FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Jashington D.C. 20549	

OMB Number: 3235-0287 Estimated average burden hours per response 0.5

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

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Name and Address of Reporting Person*     LUBAR SHELDON B						2. Issuer Name and Ticker or Trading Symbol  MGIC INVESTMENT CORP [ MTG ]								ationship of I k all applicat Director Officer (g	ole)	Person(s) to Issuer  10% Owne Other (spec		ner
(Last) (First) (Middle) 700 NORTH WATER STREET SUITE 1200						3. Date of Earliest Transaction (Month/Day/Year) 03/31/2004								below)		below)		lectry
(Street) MILWAUKEE WI 53202					4. If Amendment, Date of Original Filed (Month/Day/Year)									5. Individual or Joint/Group Filing (Check Applicable Lin X Form filed by One Reporting Person Form filed by More than One Reporting Perso				
(City)	(5	State)	(Zip)															
		7	able I - Non-I	Deriva	tive S	Securities	Acc	quired,	Disp	osed of	f, or E	Benefi	cially (	Owned				
1. Title of Security (Instr. 3)  2. Trans. Date (Month/I				ate	2A. Deemed Execution Day/Year) if any (Month/Day/Year)			Code (I	Transaction Code (Instr.		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4					6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount	(A	A) or ()	Price	Transaction (Instr. 3 and	n(s) d 4)		"	115(1.4)
Common Stock													35,6	35,669		D		
Common Stock													16,000(1)		I		By eporting erson's pouse	
Common Stock														48,000(1)			I r	By the eporting erson's hildren
			Table II - De (e.			curities <i>A</i> Ills, warra								wned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	e (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercise Expiration Date (Month/Day/Yea		e	Securi Deriva	7. Title and Amo Securities Unde Derivative Secu (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitie Beneficia Owned Followin Reported	re es ally eg	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Nu	nount or mber of ares	Transa (Instr. 4		tion(s)		
Share Units <sup>(2)</sup>	(3)	03/31/2004		Α		264.6738 <sup>(4)</sup>		(5)		(5)	Comm Stock		4.6738	\$64.23	14,007.3	123 <sup>(6)</sup>	D	

## **Explanation of Responses:**

- 1. The reporting person disclaims beneficial ownership of shares reported herein which are owned by his wife and/or children.
- 2. 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 acquired through compensation deferral. Dividends which would have been received on shares represented by Share Units are also invested in Share Units. The Share Units are settled in cash, generally at the time the reporting person ceases to be a Director of the Issuer.
- 3. 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.)
- 4. These Share Units were acquired through compensation deferral.
- 5. These Share Units do not become exercisable or expire on a fixed date. (Generally, the Share Units become payable at the time the reporting person ceases to be a Director of the Issuer.)
- 6. The number of Share Units beneficially owned by the reporting person includes Share Units owned prior to August 15, 1996, which were and continue to be exempt from Section 16 of the Securities and Exchange Act of 1934. The reporting person disclaims any waiver of such exemption.

#### 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, Attorney-in-fact 03/31/2004

\*\* Signature of Reporting Person

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.