FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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0.5

hours per response:

## 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

l	nd Address of Michael	Reporting Person	MGIC INVESTMENT CORP [ MTG ] (Check all applicable) Director 10% Owne  X Officer (give title below) Director 2					wner												
(Last) MGIC P	•	irst)	(Middle)  3. Date of Earliest Transaction (Month/Day/Year) 01/25/2007  4. If Amendment, Date of Original Filed (Month/Day/Year) (Zip)  4. If Amendment, Date of Original Filed (Month/Day/Year) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  2. Transaction Date  3. Transaction Disposed Of (D) (Instr. 3, 4 and Securities Form: Directions)  5. Amount of Securities Form: Direction Disposed Of (D) (Instr. 3, 4 and Securities Form: Directions)								below)									
250 EAST KILBOURN AVENUE						4. If Amendment, Date of Original Filed (Month/Day/Veer) 6. Individual or Toint/Croup Filing (Cheek Applicable												oplicable		
(Street) MILWAU			(World Page of Original Floor (World Page Floor)								Line	X Form filed by One Reporting Person Form filed by More than One Reporting								
(City) (State) (Zip)																Perso	n			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3)					action Day/Ye	ar)			е,	Transaction Code (Instr.		Disposed Of (D) (Instr.			Securiti Benefic Owned	Securities Beneficially Owned Following			7. Nature of Indirect Beneficial Ownership	
										Code	v	Amount	(A) (D)	or	Price	Reporte Transac (Instr. 3	tion(s)			(Instr. 4)
Common	Stock			01/25/2007						F		359	I	)	\$62.2	3 41	,353		D	
Common Stock					01/25/2007					F		264	· I	)	\$62.2	3 41	41,089		D	
Common Stock					01/26/2007					F		384	· I	)	\$60.87		40,705		D	
Common Stock					01/26/2007					F		264	I	)	\$60.8	7 40	40,441		D	
Common Stock					01/28/2007					F		253	I	)	\$61.09		40,188		D	
Common Stock				01/28/2007		7				F		428	I	)	\$61.09		,760		D	
Common Stock															8,70		64.237 <sup>(1)</sup>		I	By Issuer's Profit Sharing and Savings Plan
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
1. Title of Derivative Security (Instr. 3)	Title of 2. 3. Transaction 3A. Deem Execution curity or Exercise (Month/Day/Year) if any		ed Date,	4. Transa Code ( 8)	action	5. Number 6.		6. E	Date Exe	ercisa Date	ble and	e and 7. Title and Amo of Securities Underlying Derivative Secur (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)	Dat Exe	te ercisabl		xpiration ate	Title	or Nu of	nount mber ares					
Employee Stock Options (Right to Buy)	\$46.0625									(2)	05	5/05/2009	Common Stock	n 3,	,000		3,000		D	
Employee Stock Options (Right to Buy)	\$45.375									(3)	01	1/26/2010	Common Stock	n 25	5,000		25,000	)	D	
Employee Stock Options (Right to Buy)	\$57.88									(2)	01	1/24/2011	Common Stock	n 12	2,500		12,500	)	D	
Employee Stock Options (Right to Buy)	\$63.8									(2)	01	1/23/2012	Common Stock	n 20	,000		20,000	0	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/\)	ate	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				
Employee Stock Options (Right to Buy)	\$43.7							(4)	01/22/2013	Common Stock	13,250		13,250	D	
Employee Stock Options (Right to Buy)	\$68.2							(5)	01/28/2014	Common Stock	13,250		13,250	D	

## **Explanation of Responses:**

- 1. Balance as of December 31, 2006.
- 2. All of these options are vested and exercisable in full.
- 3. Partial vesting of these options occurred on January 26 of each of the five years beginning in 2001, based on certain performance standards. Any portion of the option which did not vest at January 26, 2005 will become vested on January 26, 2009 based on the reporting person's continued service to the Issuer.
- 4. One-fifth of these options vest on January 22 of each of the five years beginning in 2004.
- 5. One-fifth of these options vest on January 28 of each of the five years beginning in 2005.

## Remarks:

The reporting person serves as Senior Vice President - Information Services and Chief Information Officer of the Issuer's principal operating subsidiary, Mortgage Guaranty Insurance Corporation. This form is signed by the reporting person's attorney-in-fact pursuant to a previously filed power of attorney.

Dan D. Stilwell, Attorney-in-01/29/2007 **Fact** 

\*\* 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.