FORM 4

to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and Ad	dress of R	eporting Pe	7	2. Issuer Name ar	ıd Tick	er or Trad	ing Syr	nbol	6. Relationship of Reporting Person(s)							
					MGIC Investmen	nt Corp	oration ((MTG)		to Issuer (Check all applicable)						
Lauer, J. Micha	el									_ Director		10% Owner				
(Last)	(First)	(Middle)		-	3. I.R.S. Identifica	ation N	ımber	4. State	ement for	\underline{X} Officer (give title below) Other (specify below)						
				k	of Reporting Pers	on,		Month	/Day/Year							
MGIC Plaza				į	f an entity (volun	itary)		03/13/	03	Executive \	Executive Vice President and Chief Financial Officer					
250 East Kilbourn Avenue																
	(Stree	t)						5. If A	mendment,	7. Individual or Joint/Group Filing (Check Applicable Line)						
				-					0	X Form filed by One Reporting Person						
Milwaukee, WI	53202			-				(Montl	n/Day/Year)	Form filed by More than One Reporting Person						
(City	y) (State	e) (Zip)				Table I	— Non-l	Deriva	tive Securities	s Acquired, Disposed of, or Beneficially Owned						
1. Title of	2. Trans-	2A.	3. Trans	S-	4. Securities Acc	uired (A) or Disp	osed	5. Amount of		6. Owner-	7. Nature of Indirect				
Security	action	Deemed	action		of (D)				Securities		ship Form:	Beneficial Ownership				
(Instr. 3)		Execution	Code		(Instr. 3, 4 & 5)			Beneficially		Direct (D)	(Instr. 4)					
	IDay/	Date,	(Instr. 8)				Owned Follov	W-	or Indirect						
	Year)	if any	Code	V	Amount	(A)	Pric	e	ing Reported							
		(Month/Day/ Year)				or			Transactions(s)	(Instr. 4)					
						(D)			(Instr. 3 & 4)							
Common Stock	03/13/03		M		40,000	Α	\$	15.625		66,428	D					
Common Stock	N/A									900(1)	I	As Custodian for Daughter				
Common Stock	N/A									900(1	I	As Custodian for Daughter				
												_				
Common Stock	N/A								10	,277.8145 ⁽²⁾	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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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)															
1. Title of	2. Conver-	3. 3A. 4.				5. Numbe	r of Derivative	6. Date		7. Title and Amount		8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-Deemed Trans-			-	Securities	Acquired (A) or	Exercisable		of Underlying		Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action Execution action		ı	Disposed	of (D)	and Expiration		Securities		Security	Securities	ship	Beneficial	
	Price of	Date	Date,	Code					Date		(Instr. 3 & 4)		Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any	1 /		(Instr. 3, 4	& 5)	(Month/Day/ Year)				/	Owned	of	(Instr. 4)
	Security	Security (Month/ (Month/ Day/ Day/ Year) (Par) (Instr. 8)		(Instr.				rear)					Following	Deriv-	
												Reported	ative		
												Transaction(s)	Security:		
				Code	V	(A)	(D)	Date	Expira-	Title	Amount	1	(Instr. 4)	Direct	
					П	` ′	\		tion		or			(D)	
					П			cisable	Date		Number			or	
					П			l			of			Indirect	
					П			l			Shares			(I)	
					Ш									(Instr. 4)	
Employee Stock	\$15.625	N/A		M	П		40,000	<u>(3)</u>	01/27/04	Common	40,000		0	D	
Option (Right to					П			l		Stock					
Buy)					Ш										
Employee Stock	\$36.4375	N/A			П			<u>(4)</u>	01/22/07	Common	80,000		80,000	D	
Option (Right to					П			l		Stock					
Buy)					П			l							
Employee Stock	\$46.0625	N/A			П			<u>(5)</u>	05/05/09	Common	25,000		25,000	D	
Option (Right to					П			l		Stock					
Buy)					П			l							
Employee Stock	\$45.375	N/A			П			<u>(6)</u>	01/26/10	Common	50,000		50,000	D	
Option (Right to					П			l		Stock					
Buy)					П			l							
Employee Stock	\$57.88	N/A			П			<u>(Z)</u> .	01/24/11	Common	25,000		25,000	D	
Option (Right to					П			l		Stock	'		'		
Buy)	1				Н			l				I			1

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Employee Stock	\$63.80	N/A		1	<u>(8)</u>	01/23/12	Common	40,000	40,000	D	
Option (Right to							Stock				
Buy)											
Employee Stock	\$43.70	N/A			<u>(9)</u>	01/22/13	Common	27,000	27,000	D	
Option (Right to							Stock				
Buy)											

Explanation of Responses:

- (1) These shares are owned for the benefit of the reporting person's two children. The reporting person disclaims beneficial ownership of securities held by or for his children.
- (2) Number of shares as of December 31, 2002.
- (3) This option was granted to the reporting person under the Issuer's 1991 Stock Incentive Plan and is vested and exercisable in full.
- (4) This option was granted to the reporting person under the Issuer's 1991 Stock Incentive Plan and is vested and exercisable in full.
- (5) This option was granted to the reporting person under the Issuer's 1991 Stock Incentive Plan and one-fifth of the option vests on May 5 of each of the five years beginning in 2000.
- (6) This option was granted to the reporting person under the Issuer's 1991 Stock Incentive Plan. Vesting of the option may occur on January 26 of each of the five years beginning in 2001, at a rate equal to the percent which the Issuer's earnings per share for the prior fiscal year was of \$31.21, and subject to at least a 10% increase in the Issuer's earnings per share from the prior fiscal year. Any portion of the option which has not been vested at January 26, 2005 will become vested on January 26, 2009.
- (7) This option was granted to the reporting person under the Issuer's 1991 Stock Incentive Plan and one-fifth of the option vests on January 24 of each of the five years beginning in 2002.
- (8) This option was granted to the reporting person under the Issuer's 1991 Stock Incentive Plan and one-fifth of the option vests on January 23 of each of the five years beginning in 2003.
- (9) This option was granted to the reporting person under the Issu er's 2002 Stock Incentive Plan and one-fifth of the option vests on January 22 of each of the five years beginning in 2004.
- (10) This form is signed by the reporting person's attorney-in-fact pursuant to a previously filed power of attorney.

By: /s/ <u>Dan D. Stilwell</u> <u>March 13, 2003</u>

Dan D. Stilwell, Attorney-in-fact (10).

**Signature of Reporting Person

Date

**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.

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