| SEC Fo | rm 4 |
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Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | | |
| Estimated average burden | | | | | | | | | | |

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hours per response

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| | | | | or Sec | tion 30(h) of the In | vestmer | it Com | pany Act of 19 | 40 | | | | | | |
|--|------------------------|---------------------|---|--|----------------------|---------|--------|----------------|---|--|--|-----------------|---------------|--|--|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol MGIC INVESTMENT CORP [MTG] | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| Kozlak Jodee A | | | | | | | | | X | Director | 10% C | 10% Owner | | | |
| (Last) 250 EAST KILB | (First) OURN AVENUE | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 12/31/2019 | | | | | | | Officer (give title below) | Other below) | (specify) | | |
| (Street) | | | | 4. If Amendment, Date of Original Filed (Month/Day/Y | | | | | | | vidual or Joint/Group | S (11 | , | | |
| MILWAUKEE | WI | 53202 | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) | | | | | | | | | | | | | |
| | | Table I - No | n-Deriv | ative S | ecurities Acqu | uired, | Disp | osed of, o | r Bene | ficially C | wned | | | | |
| 1. Title of Security (Instr. 3) 2. Trans Date (Month | | action Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | | | | |
| | | | | | | Code | v | Amount | (A) or (D) | Price | 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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|------------|-----|--|--------------------|--|----------------------------------|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | |
| Share Units ⁽¹⁾ | (2) | 12/31/2019 | | A | | 1,505.5278 | | (4) | (4) | Common Stock | 1,505.5278 | (3) | 14,567.3119 | D | |

Explanation of Responses:

1. The reporting person participates in the MGIC Investment Corporation Deferred Compensation Plan (the "Plan") for Non-Employee Directors under which units corresponding to shares of common stock of the Issuer ("Share Units") are acquired by the reporting person through, among other ways, compensation deferral. Dividends which would have been received on shares represented by the Share Units are also invested in Share Units. The Share Units will be settled in cash, on the first business day of the calendar month following the Distribution Date (as defined in the Plan).

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 acquired through compensation deferral.

4. These Share Units do not become exercisable on a fixed date or expire. (Generally, the Share Units become payable at the time the reporting person ceases to be a Director of the Issuer.)

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-01/03/2020

in-Fact

** 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.