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RADIAN GROUI Form 4 May 16, 2013	P INC										
FORM 4	UNITED	STATES					COMMISSION		PPROVAL 3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940								January 31, 2005 average urs per . 0.5		
(Print or Type Respon	nses)										
1. Name and Address of Reporting Person <u>*</u> NICHOLSON JAN			2. Issuer Name and Ticker or Trading Symbol RADIAN GROUP INC [RDN]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) RADIAN GROUP INC., 1601 MARKET STREET			3. Date of Earliest Transaction (Month/Day/Year) 05/14/2013			X Director 10% Owner Officer (give title Other (specify below) below)					
(Street) PHILADELPHIA, PA 19103			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 					
(City) (S	State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
	nsaction Date th/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report on	a separate line	for each cl	ass of sec	urities bene:	Perso inforn requir	ns who rest nation cont ed to response a current	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed (D) (Instr. 3, and 5)	d of					(Insti
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (stock settled) (1)	\$ 0	05/14/2013		A		8,221 (2)		(3)	(3)	Common Stock	8,221 (2)	ſ

Reporting Owners

Reporting Owner Name / Address						
	Director	10% Owner	Officer	Other		
NICHOLSON JAN RADIAN GROUP INC. 1601 MARKET STREET PHILADELPHIA, PA 19103	Х					
Signatures						
Edward J. Hoffman /s/, Edward J. Hoffman, (POA) Attorney						

**Signature of Reporting Person

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).
- (1) Award represents an annual equity award to non-emplyoee directors.
- (2) Each RSU represents a contingent right to receive one share of common stock.
- (3) Each RSU vests on the third anniversary of the grant date, or earlier upon the reporting person's retirement, death or disability. Following vesting, conversion of the RSUs into common stock will occur upon the reporting person's departure from the board of directors.
- (4) Not applicable to this transaction.

in fact

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.

05/16/2013

Date