SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

3235-0287 OMB Number: Estimated average burden

0.5

hours per response:

			or Section 30(h) of the Investment Company Act of 1940				
1. Name and Address of Reporting Person* $\underline{Miosi\ Salvatore\ A}$			2. Issuer Name and Ticker or Trading Symbol <u>MGIC INVESTMENT CORP</u> [MTG]		tionship of Reporting Person(s) to Issue (all applicable) Director 10% Own		
(Last) C/O MGIC	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/10/2018	X	Officer (give title below) Exec VP-Business	Other (specify below) s Strat & Ops	
(Street) MILWAUKEE (City)	WI (State)	WI 53202	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filir Form filed by One Re Form filed by More tha Person	porting Person	

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	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)
Common Stock	02/10/2018		F		2,758	D	\$14.01	343,555	D	
Common Stock	02/10/2018		F		2,758	D	\$14.01	340,797	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(- 5	,	,	-,																
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)		of Deriv Secu Acqu (A) o Disp of (D	r osed) r. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amo Securities Unde Derivative Secu (Instr. 3 and 4)		Underlying Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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											
Common Stock	(1)							(2)	(3)	Common Stock	2,394.075		2,647.367 ⁽⁴⁾	I	By Issuer's Profit Sharing & Savings Plan							

Explanation of Responses:

1. The conversion price varies with the price of the Issuer's common stock. At any given time, the conversion price is equal to the closing price of the Issuer's common stock on the New York Stock Exchange on the previous trading day.

2. These derivative securities may be exercised at any time.

3. These derivative securities do not have any expiration date.

4. Balance as of December 31, 2017

Remarks:

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

Dan A. Stilwell, Attorney in Fact

** Signature of Reporting Person

02/13/2018

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.

OMB APPROVAL