Edgar Filing: MGIC INVESTMENT CORP - Form 4

Check this box if no longer subject to Section 16. SECURITIES SECURITIES Advancement of the section 16. SECURITIES Advancement of the section 16. Number: Numb									3235-0287 January 31, 2005 average irs per	
(Print or Type R	esponses)									
1. Name and Ad PIERZCHA	CE J Symbol	r Name and INVESTM			g	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(3. Date of Earliest Transaction (Month/Day/Year) 02/15/2008				Director 10% Owner X Officer (give title Other (specify below) below) Executive Vice President			
	endment, Date Original onth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 					
MILWAUKEE, WI 53202 — Form filed by More than One Reporting Person							eporting			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	02/15/2008		D	3,500	D	\$0	96,671	D		
Common Stock							2.476 <u>(1)</u>	I	By Issuer's Profit Sharing and Savings Plan	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy)	\$ 46.0625					(2)	05/05/2009	Common Stock	25,000	
Employee Stock Option (Right to Buy)	\$ 45.375					(3)	01/26/2010	Common Stock	50,000	
Employee Stock Option (Right to Buy)	\$ 57.88					(2)	01/24/2011	Common Stock	25,000	
Employee Stock Option (Right to Buy)	\$ 63.8					(2)	01/23/2012	Common Stock	40,000	
Employee Stock Option (Right to Buy)	\$ 43.7					(4)	01/22/2013	Common Stock	27,000	
Employee Stock	\$ 68.2					(5)	01/28/2014	Common Stock	27,000	

Other

Option (Right to Buy)

Reporting Owners

Reporting Owner Name / Address			Relationships
	Director	10% Owner	Officer
PIERZCHALSKI LAWRENCE J MGIC PLAZA 250 EAST KILBOURN AVENUE MILWAUKEE, WI 53202			Executive Vice President
Signatures			

Dan D. Stilwell, Attorney-in-fact

02/15/2008

**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).
- Number of shares as of December 31, 2007, representing a decrease from December 31, 2006 of 0.039 shares in the reporting person's
 (1) Profit Sharing and Savings Plan account as a result of a refund of such fractional share during 2007 in compliance with Internal Revenue Code Section 415.
- (2) 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(3) 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.

- (4) One-fifth of these options vest on January 22 of each of the five years beginning in 2004.
- (5) 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.