## Edgar Filing: MGIC INVESTMENT CORP - Form 4

Form 4	ESTMENT CORP	,									
January 24, FORN Check th if no lon subject to Section 1 Form 4 co Form 5 obligation may con See Instr 1(b).	<b>A 4 UNITED S</b> tis box ger o STATEM 16. or Filed pure Section 17(a)	IENT OF CI suant to Secti a) of the Publ	Washington, HANGES IN SECUR on 16(a) of th ic Utility Hold	RITIES AND EXCHANGE COMMISSION shington, D.C. 20549 IGES IN BENEFICIAL OWNERSHIP OF SECURITIES 6(a) of the Securities Exchange Act of 1934, tility Holding Company Act of 1935 or Section westment Company Act of 1940					Sind3235-0287Number:January 31, 2005Expires:2005Estimated average burden hours per response0.5		
(Print or Type											
PIERZCHALSKI LAWRENCE J Symbol			GIC INVEST			ıg	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) MGIC PLA KILBOURI	Date of Earliest Tr onth/Day/Year) 22/2007	ransaction			Director10% Owner XOfficer (give titleOther (specify below) below) Executive Vice President						
	(Street)		Amendment, Da d(Month/Day/Year	-			6. Individual or Jo Applicable Line) _X_ Form filed by C	one Reporting Pe	rson		
MILWAUK	KEE, WI 53202						Form filed by M Person	ore than One Re	porting		
(City)	(State)	(Zip)	Table I - Non-I	Derivative	Securi	ties Acqu	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	rity (Month/Day/Year) Execution Date, if			4. Securit on(A) or Dis (Instr. 3, 4)	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6.7. Nature ofOwnershipIndirectForm: DirectBeneficial(D) orOwnershipIndirect (I)(Instr. 4)(Instr. 4)			
Common Stock	01/22/2007		F	752	D	\$ 61.98	73,557	D			
Common Stock	01/24/2007		А	10,800 (1)	А	<u>(2)</u>	84,357	D			
Common Stock	01/24/2007		А	8,100 (3)	А	<u>(2)</u>	92,457	D			
Common Stock	01/24/2007		А	3,852 (4)	А	<u>(2)</u>	96,309	D			
Common Stock	01/24/2007		А	5,778 (5)	А	<u>(2)</u>	102,087	D			

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Common Stock						2.515 <u>(6</u>	<u>)</u> I	By Issuer Profit Shari and Savin Plan	ng	
Reminder: Re	port on a separ	rate line for each class	s of securities benefic	Persons informat required	who resp ion conta to respon a current	ond to the		SEC 1474 (9-02)		
			ive Securities Acqui its, calls, warrants, c				wned			
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. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date Underlyin (Month/Day/Year) (Instr. 3 a		7. Title and A Underlying S (Instr. 3 and		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy)	\$ 46.0625					(7)	05/05/2009	Common Stock	25,000	
Employee Stock Option (Right to Buy)	\$ 45.375					(8)	01/26/2010	Common Stock	50,000	
Employee Stock Option (Right to Buy)	\$ 57.88					(7)	01/24/2011	Common Stock	25,000	
Employee Stock Option	\$ 63.8					(7)	01/23/2012	Common Stock	40,000	

(Right to Buy)					
Employee Stock Option (Right to Buy)	\$ 43.7	<u>(9)</u>	01/22/2013	Common Stock	27,000
Employee Stock Option (Right to Buy)	\$ 68.2	(10)	01/28/2014	Common Stock	27,000

# **Reporting Owners**

<b>Reporting Owner Name / Address</b>			Relationships			
FB	Director	10% Owner	Officer	Other		
PIERZCHALSKI LAWRENCE J MGIC PLAZA 250 EAST KILBOURN AVENUE MILWAUKEE, WI 53202			Executive Vice President			
Signatures						
Dan D. Stilwell, Attorney-in-fact	01/24/2	2007				

\*\*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).
- These shares were awarded to the reporting person pursuant to the Issuer's 2002 Stock Incentive Plan, are subject to certain
  restrictions, and vest when such restrictions lapse. The restrictions on these shares lapse on January 24 of each of the five years beginning in 2008 at rates based on certain performance standards.
- (2) These securities were awarded to the reporting person pursuant to the Issuer's 2002 Stock Incentive Plan and no price was paid by the reporting person for the securities.
- These shares were awarded to the reporting person pursuant to the Issuer's 2002 Stock Incentive Plan, are subject to certain
  (3) restrictions, and vest when such restrictions lapse. The restrictions on one-fifth of these shares lapse on January 24 of each of the five years beginning in 2008.
- (4) These securities were awarded to the reporting person pursuant to the Issuer's 2002 Stock Incentive Plan, are subject to certain restrictions, and vest on January 24, 2008.
- (5) These securities were awarded to the reporting person pursuant to the Issuer's 2002 Stock Incentive Plan, are subject to certain restrictions, and vest on January 24, 2010.
- (6) Number of shares as of December 31, 2006.
- (7) All of these options are vested and exercisable in full.
- Partial vesting of these options occurred on January 26 of each of the five years beginning in 2001, based on certain performance
  (8) standards. Any portion of the option which did not vest at January 26, 2005 will become vested on January 26, 2009 based on the reporting person's continued service to the Issuer.

#### **Reporting Owners**

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- (9) One-fifth of these options vest on January 22 of each of the five years beginning in 2004.
- (10) One-fifth of these options vest on January 22 of each of the five years beginning in 2005.

#### **Remarks:**

The reporting person serves as Executive Vice President - Risk Management of the Issuer's principal operating subsidiary, Mo

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.