FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

# Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  LORA MELISSA									er or Tradin MENT C			(Ch	5. Relationship of Reporting Person(s) to I (Check all applicable) X Director 10%			on(s) to Issu		
(Last) (First) (Middle)						Date of /28/20		Trans	action (Mont	th/Day	y/Year)		Officer below)	(give title		Other (s below)	pecify	
250 EAST KILBOURN AVENUE																		
(Street) MILWAUKEE WI 53202				4. 11	f Amei	ndment, [	Oate o	of Original Fil	ed (M	/lonth/Da	Lin	X Form filed by One Reporting Person Form filed by More than One Reporting						
(City)	(5	State)	(Zip)											Persor	]			
		Tab	le I - Non	-Deriv	ative	e Sec	curities	S Ac	quired, D	ispo	osed o	f, or Be	neficial	ly Owned	l			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)						Execution			3. Transacti Code (Ins	nsaction Dispose		ities Acquired (A) o d Of (D) (Instr. 3, 4 a		Benefici Owned I	Formally (D) of (I) (In		Direct Indirect Itr. 4)	7. Nature of Indirect Beneficial Ownership
								Code V	, ,	Amount (A)		Price	Transac	Reported Transaction(s) (Instr. 3 and 4)			Instr. 4)	
	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		3A. Deemed Execution D if any (Month/Day)	oate, T	Code (				6. Date Exer Expiration D (Month/Day/	ate		e and 7. Title and Am of Securities Underlying Derivative Sec (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	y	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				c	Code	v	(A)	(D)	Date Exercisable		piration te	Title	Amount or Number of Shares					
Share Units <sup>(1)</sup>	(2)	02/28/2020			A		109.63		(4)		(5)	Common Stock	109.63	(3)	22,474.10	)74	D	

# Explanation of Responses:

- 1. 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 and/or acquired through compensation deferral.
- 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 were acquired through phantom dividend reinvestment and no price was paid by the reporting person for the Share Units.
- 4. These Share Units are settled in cash, on a specified date, unless a qualified election for later distribution is made by the reporting person.
- 5. These Share Units do not expire on a fixed date. They will be settled in cash at the time the underlying units are settled.

#### Remarks:

This Form 4 is being signed by the reporting person's attorney-in-fact pursuant to a previously filed power of attorney.

Martha F. Tsuchihashi,
Attorney-in-Fact

03/02/2020

\*\* Signature of Reporting Person Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.