knowingly and voluntarily waives all rights to challenge or to contest this Order, in any forum now or in the future available to it, including the right to any administrative proceeding, circuit or federal court action, or any appeal.

5. GENWORTH agrees that upon the execution of this Consent Order, it shall be subject to the following terms and conditions:

a. GENWORTH shall pay an administrative penalty of Fifteen Thousand Dollars (\$15,000.00) and administrative costs of Three Thousand Dollars (\$3,000.00) on or before the thirtieth (30<sup>th</sup>) day after this Consent Order is executed.

b. GENWORTH shall, within thirty (30) days of the execution of this Consent Order, provide to the OFFICE a certification signed by an officer of the Company that the corrective actions outlined in the examination report have been completed.

6. GENWORTH is hereby placed on notice of the requirements of the above-referenced sections of law and agrees that any future violations of these sections or the statutes named therein by GENWORTH may be deemed willful, subjecting GENWORTH to the appropriate penalties associated therewith.

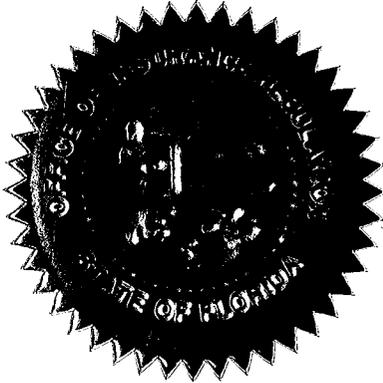
7. GENWORTH agrees that the failure to adhere to one or more of the above terms and conditions of this Consent Order shall constitute a violation of a lawful order of the OFFICE, and shall subject GENWORTH to such administrative action as the OFFICE may deem appropriate.

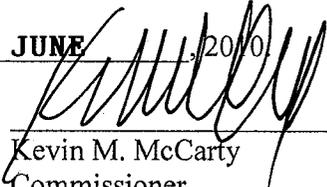
8. Except as noted above, each party to this action shall bear its own costs and attorney's fees.

THEREFORE, the agreement between GENWORTH and the OFFICE, the terms and conditions of which are set forth above, is APPROVED.

FURTHER, all terms and conditions above are hereby ORDERED.

DONE AND ORDERED this 30TH day of JUNE, 2010



  
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Kevin M. McCarty  
Commissioner  
Office of Insurance Regulation



By execution hereof, GENWORTH LIFE AND ANNUITY INSURANCE COMPANY consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents, pursuant to Section 624.310, Florida Statutes, that he or she has the authority to bind GENWORTH LIFE AND ANNUITY INSURANCE COMPANY to the terms and conditions of this Consent Order.

GENWORTH LIFE AND ANNUITY INSURANCE COMPANY

By: JD Piller  
John D. Piller  
Print or Type Name

Corporate Seal

Title: VP, Regulatory Affairs

Date: 6/15/10

STATE OF Virginia

COUNTY OF Henrico

The foregoing instrument was acknowledged before me this 15 day of June 2010,

by John D. Piller as VP, Regulatory Affairs  
(Name of person) (type of authority.... e.g. officer, trustee attorney in fact)

for Genworth Financial  
(company name)

Cindy Hughes  
(Signature of the Notary)

Cindy HUGHES  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  or Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

My Commission Expires: 7/31/2011

