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OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average SECURITIES Section 16. burden hours per Form 4 or 0.5 response... Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading LEHMAN MICHAEL E Issuer Symbol MGIC INVESTMENT CORP (Check all applicable) [MTG] 10% Owner (Last) (First) (Middle) 3. Date of Earliest Transaction _X__ Director Other (specify Officer (give title (Month/Day/Year) below) below) C/O MGIC INVESTMENT 01/07/2009 CORPORATION, 250 EAST **KILBOURN AVENUE** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting MILWAUKEE, WI 53202 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) 5. Amount of 1.Title of 2. Transaction Date 2A. Deemed 3. 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) (Instr. 3, 4 and 5) Beneficially Form: Beneficial any Code (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (\mathbf{I}) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price Common 9,099 (2) (3) 01/07/2009 **P**(1) 1.300 А \$ 3.999 D Stock Common 10/16/2009 **P**(1) 11,369 (2) (3) 2,270 А \$ 6.393 D Stock Common 12,069 (2) (3) **P**(1) 11/19/2009 700 Α \$4.41 D Stock Common **P**(1) 13.009 (2) (3) 11/23/2009 940 \$ 4.384 D Α Stock

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Common Stock	03/02/2010	S <u>(1)</u>	940	D	\$7.8152 12,069 (2) (3) D
Common Stock	03/24/2010	S <u>(1)</u>	360	D	\$ 9.2969 11,709 (2) (3) D
Common Stock	03/24/2010	S <u>(1)</u>	630	D	\$ 9.2969 11,079 (2) (3) D
Common Stock	03/31/2010	S <u>(1)</u>	590	D	10,489 (2) (4) D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
	Security			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount o Number o Shares
Share Units <u>(5)</u>	<u>(6)</u>	04/15/2010		М	(-)	32,258.0645	(7)	(8)	Common Stock	32,258

Reporting Owners

Reporting Owner Name / Address		Relationships						
1	D	irector	10% Owner	Officer	Other			
LEHMAN MICHAEL E C/O MGIC INVESTMENT CORPORA 250 EAST KILBOURN AVENUE MILWAUKEE, WI 53202	ATION	X						
Signatures								
Dan D. Stilwell, Attorney-in-fact	04/15/2010							
**Signature of Reporting Person	Date							

Explanation of Responses:

* 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).

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The transactions reported in Table I were effected on behalf of the reporting person by an unrelated investment adviser to whom the reporting person had given investment discretion. The transactions by the adviser in the Issuer's stock were effected without the prior approval of the reporting person as part of a program of investing the assets managed by the adviser. They involved a relatively small

(1) number of the total transactions effected by the adviser for the reporting person's account. The short swing profit resulting from these transactions has been computed by the Issuer to be in the amount of Ten Thousand Two Hundred Fifty-Five Dollars and Twenty-Two Cents (\$10,255.22), and such amount has been paid by the reporting person to the Issuer pursuant to a written agreement between the reporting person and the Issuer.

The Form 4 reports filed by the reporting person after the date of this particular transaction, but before the date this Form 4 was filed, did(2) not take this particular transaction into account and, consequently, did not properly reflect the amount of securities then beneficially owned by the reporting person.

- (3) Balance as of April 19, 2010, but without taking into account subsequent transactions set forth below in this Table I.
- (4) Final balance as of April 19, 2009.

(5) The reporting person participates in the MGIC Investment Corporation Deferred Compensation Plan for Non-Employee Directors under which units corresponding to shares of Common Stock of the Issuer ("Share Units") are awarded to the reporting person. The Share Units are settled in cash, generally at the time the reporting person ceases to be a Director of the Issuer, unless a qualified election for earlier distribution is made by the reporting person.

- (6) These Share Units do not have a specified dollar-denominated exercise or conversion price. (Their value is based, on a one-for-one basis, on the price of the Issuer's common stock on the New York Stock Exchange.)
- (7) These Share Units are subject to certain restrictions, and vest when such restrictions lapse. The restrictions generally lapse one year after the Share Units were awarded.
- (8) These Share Units do not expire on a fixed date. Under certain circumstances, the Share Units are subject to forfeiture if the reporting person ceases to be a Director of the issuer before the lapse of restrictions on the Share Units.

Remarks:

This Form 4 is being signed by the reporting person's attorney-in-fact pursuant to a previously filed power of attorney.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.