FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	JVAL
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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

				_			, 0												
			2. Issuer Name and Ticker or Trading Symbol MGIC INVESTMENT CORP [MTG]											5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify					
(Last) (First) (Middle) MGIC PLAZA								nsac	ction (M	onth/	Day/Year)		X Office (give title below) below) President and COO						
1 KILDO	JKIN AVENUE	4. If	Ame	endmen	t. Date	e of 0	Original	Filed	I (Month/D	6.	Individual or	Joint/Group	Filina	(Check Ar	plicable				
(Street) MILWAUKEE WI 53202							,		- 3				Line) X Form filed by One Reporting Person Form filed by More than One Reporting						
(City) (State) (Zip)																			
		le I - No						cqı		Dis	1								
Da					ır) E	2A. Deemed Execution Date, if any (Month/Day/Year)			Transa Code (I						I Securiti Benefic Owned	es ially Following	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	Transac	tion(s)			(11341.4)
Stock		/2011	2011				F		70,12	5	D	\$8.9		606,484		D			
Stock		02/10/	/2011	2011				D		3,000)	D	\$0 ⁽¹) 60	3,484		D		
Common Stock															11,71	11,712.3446(2)		I	By Issuer's Profit Sharing and Savings Plan
	7														y Owned				
Title of conversion or Exercise price of Derivative Security 2.			ed A	4. Transa Code (I	ction	5. Nu of Deriv Secu Acqu (A) o Disp of (D (Inst	umber vative urities uired or osed or r. 3, 4	6. I	Date Expiration	ercisa Date	able and	7. Title and Amo of Securities Underlying		Amount es Security	8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Following Reported	ly	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	٧	(A)	(D)					Title		or Number of					
\$63.8									(3)	0	1/23/2012		Common Stock 20,000			20,000		D	
\$43.7									(3)	0	1/22/2013			8,000		8,000		D	
\$68.2									(3)	0	1/28/2014			40,000		40,000)	D	
	(FELAZA) T KILBOU (SECURITY (INSTITUTE OF TEXT OF TEX	T KILBOURN AVENUE JKEE WI (State) Tab Security (Instr. 3) Stock Stock Stock Stock Stock Stock \$43.7	PATRICK (First) (Middle) LAZA T KILBOURN AVENUE JKEE WI 53202 (State) (Zip) Table I - No Security (Instr. 3) Stock Stock Stock 2. Conversion or Exercise Price of Derivative Security Security \$43.7	PATRICK (First) (Middle) LAZA T KILBOURN AVENUE Table I - No-Deriv Security (Instr. 3) Stock Stock Table II - Derivat (e.g., p Price of Price of Perivative Security Security Security Stock Stock Stock Stock ADA Stock St	PATRICK (First) (Middle) LAZA T KILBOURN AVENUE Table I - Non-Derivative Security (Instr. 3) Stock Stock Table II - Derivative Security Conversion or Exercise Price of Derivative Security Security Stock Stock A. II 4. II 4. II 4. II 4. II 53202 Conversion or Exercise Price of Date (Month/Day/Year) Price of Derivative Security Security Code \$63.8	PATRICK (First) (Middle) LAZA T KILBOURN AVENUE Table I - Non-Derivative Security (Instr. 3) Stock O2/10/2011 Stock Table II - Derivative Security (Month/Day/Year) Table II - Derivative Security (e.g., puts, calls Execution Date, if any (Month/Day/Year) (Month/Day/Year) A Transaction Code (Instr. 3) A Transaction Code (Instr. 3) A Transaction Date (Instr.	### Conversion of Exercise Price of Derivative Security (Month/Day/Year) Conversion of Exercise Price of Derivative Security (Month/Day/Year)	### ACTION STOCK Conversion of Exercise Price of Date (Month/Day/Year) Code (Month/Day/Year) Code (V (A) (D) Code (V (A) (D) (D) (D) (D) (D) (D) (D) (D) (D) (D	### Conversion Date of Conversio	MGIC INVESTMENT (First) (Middle) LAZA T KILBOURN AVENUE Table I - Non-Derivative Securities Acquired, Execution Date, if any (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Code (nstr. Price of Exercise Price of Security (Month/Day/Year) Table II - Derivative Securities Acquired, Code (nstr. Price of Security (Month/Day/Year) Table II - Derivative Securities Acquired, Code (nstr. Price of Security (Month/Day/Year) Table II - Derivative Securities Acquired, Code (nstr. Price of Security (Month/Day/Year) Table II - Derivative Securities Acquired, Code (nstr. Price of Security (Month/Day/Year) Table II - Derivative Securities Acquired, Code (nstr. Price of Securities Acquired) Code (Nonth/Day/Year) Table II - Derivative Securities Acquired, Code (nstr. Price of Securities Acquired) Code (Nonth/Day/Year) Table II - Derivative Securities Acquired, Code (nstr. Price of Securities Acquired) Code (nstr. Securities Acqu	### Acquired Date (North/Day/Year) PATRICK	MGIC INVESTMENT CORP [N LAZA LAZA TKILBOURN AVENUE Table I - Non-Derivative Securities Acquired, Disposed of Price of Organia Filed (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting and or Execution Date, flary (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting and of Date (month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting and price of Derivative Security Code V Amount of Code (mstr. Date of Original Filed (Month/Day/Year) Amount of Code (mstr. Date of Original	Conversion Con	### Appendix Code C	MGIC INVESTMENT CORP MTG	## A common and the privative securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A common and control of the privative securities acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A common and the privative securities acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A common and control of the privative securities acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A conversion and the privative securities acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A conversion and the privative securities acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A conversion and the privative securities acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A conversion and the privative securities acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A conversion and the privative securities acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A conversion and the privative securities acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A conversion and the privative securities acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A conversion and the privative securities acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A conversion and the privative securities acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A conversion and the privative securities acquired, Disposed	MGIC INVESTMENT CORP MTG	MGIC INVESTMENT CORP MTG	Content Cont

Explanation of Responses:

- 1. These restricted shares were forfeited by the reporting person pursuant to the terms and conditions under which they were issued to the reporting person. No price was paid or received by the reporting person in connection with this forfeiture.
- 2. Balance as of December 31, 2010.
- 3. All of these options are vested and exercisable in full.

Remarks:

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

Dan D. Stilwell

02/10/2011

** Signature of Reporting Person

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.