FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Romeo and Dye's Section 16 Filer

1. Name and Add Culver, Curt S.	dress of R	eporting Pe	rson*		2. Issuer Name and MGIC Investment					6. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) MGIC Plaza 250 East Kilbou	(First)	(,		G	B. I.R.S. Identification of Reporting Person of an entity (voluntar	,	. N	4. Statement for Month/Day/Year 01/23/2003		X Officer (give title below) Other (specify below) President and Chief Executive Officer					
Milwaukee, WI	(Stree									7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City	(State	e) (Zip)		I	Ta	ble I —	Non-D	eriva	tive Securitie	s Acquired, Disposed of, or Beneficially Owned					
Security (Instr. 3)	Date (Month/	Deemed	3. Transaction Code (Instr. 8)	4. Securities Acquir of (D) (Instr. 3, 4 & 5) Amount	(A) or (D)	r Dispo	ce	5. Amount of Securities Beneficially Owned Follov ing Reported Transactions((Instr. 3 & 4)	N-		7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock	01/22/03		A.(1)		4,800	A		N/A			D				
Common Stock	01/22/03		A.(2).		7,200	A		N/A			D				
Common Stock	01/22/03		A.(3)		32,000	A		N/A		69,780	D				
Common Stock	N/A								12	,300.4608 ⁽⁴⁾	I	By Issuer's Profit Sharing and Savings Plan			

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

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FORM 4 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Conver-	3. Trans-	3A.	4.	П	Number of De	rivative	6. Date		7. Title an	d	8. Price of	Number of	10.	11. Nature
Derivative Security	sion or	action	Deemed	Trans	-	Securities Acquir	ed (A)	Exercis	able	Amount o	f	Derivative	Derivative	Owner-	of Indirect
	Exercise	Date	Execution	action	ı	or Disposed of (I	D)	and Exp	oiration	Underlyin	g	Security	Securities	ship	Beneficial
(Instr. 3)	Price of			Code				Date		Securities		(Instr. 5)		Form	Ownership
	Derivative	(Month/ Day/	if any			(Instr. 3, 4 & 5)		(Month/D Year)	ay/	(Instr. 3 &	4)			of	(Instr. 4)
	Security	Year)	(Month/ Day/	(Instr.	.			l'ear)						Deriv-	
			Year)	8)									- F	ative	
													Transaction(s)		
				Code	V	(A)	(D)	Date	Expira-	Title	Amount			Direct	
					П			Exer-	tion		or			(D)	
					П			cisable	Date		Number			or	
					П						of			Indirect	
					П						Shares			(I)	
					Ц									(Instr. 4)	
Employee Stock	\$36.4375	N/A			П			<u>(5)</u>		Common	125,000		125,000	D	
Option (Right to					П					Stock					
Buy) (5)					П										
Employee Stock	\$33.8125	N/A			П			<u>(6)</u>	01/22/07	Common	100,000		100,000	D	
Option (Right to					П					Stock					
Buy) (6)					П										
Employee Stock	\$46.0625	N/A			Н			.(7).	05/05/09	Common	75,000		75,000	D	
Option (Right to	"""				П					Stock	,		,	-	
Buv) (7)					П										
Employee Stock	\$45,375	N/A		\vdash	Н			(8)	01/26/10	Common	150,000		150,000	D	
Option (Right to	343.373	IN/A			П			121		Stock	150,000		150,000	ן ע	
					П					Stock					
Buy) (8)					Ц					-					
Employee Stock	\$57.88	N/A			П			.(2).		Common	75,000		75,000	D	
Option (Right to					П					Stock					
Buy) .(2).															
Employee Stock	\$63.80	N/A			П			(10).	01/23/12	Common	120,000		120,000	D	
Option (Right to					Ш					Stock					
Buy) (10)					П										
Employee Stock	\$43.70	01/22/03	Ì	A	Ħ	80,000		(11)	01/22/13	Common	80,000		80,000	D	
Option (Right to					Ш			"		Stock	- 7,000			"	
Buy) (11)					П					"					
Explanation of I					ш				1						

Explanation of Responses:

- (1) These shares were awarded to the reporting person pursuant to the Issuer's 2002 Stock Incentive Plan and may not be sold or transferred prior to January 22, 2004.
- (2) These shares were awarded to the reporting person pursuant to the Issuer's 2002 Stock Incentive Plan and may not be sold or transferred prior to January 22, 2006.
 (3) These shares were awarded to the reporting person pursuant to the Issuer's 2002 Stock Incentive Plan. Each share is subject to certain restrictions and may not be sold or
- transferred prior to the date on which the restrictions lapse. The restrictions will lapse on each of the next five anniversary dates of this award at a rate equal to (a) the number of shares awarded multiplied by (b) the Issuer's diluted earnings per share for the year prior to such anniversary, excluding realized gains and losses, divided by \$34.92. Any shares that have not vested by the fifth such anniversary shall not vest.
- (4) Number of shares as of December 31, 2002.
- (2) This option was granted to the reporting person under the Issuer's 1991 Stock Incentive Plan and is vested and exercisable in full.
 (6) This option was granted to the reporting person under the Issuer's 1991 Stock Incentive Plan and is vested and exercisable in full.
- (2) This option was granted to the reporting person under the Issuer's 1991 Stock Incentive Plan and one-fifth of the option vests on May 5 of each of the five years beginning in 2000. (8) This option was granted to the reporting person under the Issuer's 1991 Stock Incentive Plan. Vesting of the option may occur on January 26 of each of the five years
- beginning in 2001, at a rate equal to the percent which the Issuer's earnings per share for the prior fiscal year was of \$31.21, and subject to at least a 10% increase in the Issuer's earnings per share from the prior fiscal year. Any portion of the option which has not been vested at January 26, 2005 will become vested on January 26, 2009.
- (2) This option was granted to the reporting person under the Issuer's 1991 Stock Incentive Plan and one-fifth of the option vests on January 24 of each of the five years beginning in 2002.
 (10) This option was granted to the reporting person under the Issuer's 1991 Stock Incentive Plan and one-fifth of the option vests on January 23 of each of the five years
- beginning in 2003.
- (iii) This option was granted to the reporting person under the Issuer's 2002 Stock Incentive Plan and one-fifth of the option vests on January 22 of each of the five years beginning in 2004.
- (12) This form is signed by the reporting person's attorney-in-fact pursuant to the attached power of attorney

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

**Signature of Reporting Person

**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.

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Power of Attorney Regarding Form 4 and Form 5

KNOW ALL BY THESE PRESENTS, that the undersigned, a person required to file reports of changes in beneficial ownership of equity securities of MGIC Investment Corpor

Dated: August 20, 2002

/s/ Curt S. Culver

Please print name: Curt S. Culver