JENNINGS JAMES Form 4

March 27, 2009

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* JENNINGS JAMES

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

RADIAN GROUP INC [RDN]

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(City)

1.Title of

Security

(Instr. 3)

(Middle)

X\_ Director

3. Date of Earliest Transaction (Month/Day/Year)

03/25/2009

10% Owner Officer (give title Other (specify

(Check all applicable)

below)

1601 MARKET STREET

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

PHILADELPHIA, PA 19103

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Zip)

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

18,200 D

Common stock

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

## Edgar Filing: JENNINGS JAMES - Form 4

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and An Underlying Sec (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	A N S
Phantom Stock unit	\$ 0 (1)					08/07/2015	08/07/2015	common stock	
Phantom Stock Unit	\$ 0 (1)					02/05/2017	02/05/2017	common stock	
phantom stock unit	\$ 0 (1)					02/07/2016	02/07/2016	common stock	
dividend equivalent rights (2)	\$ 0 (1)	03/25/2009		A	87.4126	12/26/2017(1)	12/26/2017(1)	common stock	8
phantom stock unit	\$ 0 (1)					02/08/2015	02/08/2015	common stock	
phantom stock unit	\$ 0 (1)					02/10/2014	02/10/2014	common stock	
stock option	\$ 20.3125					01/19/2001	01/19/2009	common stock	
Phantom Stock Unit	\$ 0 (1)					04/13/2009	04/13/2009	common stock	
Phantom Stock Unit	\$ 0 (1)					12/17/2009	12/17/2009	common stock	
stock option	\$ 21.0313					01/18/2001	01/18/2010	common stock	
Phantom Stock Unit	\$ 0 (1)					12/05/2010	12/05/2010	common stock	
stock option	\$ 27.1875					01/22/2002	01/22/2011	common stock	
stock option	\$ 35.81					11/06/2002	11/06/2011	common stock	
Phantom Stock Unit	\$ 0 (1)					11/06/2011	11/06/2011	common stock	
stock option	\$ 35.79					01/30/2004	01/30/2013	common stock	
Phantom Stock Unit	\$ 0 (1)					01/30/2013	01/30/2013	common stock	

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

JENNINGS JAMES

1601 MARKET STREET X

PHILADELPHIA, PA 19103

### **Signatures**

C. Robert Quint /s/, C. Robert Quint (POA)
Atty-in-fact

03/27/2009

\*\*Signature of Reporting Person

Date

### **Explanation of Responses:**

- \* 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).
- (1) not applicable to the transaction
- (2) Dividend equivalents accrued on unvested Phantom Stock Units. Dividend equivalent rights accrued on phantom stock units and become exercisable proportionately with the options to which they relate.
- (3) not applicable

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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