Edgar Filing: LEHMAN MICHAEL E - Form 4

LEHMAN M	ICHAEL E										
Form 4 January 27, 20	010										
								OMB APPROVAL			
		SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549				OMB Number:	3235-0287				
Check this if no longe subject to Section 16 Form 4 or Form 5 obligations may contin <i>See</i> Instruct 1(b).	Filed sources	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							Expires:January 31, 2005Estimated average burden hours per response0.5		
(Print or Type Re	esponses)										
1. Name and Address of Reporting Person <u>*</u> LEHMAN MICHAEL E			2. Issuer Name and Ticker or Trading Symbol MGIC INVESTMENT CORP [MTG]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(3. Date of Earliest Transaction (Month/Day/Year) 01/27/2010			_X_Director10% Owner Officer (give titleOther (specify below) below)					
	(Street)		4. If Amendment, Date Ori Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by	oint/Group Filing(Check Dne Reporting Person			
MILWAUK	EE, WI 53202	2					Form filed by M Person	More than One R	eporting		
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecurities Ac	quired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Y	ear) Executi any	emed	3.	4. Securiti nAcquired 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		
Common Stock							7,799	D			
Reminder: Repo	rt on a separate	line for each c	lass of secur	ities benefic	cially owne	d directly or	indirectly.				

Derease who reasoned to the a

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)

Edgar Filing: LEHMAN MICHAEL E - Form 4

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)	Acquired (A) or		sactiorDerivative Securities Expiration Date e Acquired (A) or (Month/Day/Year) r. 8) Disposed of (D)			7. Title and Amoun Underlying Securit (Instr. 3 and 4)	
	·			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Shar	
Share Units <u>(1)</u>	<u>(2)</u>	01/27/2010		A	15,151.5152	(-)	04/01/2011(3)	(4)	Common Stock	15,	

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
LEHMAN MICHAEL E C/O MGIC INVESTMENT CORPOR 250 EAST KILBOURN AVENUE MILWAUKEE, WI 53202	RATION	X						
Signatures								
Dan D. Stilwell, Attorney-in-fact	01/27/201	10						
<u>**</u> 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).

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 this corresponding to shares of common stock of the issuer ("share offics") are awarded to the reporting person. The share offics 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) These Share Units are subject to certain restrictions, and vest when such restrictions lapse. The restrictions generally lapse on April 1, 2011.
- (4) 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.
- (5) These Share Units 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 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.