

HAGERTY THOMAS  
Form 4  
March 03, 2003

**FORM 4**

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

OMB APPROVAL

☐ 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**

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response. . .0.5

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

Filed By  
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|                                          |                                      |                                                    |                                                                                       |                                                                 |                      |                                                                         |                                                                                             |                                                          |                                   |
|------------------------------------------|--------------------------------------|----------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------|----------------------|-------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| 1. Name and Address of Reporting Person* |                                      |                                                    | 2. Issuer Name and Ticker or Trading Symbol                                           |                                                                 |                      | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) |                                                                                             |                                                          |                                   |
| Hagerty, Thomas M.                       |                                      |                                                    | MGIC Investment Corporation (MTG)                                                     |                                                                 |                      | <input checked="" type="checkbox"/> Director                            |                                                                                             |                                                          |                                   |
| (Last) (First) (Middle)                  |                                      |                                                    | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)         |                                                                 |                      | 4. Statement for Month/Day/Year                                         |                                                                                             |                                                          |                                   |
| c/o Thomas H. Lee Company                |                                      |                                                    |                                                                                       |                                                                 |                      | 10% Owner                                                               |                                                                                             |                                                          |                                   |
| 75 State Street                          |                                      |                                                    |                                                                                       |                                                                 |                      | <input type="checkbox"/> Officer (give title below)                     |                                                                                             |                                                          |                                   |
| (Street)                                 |                                      |                                                    |                                                                                       |                                                                 |                      | Other (specify below)                                                   |                                                                                             |                                                          |                                   |
| Boston, MA 02109                         |                                      |                                                    |                                                                                       |                                                                 |                      | 5. If Amendment, Date of Original (Month/Day/Year)                      |                                                                                             |                                                          |                                   |
|                                          |                                      |                                                    |                                                                                       |                                                                 |                      | 7. Individual or Joint/Group Filing (Check Applicable Line)             |                                                                                             |                                                          |                                   |
|                                          |                                      |                                                    |                                                                                       |                                                                 |                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person  |                                                                                             |                                                          |                                   |
|                                          |                                      |                                                    |                                                                                       |                                                                 |                      | <input type="checkbox"/> Form filed by More than One Reporting Person   |                                                                                             |                                                          |                                   |
| (City) (State) (Zip)                     |                                      |                                                    | <b>Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |                                                                 |                      |                                                                         |                                                                                             |                                                          |                                   |
| 1. Title of Security (Instr. 3)          | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8)                                                        | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) |                      |                                                                         | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 & 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
| Common Stock                             | 02/28/03                             |                                                    | A                                                                                     |                                                                 | 861 <sup>(1)</sup>   | A                                                                       | \$39.46                                                                                     |                                                          | D                                 |
| Common Stock                             | 02/28/03                             |                                                    | A                                                                                     |                                                                 | 1,291 <sup>(2)</sup> | A                                                                       | ---                                                                                         | 7,796                                                    | D                                 |

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).

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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 Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 & 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned | 10. Ownership Form of Deriv- | 11. Other |
|--------------------------------------------|-----------------------------------------------|--------------------------------------|-----------------------------------|---------------------|--------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------|------------------------------|-----------|
|--------------------------------------------|-----------------------------------------------|--------------------------------------|-----------------------------------|---------------------|--------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------|------------------------------|-----------|

# Edgar Filing: HAGERTY THOMAS - Form 4

|                               | Security    | Year)      | (Month/<br>Day/<br>Year) | (Instr. 8) |   | (D)<br><br>(Instr. 3, 4 & 5) |     |                      |                         |                 | Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | ative<br>Security:<br>Direct<br>(D)<br>or<br>Indirect<br>(I)<br>(Instr. 4) |           |                                        |
|-------------------------------|-------------|------------|--------------------------|------------|---|------------------------------|-----|----------------------|-------------------------|-----------------|-------------------------------------------------------|----------------------------------------------------------------------------|-----------|----------------------------------------|
|                               |             |            |                          | Code       | V | (A)                          | (D) | Date<br>Exer-cisable | Expira-<br>tion<br>Date |                 |                                                       |                                                                            | Title     | Amount<br>or<br>Number<br>of<br>Shares |
| Share<br>Units <sup>(3)</sup> | One-for-One | 03/03/2003 |                          | A          |   | 0.57445 <sup>(4)</sup>       |     | <sup>(3)</sup>       | N/A                     | Common<br>Stock | 0.57445                                               | \$39.46                                                                    | 907.28357 | D                                      |

## Explanation of Responses:

(1) These shares were acquired by the reporting person under the Issuer's 2002 Stock Incentive Plan.

(2) Pursuant to the Issuer's 2002 Stock Incentive Plan, the reporting person is awarded one and one-half (1 1/2) shares of restricted Common Stock for each share of Common Stock acquired by the reporting person under the Plan.

(3) 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.

(4) These Share Units were acquired through phantom dividend reinvestment.

(5) This form is signed by the reporting person's attorney-in-fact pursuant to a previously filed power of attorney.

By: /s/ **Dan D. Stilwell**

**Dan D. Stilwell, Attorney-in-fact<sup>(5)</sup>**

\*\*Signature of Reporting Person

**March 3, 2003**

Date

\*\*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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