SEC Form 4 FORM 4	UNITED STA	TES SECURITIES AND EXCHANGE COM	IMISSION								
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).		Washington, D.C. 20549 <b>NT OF CHANGES IN BENEFICIAL OWNE</b> d pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940	RSHIP	OMB APPROVAL OMB Number: 3235-028 Estimated average burden hours per response: 0.							
1. Name and Address of Reporting Person <u>LEHMAN MICHAEL E</u> (Last) (First)     C/O MGIC INVESTMENT CORP	(Middle) ORATION	2. Issuer Name and Ticker or Trading Symbol <u>MGIC INVESTMENT CORP</u> [ MTG ]     3. Date of Earliest Transaction (Month/Day/Year)     02/04/2022	5. Relationship of F (Check all applicab X Director Officer (gi below)	10% Owner							
250 EAST KILBOURN AVENUE (Street) MILWAUKEE WI (City) (State)	53202 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line) X Form filed	t/Group Filing (Check Applicable I by One Reporting Person I by More than One Reporting							
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											

1. Title of Security (Instr. 3)		2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	02/04/2022		A		8,085.3816(1)	Α	\$15.46 <sup>(2)</sup>	46,074.3816	D	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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	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 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				
Share Units <sup>(3)</sup>	(4)							(5)	(5)	Common Stock	9,598.0868		9,598.0868	D	

Explanation of Responses:

1. These Restricted Stock Units ("RSUs") will be settled in stock ten business days after February 1, 2023, unless a qualified election for a later distribution was made by the reporting person.

2. These RSUs were awarded to the reporting person pursuant to the Issuer's 2020 Omnibus Incentive Plan and no price was paid by the reporting person for them.

3. 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 awarded to the reporting person and/or acquired through compensation deferral.

4. 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. 5. These Share Units do not expire on a fixed date. The Share Units are settled in cash, generally within ten business days after February 1st in year after which they were awarded, unless a qualified election for later distribution is made by the reporting person.

**Remarks:** 

Leslie A. Schunk, Attorney-in-

02/07/2022

\*\* Signature of Reporting Person

**Fact** 

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.

LIMITED POWER OF ATTORNEY

KNOW ALL BY THESE PRESENTS, that the undersigned is required, or may be required in the future, to file reports of changes in beneficial ownership of equity securities of MGIC Investment Corporation (the "Company").

To facilitate the filing of these reports, the undersigned hereby appoints each of Timothy A. Chrapko, Shelby E. Heinrich, Heidi A. Heyrman, Paula C. Maggio, Brian M. Remington, Leslie A. Schunk, and Martha F. Tsuchihashi as the undersigned's attorney-in-fact and agent to: (i) apply on behalf of the undersigned for access codes (if necessary) for the EDGAR System, and (ii) sign on behalf of the undersigned and file any Form 3, Form 4, or Form 5 for the undersigned with the Securities and Exchange Commission or any securities exchange.

Each of the persons authorized to act as such attorney-in-fact and agent above may do so separately without the concurrence of the other persons. The authority granted hereunder is granted to the person occupying the position specified at the time such authority is exercised.

Dated: October 27, 2021 Signature: /s/ Michael J. Lehman Please print or type name: Michael J. Lehman

ACKNOWLEDGMENT STATE OF WISCONSIN ) COUNTY OF MILWAUKEE )

Before me, a Notary Public in and for the State of Wisconsin, on this day personally appeared Michael J. Lehman, known to me to be the person whose name is subscribed to the foregoing Limited Power of Attorney, and acknowledged to me that he/she executed the same for the purposes and consideration therein expressed.

Given under my hand and official seal this 27th day of October 2021.

(SEAL) By: /s/ Patricia A. Fitchett Notary Public, State of Wisconsin Print Name: Patricia A. Fitchett My commission expires: October 3, 2025