SCHWEIGER ANTHONY W

Form 4 June 24, 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

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response...

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

obligations

may continue.

See Instruction

Check this box

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).

(Last)

(City)

1.Title of

Security

(Instr. 3)

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHWEIGER ANTHONY W

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

RADIAN GROUP INC [RDN]

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

(Check all applicable)

3. Date of Earliest Transaction

(Month/Day/Year) 06/24/2009

X_ Director Officer (give title

10% Owner Other (specify

1601 MARKET STREET

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

below)

Applicable Line) _X_ Form filed by One Reporting Person

Filed(Month/Day/Year)

Form filed by More than One Reporting Person

PHILADELPHIA, PA 19103

(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed

(Month/Day/Year) Execution Date, if

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

> 9,800 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)

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		te	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour Numbe Shares
restricted stock unit	<u>(4)</u>					<u>(5)</u>	<u>(5)</u>	common stock	42,9
Phantom Stock Unit	\$ 0 (3)					08/07/2015	08/07/2015	common stock	46,3′
Phantom Stock Unit	\$ 0 (3)					02/05/2017	02/05/2017	common stock	1,89
phantom stock unit	\$ 0 (1)					02/07/2016	02/07/2016	common stock	2,05
phantom stock unit	\$ 0 (1)					02/08/2015	02/08/2015	common stock	2,01
dividend equivalent rights	\$ 0 (2)	06/24/2009		A	57.0047	06/24/2018	06/24/2018	common stock	57.00 (2)
phantom stock unit	\$ 0 (1)					02/10/2014	02/10/2014	common stock	2,12
Phantom Stock Unit	\$ 0 (1)					04/13/2009	04/13/2009	common stock	800
Phantom Stock Unit	\$ 0 (1)					12/17/2009	12/17/2009	Common stock	800
Phantom Stock Unit	\$ 0 (1)					12/05/2011	12/05/2011	Common Stock	800
Stock Option	\$ 35.81					11/02/2002	11/06/2011	Common Stock	2,40
Phantom Stock Unit	\$ 0 (1)					11/06/2011	11/06/2011	Common Stock	800
Stock Option	\$ 35.79					01/30/2004	01/30/2013	Common Stock	2,40
Phantom Stock Unit	\$ 0 (1)					01/30/2013	01/30/2013	Common Stock	800

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

Reporting Owners 2

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SCHWEIGER ANTHONY W
1601 MARKET STREET X
PHILADELPHIA, PA 19103

Signatures

C. Robert Quint /s/, C. Robert Quint (power of attorney)

06/24/2009

**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) n/a
- (2) Dividend equivalents accrued on unvested Phantom Stock Units. Dividend equivalents reported herein are related to various Phantom Stock Units outstanding.
- (3) 1-1
- (4) Each RSU represents a contingent right to receive a cash settlement equal to the value of one share of common stock for each share of restricted stock
- (5) RSU's are paid in cash at the time of retirement from the board of directors

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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