

MGIC INVESTMENT CORPORATION

RISK MANAGEMENT COMMITTEE CHARTER

I. PURPOSE AND RESPONSIBILITIES

The purpose of the Risk Management Committee of the Board of Directors of MGIC Investment Corporation (the “Company”) is to assist the Board in overseeing the development and administration, by the Company’s management team, of the Company’s enterprise risk framework, including the Company’s risk appetite on an enterprise-wide basis, and to assist the Board in overseeing management of certain key Company risks by the Company’s management team.

In performing this general responsibility, the Committee shall, in such manner and at such times as it deems appropriate in its discretion:

- **Oversee the development and administration, by the Company’s management team, of the enterprise risk management program, including:**
 - The capabilities for and the resources allocated to enterprise risk management.
 - The methodologies, policies, systems and processes established by management to identify, assess, measure, monitor, mitigate, limit and report on the key risks that are inherent in the Company’s business activities and strategies.
 - The risk profile associated with each key risk of the Company and any recommendations to the Board regarding appropriate levels of risk with respect thereto.
 - The enterprise-wide assessment of key active and potential future risks regularly conducted by management.
 - Coordinate with the Board and its other Board Committees the assignment of oversight responsibilities for all key risks to the Board and other Committees. Such assignment is reflected in the Appendix to this Charter.
 - Review significant regulatory reports or disclosures required by law relating to the risk management program of the Company.

- Oversee management of certain key risks by the management team of the Company as follows:
 - Those key risks identified in the Appendix to this Charter for which the Risk Management Committee is identified as the Responsible Committee.
 - Specific to mortgage credit risk, a significant key risk to the company, such oversight includes the following:
 - Monitoring the performance of the Company's insured books of business and the principal factors affecting their performance.
 - Discussing the Company's insurance products, including premium rates, underwriting guidelines, quality controls, and returns, and external reinsurance (or a similar risk transfer structure) covering such products.
 - Reviewing the insurance operating environment, including the state of local and regional housing markets, competitive forces affecting the Company, the Company's relationships with residential mortgage lenders and mortgage investors, regulatory and GSE capital requirements and lender, GSE and government programs.

II. STRUCTURE AND OPERATION OF COMMITTEE

- The Board of Directors of the Company shall appoint the members of the Committee, including the Chair of the Committee, and may replace the members of the Committee.
- The Committee may form subcommittees and delegate specified functions to those subcommittees.
- The Committee will make regular reports to the Board.
- The Committee will annually evaluate its performance.
- The Committee will endeavor to schedule its regular meetings to avoid conflict with the regular meetings of the Audit Committee of the Board so that the members of such Audit Committee may attend the Committee's regular meetings if they desire to do so.
- The Chairman of the Committee (or another Committee member) will endeavor to attend periodically meetings of the Audit Committee that are held in connection with regular meetings of the Board.
- The Committee will endeavor to schedule discussions of external reinsurance and similar risk transfer structures to avoid conflict with the regular meetings of the Securities Investment Committee of the Board and will invite the members of the Securities Investment Committee to attend such discussions.

- The Committee shall have access to any committee of Company management that makes decisions about risk management matters.
- This Charter may be amended by the Board in its discretion and supersedes all past delineations of responsibility of the Committee. This Charter does not create legal rights in any person.

Appendix to
MGIC Investment Corporation
Risk Management Committee Charter

Assignment of Oversight Responsibility for Key Risks to Board and Other Committees

Key Risk	Definition	Responsible Committee
Mortgage Credit	Risk of financial loss due to a borrower's failure to repay a mortgage loan. Includes risks associated with changing climatic conditions.	Risk
Market	Risk of financial loss due to changes in the market prices of a financial instrument	SIC
Liquidity	Risk of financial loss, or adverse business impact, due to inability to fund liability requirements when due or that can only be met at an uneconomic price	SIC
Capital	<p>Risk of adverse impact on ability to comply with capital requirements (regulatory and GSE) and to maintain the level, structure and composition of capital required for meeting financial performance objectives</p> <ul style="list-style-type: none"> • Determination of Required PMIERS Capital Amount • Structure, Access & Credit Rating 	<p>Risk</p> <p>SIC</p>
Compliance	Risk of adverse financial or business impact due to failure to comply with applicable laws, regulations and non-financial GSE eligibility requirements or from examination results	Audit
Counterparty	<p>Risk of loss or adverse financial impact due to the downgrade of a counterparty or the inability or unwillingness of a counterparty to fulfill their contractual commitments</p> <ul style="list-style-type: none"> • Investment Portfolio • Reinsurers 	<p>SIC</p> <p>Risk</p>

Key Risk	Definition	Responsible Committee
Operational	Risk of direct, or indirect, financial loss due to inadequate or failed internal processes, people, systems or external events. Includes risk associated with reliance on third parties to perform services on behalf of the Company. Operational areas include but are not limited to: Information Systems, Finance, Legal, Underwriting, Claims, Sales, Risk and Political Contributions/Government Relations.	Audit
Business	<p>Risk of an adverse impact on business and profitability objectives due to <u>external</u> factors that may occur in both the short- and long-term</p> <ul style="list-style-type: none"> • Strategic • Franchise • Regulatory • Reputation • Macroeconomic 	<p>Board</p> <p>Board</p> <p>Board</p> <p>Board</p> <p>Risk</p>
Cyber	The potential of financial loss, disruption or damage to our reputation related to technical infrastructure or the use of technology within the Company	Audit
Model	Risk of financial loss or adverse business impact due to decisions based on incorrect or misused model outputs or reports	Risk
Human Capital	Risk of financial loss or damage to our reputation related to human capital management policies, including executive compensation; succession planning; recruitment, retention and development of management resources; and health and safety of employees.	Mgt Dev

Key Risk	Definition	Responsible Committee
Emerging	New or evolving risks where the extent and nature of any potential losses are particularly uncertain due to insufficiency of information or time to have fully analyzed the emerging situation.	Risk