Employee Stock Option (Right to Buy)

Employee Stock Option (Right to Buy)

Employee Stock Option (Right to Buy)

\$46.0625

\$45.375

\$57.88

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

|--|

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).

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

					or	Sec	tion 30(h	) of the	Investme	nt Coi	mpany Ac	t of 19	940							
1. Name and Address of Reporting Person*  LAUER JON MICHAEL						2. Issuer Name and Ticker or Trading Symbol  MGIC INVESTMENT CORP [ MTG ]									neck all appli Direct	ng Person(s) to Issu 10% Own		vner		
(Last) (First) (Middle)  MGIC PLAZA						3. Date of Earliest Transaction (Month/Day/Year) 01/25/2007									X Officer (give title Other (specify below) below)  Executive VP & CFO					
250 EAST KILBOURN AVENUE  (Street)  MILWAUKEE WI 53202					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Lin	e) X Form	p Filing (Check Applic e Reporting Person re than One Reporting		n		
(City)	(S	tate)	(Zip)																	
		Tab	le I - No	n-Deri	vativ	e S	ecuriti	es Ac	quired,	Dis	posed	of, c	or Ber	neficia	lly Owne	d				
= 11110 01 000011119 (1110111 0)				2. Transaction Date (Month/Day/Year)		Execution Date, ear) if any		Code (	Transaction Code (Instr.		4. Securities Acquired ( Disposed Of (D) (Instr. 3 5)			Securiti Benefici Owned I	5. Amount of Securities Beneficially Owned Following Reported		t ct	7. Nature of Indirect Beneficial Ownership		
						Code	v	Amount		(A) or (D)	Price	Transac (Instr. 3	tion(s)			(Instr. 4)				
Common	Stock	5/200	2007			F		1,235	5	D	\$62.2	23 163	3,067	D						
Common Stock					01/25/2007				F		700		D	\$62.2	23 162	2,367	D			
Common Stock				01/2	01/25/2007						538		D	\$62.2	23 163	1,829	D			
Common Stock				01/2	01/26/2007				F		782		D	\$60.8	37 16	1,047	D			
Common Stock				01/26/2007				F		538		D	\$60.8	37 160	0,509	D				
Common Stock			01/28/2007				F		700		D	\$61.0	9 159	159,809						
Common Stock			01/2	8/200	7			F		975		D	\$61.0	9 158	3,834	D				
Common Stock															10,58	9.508 <sup>(1)</sup>	I		By Issuer's Profit Sharing and Savings Plan	
		Т	able II -												/ Owned					
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security  (Security Security Conversion or Exercise Price of Derivative Security Security Security Security Security 3. Transaction Date (Month/Day/Year)  3. Transaction Date Execution Date, if any (Month/Day/Year)  2. Conversion Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  5. Transaction Date (Month/Day/Year)  6. Transaction Date (Month/Day/Year)  7. Transaction Date (Month/Day/Year)  8. Transaction Date (Month/Day/Year)				ed n Date,	4. Trans Code 8)	actic	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Insti	n of E		Date Exercisa xpiration Date tonth/Day/Year		7. Title and Am of Securities Underlying Derivative Sect (Instr. 3 and 4)		Amount s Security 4)	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Owner Form: Direct or Ind (I) (Ins	(D) rect	11. Nature of Indirect Beneficial Ownershi (Instr. 4)	
				Code	ode V (A) (D) Ex				te Expiration ercisable Date		or Number of Title Shares									

(2)

(3)

(2)

05/05/2009

01/26/2010

01/24/2011

Common

Stock

Stock

Common Stock

25,000

50,000

25,000

25,000

50,000

25,000

D

D

D

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)	A. Deemed 4. Transaction f any Month/Day/Year) 8.					6. Date Exerc Expiration Da (Month/Day/\)	ate	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 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				
Employee Stock Option (Right to Buy)	\$63.8							(2)	01/23/2012	Common Stock	40,000		40,000	D	
Employee Stock Option (Right to Buy)	\$43.7							(4)	01/22/2013	Common Stock	27,000		27,000	D	
Employee Stock Option (Right to Buy)	\$68.2							(5)	01/28/2014	Common Stock	27,000		27,000	D	

## **Explanation of Responses:**

- 1. Balance as of December 31, 2006.
- 2. All of these options are vested and exercisable in full.
- 3. Partial vesting of these options occurred on January 26 of each of the five years beginning in 2001, based on certain performance standards. Any portion of the option which did not vest at January 26, 2005 will become vested on January 26, 2009 based on the reporting person's continued service to the Issuer.
- 4. One-fifth of these options vest on January 22 of each of the five years beginning in 2004.
- 5. One-fifth of these options vest on January 28 of each of the five years beginning in 2005.

## Remarks:

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

Dan D. Stilwell, Attorney-infact 01/29/2007

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.