FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL						
OMB Number:	3235-0287					
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

msuuc	uon ±(b).				or Se	ection 30(h)) of the	e Ínve	estment	Com	pany Act of	1940				respo			0.5	
	nd Address of	Reporting Person*				er Name ar C INVI					nbol <u>P</u> [MTG	;]			k all applica	able)	g Persor	n(s) to Issue]
(Last)	(F	First)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 06/02/2003									Officer (below)	give title		Other (sp below)	oecify		
Street)					4. If Amendment, Date of Original Filed (Month/Day/Year)						6	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					1			
(City)	(9	State)	(Zip)												Form fil	ed by Mor	e than C	One Reporti	ng Person	
		7	Γable I - Non-Γ	Deriva	tive S	Securitie	es Ac	cqui	ired, D	isp	osed of,	or Be	neficia	lly (Owned					
Date				2A. Deemed Execution Date if any (Month/Day/Ye		e, Transaction Dispo			rities Acquired (A) o ed Of (D) (Instr. 3, 4 a		and 5) Secur Bene Follor		curities Form		Direct I Indirect I tr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
								c	Code	,	Amount	(A) or (D) Pri		е	Transaction(s) (Instr. 3 and 4)				msu. 4)	
			Table II - De								sed of, o				wned					
. Title of Perivative 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)		Derivative E		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)				9. Number derivative Securities Beneficia Owned Following Reported	e s llly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
		Code	v	(A)	(D)	Date Exerc	cisable		opiration	Title	Amou or Numb of Share	er		Transacti (Instr. 4)	uii(s)					

Explanation of Responses:

n(2)

Share

Units (1)

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 acquired through compensation deferral. Dividends which would have been received on shares represented by Share Units are also invested in Share Units. The Share Units are settled in cash, generally at the time the reporting person ceases to be a Director of the Issuer.

08/08/1988⁽⁴⁾

(A)

6.0069(3)

- 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.) Consequently, in accordance with the guidance provided by the SEC's website posting on May 1, 2003, entitled " Division of Corporation Finance: Section 16 Electronic Reporting Frequently Asked Questions, " a dummy value of " Okquot; has been entered for the conversion or exercise price.
- 3. These Share Units were acquired through compensation deferral

06/02/2003

- 4. These Share Units do not become exercisable or expire on a fixed date. (Generally, the Share Units become payable at the time the reporting person ceases to be a Director of the Issuer.) Consequently, in accordance with the guidance provided by the SEC's website posting on May 1, 2003, entitled " Division of Corporation Finance: Section 16 Electronic Reporting Frequently Asked Questions, " a dummy date of 08/08/1988 has been inserted for the exercise date and expiration date.
- 5. The number of Share Units beneficially owned by the reporting person includes Share Units owned prior to August 15, 1996, which were and continue to be exempt from Section 16 of the Securities and Exchange Act of 1934. The reporting person disclaims any waiver of such exemption.
- 6. In addition to these derivative securities, the reporting person hereby reports the following non-derivative securities holdings as of June 2, 2003: (a) direct ownership of 33,094 shares of common stock of the Issuer by the reporting person, (b) indirect ownership of 16,000 shares of common stock of the Issuer by the reporting person's wife, and (c) indirect ownership of 48,000 shares of common stock of the Issuer by the reporting person's children. The reporting person disclaims beneficial ownership of shares reported herein which are owned by his wife and/or children.

Dan D. Stilwell, Attorney-in-fact 06/02/2003

12,985.8145⁽⁵⁾⁽⁶⁾

D

** Signature of Reporting Person Date

08/08/1988(4)

Commor

Stock

6.0069

\$54.02

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.