

RADIAN GROUP INC
Form 4
August 11, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
QUINT C ROBERT

(Last) (First) (Middle)

**RADIAN GROUP INC., 1601
MARKET STREET**

(Street)

PHILADELPHIA, PA 19103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
RADIAN GROUP INC [RDN]

3. Date of Earliest Transaction (Month/Day/Year)
08/07/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive VP and CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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

| 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 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 08/07/2008 | | A | (A) Amount 10,300 (6) | \$ 0 63,027 (7) | D | |
| Common Stock | | | | | 10,061 (1) | I | By 401K Stock Fund |

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

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SEC 1474 (9-02)

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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 Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| stock option | \$ 2.48 | 08/07/2008 | | A | 30,200 (6) | 08/07/2011 | 08/07/2015 | common stock | 30 |
| stock option | \$ 56.03 | | | | | 02/07/2007 | 02/07/2013 | common stock | 15 |
| Dividend Equivalent (5) | \$ 0 | | | | | 01/01/2007(5) | 01/15/2007 | Common Stock | 0 |
| Phantom Stock Unit (4) | \$ 0 (3) | | | | | 01/01/2007 | 01/15/2007 | Common Stock | 10 |
| stock option | \$ 48.39 | | | | | 02/08/2006 | 02/08/2012 | common stock | 12 |
| stock option | \$ 45.95 | | | | | 02/10/2005 | 02/10/2014 | common stock | 20 |
| Stock Option | \$ 16.25 | | | | | 01/21/1999 | 01/21/2007 | Common Stock | 10 |
| Stock Option | \$ 26.4688 | | | | | 12/02/1999 | 12/02/2007 | Common Stock | 23 |
| Stock Option | \$ 20.3125 | | | | | 01/19/2001 | 01/19/2009 | Common Stock | 32 |
| Stock Option | \$ 21.0313 | | | | | 01/18/2002 | 01/18/2010 | Common Stock | 34 |
| Stock Option | \$ 27.1875 | | | | | 01/22/2002 | 01/22/2011 | Common Stock | 40 |
| Stock Option | \$ 35.81 | | | | | 11/06/2002 | 11/06/2011 | Common Stock | 29 |
| Stock Option | \$ 35.79 | | | | | 01/30/2004 | 01/30/2013 | Common Stock | 30 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| QUINT C ROBERT RADIAN GROUP INC. 1601 MARKET STREET PHILADELPHIA, PA 19103 | | | Executive VP and CFO | |

Signatures

C. Robert Quint
/s/ 08/11/2008

**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) Represents current holdings in the Radian Group 401K stock fund. This number has been updated to reflect the current balance. This number is approximate due to the nature of the stock fund and the amount of cash vs. stock owned by the fund.
- (2) N/A
- (3) 1-for-1
- (4) Grant made pursuant to a Retention Agreement entered into between the Company and Mr. Quint. The terms of the Retention Agreement were filed in an 8-K on February 14, 2005.
- (5) Dividend Equivalents previously reported in error.
- (6) vests 50% at the end of year 3 and 50% at the end of year 4
- (7) Represents restricted stock grant. Includes 10,000 previously granted restricted stock that remains unvested

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.