

Meade Michael G
Form 4
January 27, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Meade Michael G

2. Issuer Name and Ticker or Trading Symbol
MGIC INVESTMENT CORP
[MTG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
MGIC PLAZA, 250 EAST
KILBOURN AVENUE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/25/2010

____ Director
 Officer (give title below) _____ Other (specify below)
Senior VP & Chief Info Officer

MILWAUKEE, WI 53202

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or (D) Price | | |
| Common Stock | 01/25/2010 | | F | | 322 D \$ 6.15 | 100,125 | D |
| Common Stock | 01/26/2010 | | F | | 322 D \$ 6.06 | 96,813 | D |
| Common Stock | 01/27/2010 | | A | | 23,850 (1) A \$ 0 (3) | 123,653 | D |
| Common Stock | 01/27/2010 | | A | | 17,900 (2) A \$ 0 (3) | 141,553 | D |
| Common Stock | | | | | | 117,362.5784 (4) | 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. Transaction Code (Instr. 8) | 5. Number of Derivative 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. Price or Value of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Options (Right to Buy) | \$ 57.88 | | | | | (5) 01/24/2011 | 01/24/2011 | Common Stock | 12,500 |
| Employee Stock Options (Right to Buy) | \$ 63.8 | | | | | (5) 01/23/2012 | 01/23/2012 | Common Stock | 20,000 |
| Employee Stock Options (Right to Buy) | \$ 43.7 | | | | | (5) 01/22/2013 | 01/22/2013 | Common Stock | 13,250 |
| Employee Stock Options (Right to Buy) | \$ 68.2 | | | | | (5) 01/28/2014 | 01/28/2014 | Common Stock | 13,250 |

