## Edgar Filing: MGIC INVESTMENT CORP - Form 4

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June 09, 2006 FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								PPROVAL	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue				Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section				3235-0287	
								Expires: January 31 2005 Estimated average burden hours per response 0.5	
ses)									
1. Name and Address of Reporting Person <u>*</u> JASTROW KENNETH M II			2. Issuer Name <b>and</b> Ticker or Trading Symbol MGIC INVESTMENT CORP [MTG]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) C/O TEMPLE-INLAND, INC., 1300 S. MO PAC EXPRESSWAY			<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>06/09/2006</li></ul>			X_ Director10% Owner Officer (give titleOther (specify below) below)			
Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>						
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ansaction Date nth/Day/Year)	2A. Deeme Execution I any	ed Date, if	3. 4 Transaction Code I (Instr. 8) (	I. Securiti Acquired Disposed Instr. 3, 4	ies (A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of	
	UNITED ST STATEME Filed pursu Section 17(a) (Mic Ses) of Reporting Pe NETH M II (Mic LAND, INC. RESSWAY (reet) 46 (atae) (Z ansaction Date (th/Day/Year)	UNITED STATES S STATEMENT OF ( Filed pursuant to Se Section 17(a) of the Pu 30(h) of ses) of Reporting Person <u>*</u> NETH M II S NETH M II S ( LAND, INC., 1300 RESSWAY treet) 46 tate) (Zip) ansaction Date 2A. Deemon any	UNITED STATES SECURI Wasi STATEMENT OF CHANC Filed pursuant to Section 16 Section 17(a) of the Public Uti 30(h) of the Inv ses) of Reporting Person <sup>*</sup> NETH M II NETH M II Symbol MGIC IN [MTG] irst) (Middle) 3. Date of I (Month/Da LAND, INC., 1300 RESSWAY treet) 4. If Amen Filed(Mont 46 tate) (Zip) Table ansaction Date 2A. Deemed th/Day/Year) Execution Date, if	UNITED STATES SECURITIES AN Washington, D STATEMENT OF CHANGES IN BE Securit Filed pursuant to Section 16(a) of the S Section 17(a) of the Public Utility Holdin 30(h) of the Investment Co ses) of Reporting Person <sup>*</sup> . 2. Issuer Name and Ti Symbol MGIC INVESTME [MTG] irst) (Middle) 3. Date of Earliest Trans (Month/Day/Year) LAND, INC., 1300 RESSWAY treet) 4. If Amendment, Date of Filed(Month/Day/Year) 46 tate) (Zip) Table I - Non-Deri ansaction Date 2A. Deemed 3. 4 th/Day/Year) Execution Date, if Transaction/ any Code I (Month/Day/Year) (Instr. 8) (Month/Day/Year)	UNITED STATES SECURITIES AND EXC Washington, D.C. 205 STATEMENT OF CHANGES IN BENEFIC SECURITIES Filed pursuant to Section 16(a) of the Securitie Section 17(a) of the Public Utility Holding Comp 30(h) of the Investment Company ses) of Reporting Person <sup>1</sup> 2. Issuer Name and Ticker or T Symbol MGIC INVESTMENT CO [MTG] irst) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) LAND, INC., 1300 Code Disposed ansaction Date 2A. Deemed 3. 4. Securit th/Day/Year) Execution Date, if TransactionAcquired any Code Disposed	UNITED STATES SECURITIES AND EXCHANGE ( Washington, D.C. 20549) STATEMENT OF CHANGES IN BENEFICIAL OW SECURITIES Filed pursuant to Section 16(a) of the Securities Exchang Section 17(a) of the Public Utility Holding Company Act of 30(h) of the Investment Company Act of 19 ses) of Reporting Person <sup>*</sup> (NeTH M II Symbol NGIC INVESTMENT CORP [MTG] inst (Middle) 3. Date of Earliest Transaction (Month/Day/Year) LAND, INC., 1300 CANDA DESTINATION LAND, INC., 1300 Code Disposed of (D) (Month/Day/Year) 46 tate) (Zip) Table I - Non-Derivative Securities Act ansaction Date 2A. Deemed 3. 4. Securities th/Day/Year) Execution Date, if TransactionAcquired (A) or any Code Disposed of (D) (Month/Day/Year) (Inst. 8) (Inst. 3, 4 and 5) (A) or	UNITED STATES SECURITIES AND EXCHANGE COMMISSION 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 Sectio 30(h) of the Investment Company Act of 1940 ses) of Reporting Person <sup>±</sup> 2. Issuer Name and Ticker or Trading Symbol NETH M II Symbol NETH M II Symbol NGIC INVESTMENT CORP [MTG] irst) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) LAND, INC., 1300 O6/09/2006 RESSWAY treet) 4. If Amendment, Date Original Filed(Month/Day/Year) 46 tate) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of ansaction Date 2A. Deemed 15. Relationship of S. Relationship of S. Relationship of Issuer (Month/Day/Year) 46 tate) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of ansaction Date 2A. Deemed 15. Action Acquired (A) or Securities any Code Disposed of (D) Beneficially (Month/Day/Year) (Instr. 3, 4 and 5) Owned (A) Code V Amount (D) Price	OMB A         UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB Mumber:         STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires: Estimated a burden hou response         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         securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1940         Symbol MGIC INVESTMENT CORP [MTG]         (Check all applicable (Month/Day/Year)         A. Issuer Name and Ticker or Trading Symbol MGIC INVESTMENT CORP [MTG]         (Middle)         1. Issuer Name and Ticker or Trading Symbol (Month/Day/Year)         A. Check all applicable (Month/Day/Year)         LaND, INC., 1300 06/09/2006         Table 1 - Non-Derivative Securities Acquired, Norre Execution Date, if any         A. Form filed by More than One Re Person         Table 1 - Non-Derivative Securities Acquired, Norre Execution Date, if any       S. Amount of Transaction/Securities Applicable Line) - Nor Filed by More than One Re Person       S. Amount of Person       S. Amount of Do re Differ (pint)       S. Amount of Do re Differ	

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)		8. D Se (It
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Share Units <u>(1)</u>	<u>(2)</u>	06/09/2006		А	38.8547	(3)	(3)	Common Stock	38.8547	

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## **Reporting Owners**

**Reporting Owner Name / Address** 

Reporting Owner Maine / Autress					
	Director	10% Owner	Officer	Other	
JASTROW KENNETH M II C/O TEMPLE-INLAND, INC. 1300 S. MO PAC EXPRESSWAY AUSTIN, TX 78746	Х				
Signatures					
Dan D. Stilwell, Attorney-in-fact	06/09/2006				

\*\*Signature of Reporting Person

# **Explanation of Responses:**

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Relationships

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 acquired through compensation deferral.
 (1) Directory and the share of Common Stock of the Issuer ("Share Units") are acquired through compensation deferral.

- Dividends which would have been received on shares represented by Share Units are also invested in Share Units. The Share Units are settled in cash, generally at the time the reporting person ceases to be a Director of the Issuer.
- (2) 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.)
- (3) These Share Units do not become exercisable or expire on a fixed date. (Generally, the Share Units become payable at the time the reporting person ceases to be a Director of the Issuer.)
- (4) These Share Units were acquired through phantom dividend reinvestment and no price was paid by the reporting person for the Share Units.

The number of Share Units beneficially owned by the reporting person includes Share Units owned prior to August 15, 1996, which were(5) and continue to be exempt from Section 16 of the Securities and Exchange Act of 1934. The reporting person disclaims any waiver of such exemption.

#### **Remarks:**

This amended 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.