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Jackson Ca	therine Mary								
Form 4									
May 16, 20	13								
FORM	M 4		GEGU	DIFIE					PPROVAL
-	UNITED	STATES			AND EXCH , D.C. 20549		COMMISSION	OMB Number:	3235-0287
Check t if no los	this box							January 31, 2005	
subject Section Form 4	to SIAIEN 16. or	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated burden hou response	average urs per	
Form 5	riicu bu	rsuant to S	Section	16(a) of th	ne Securities	Excha	nge Act of 1934,		
obligati may co <i>See</i> Inst 1(b).	ntinue. Section 170				ding Compa t Company A	-	of 1935 or Section 940	on	
(Print or Type	e Responses)								
1. Name and Address of Reporting Person <u>*</u> Jackson Catherine Mary			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
			RADIAN GROUP INC [RDN]			N]	(Check all applicable)		e)
(Last)	(First) (Middle)	3. Date of Earliest Transaction						
			(Month/Day/Year) 05/14/2013			Director 10% Owner X Officer (give title Other (specify below) below) SVP, Chief Accounting Officer			
				f Amendment, Date Original ed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
PHILADE	LPHIA, PA 1910.	3					Form filed by Person	More than One R	eporting
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative Sec	urities A	cquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Yansaction Date 2A. Deemed onth/Day/Year) Execution Dat any (Month/Day/Y		Code Disposed of (D) r) (Instr. 8) (Instr. 3, 4 and 5) (A) or		Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount (D) Price	(

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amo
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Secu
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	An or Nu of Sha
Stock Option -Performance Award	\$ 13.99	05/14/2013		A		4,570 (1)	05/14/2016(1)	05/14/2023	Common Stock	4
Restricted Stock Units -Performance Rights (stock Settled)	(2)	05/14/2013		A	V	7,190 (4)	(3)	<u>(3)</u>	Common Stock	7. (4

Reporting Owners

Reporting Owner Name / Address	ress Relationships							
	Director	10% Owner	Officer	Other				
Jackson Catherine Mary RADIAN GROUP INC. 1601 MARKET STREET PHILADELPHIA, PA 19103			SVP, Chief Accounting Officer					
Signatures								
Edward J. Hoffman /s/, Edward Atty-in-fact	d J. Hoffn	nan (POA)	05/16/2013					
<u>**</u> Signature of Rep	orting Person	L	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).

Non-Qualified Stock Option: Vesting is 50% on or after the third anniversary of the grant and 50% on or after the fourth anniversary of
 (1) the grant, provided that Radian's common stock has closed at 25% above the exercise price of the option for 10 consecutive trading days ending at any point on or after the third anniversary of the grant date.

- (2) Each Restricted Stock Unit represents a contingent right to receive one share of Radian Group Inc. common stock.
- (3) Not Applicable.
- (4) Performance Based Restricted Stock Units ("RSUs"): Vesting occurs on the third anniversary of the grant date, with a potential payout ranging from 0% to 200% of the target award based on Radian's absolute and relative total stockholder return ("TSR") over the three year performance period, subject to a maximum cap (the "Maximum Cap") of 6 times the value of award on the grant date. Radian's relative TSR will be measured against the median TSR of a peer group consisting mainly of the companies listed on the NASDAQ Financial Index. Radian's absolute TSR will be applied to determine the maximum number of RSUs that may be awarded, with the grantee being eligible to receive a target payout only if Radian achieves an absolute TSR of at least 25% and a maximum payout of 200% of target only if Radian achieves an absolute TSR is measured generally as the change in market value of common stock during

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the performance period, plus dividends, as measured by comparing (x) the 20 day average trading price preceding and including the RSU date of grant, to (y) the 20 day average trading price preceding and including the last day of the performance period. The RSUs have no voting or dividend rights.

The number of RSUs reported (7,190) represents the target award. As discussed in Footnote 4 above, at the end of the performance period
 (5) the grantee may earn between 0% and 200% of the target award, subject to the Maximum Cap, based on the relative and absolute performance of Radian's TSR.

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.