Edgar Filing: MGIC INVESTMENT CORP - Form 4

MGIC INVES Form 4 July 02, 2009	STMENT CORP	•							
FORM	Л							PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction See Instruction See Instruction See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940						OMB Number:	3235-0287		
						burden hou response	Estimated average burden hours per response 0.5		
1(b). (Print or Type Ro									
1. Name and Ac CASE KARI	Symbo MGIC	2. Issuer Name and Ticker or Trading Symbol MGIC INVESTMENT CORP [MTG]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 106 CENTRA		(Month	3. Date of Earliest Transaction (Month/Day/Year) 07/01/2009			_X_ Director 10% Owner Officer (give title Other (specify below)			
(Street)			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 			
WELLESLE	Y, MA 02481					Form filed by Person	More than One Ro	eporting	
(City)	(State)	(Zip) Ta	ble I - Non-E	Derivative S	ecurities Ac	quired, Disposed o	of, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code ur) (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3,	(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)	Indirect Beneficial	
Common Stock			Couc V	Amount		21,234	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)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transactio	TransactionDerivative		6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities	
Security (Instr. 3)	or Exercise Price of		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of		(Month/Day/Year)		(Instr. 3 and 4)	
(11501.5)	Derivative Security		(Wond Day Tear)	(Instr. 0)	(D) (Instr. 3, 4, and 5)					
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Share Units <u>(1)</u>	(2)	07/01/2009		D		8,612.8893 (3)	(4)	(4)	Common Stock	8,612.88

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CASE KARL E 106 CENTRAL STREET WELLESLEY, MA 02481	Х						
Signatures							
Dan D. Stilwell, Attorney-in-fact	07	7/02/2009					

**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).
 - 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
- (1) which units corresponding to shares of common stock of the issuer (share ones) are awarded to the reporting person. The share ones 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.
- (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) The reporting person previously made a qualified election to have certain of his Share Units paid out in five annual installments beginning July 1, 2006. This transaction represents the fourth of such installment payments.
- (4) 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, unless a qualified election for an earlier payout has been made by the Director.)
- 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.
- (6) Under the qualified election referred to above, certain remaining Share Units of the reporting person are scheduled to be paid out in one remaining installment payment on July 1, 2010.

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.

Reporting Owners