

RADIAN GROUP INC  
Form 8-K  
May 14, 2015

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

Date of report (Date of earliest event reported) May 13, 2015

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Radian Group Inc.  
(Exact Name of Registrant as Specified in Its Charter)

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Delaware  
(State or Other Jurisdiction  
of Incorporation)

1-11356  
(Commission  
File Number)

23-2691170  
(IRS Employer  
Identification No.)

1601 Market Street, Philadelphia,  
Pennsylvania  
(Address of Principal Executive  
Offices)

19103  
(Zip Code)

(215) 231 - 1000  
(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions ( see General Instruction A.2. below):

.. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.07. Submission of Matters to a Vote of Security Holders.

At the Company's 2015 Annual Meeting of Stockholders held on May 13, 2015, the following proposals were submitted to a vote of the Company's stockholders, with the voting results indicated below:

- (1) Election of ten directors for a term of one year each, to serve until their successors have been duly elected and have qualified or until their earlier removal or resignation:

|                     | FOR         | AGAINST   | ABSTAIN | BROKER<br>NON-VOTES |
|---------------------|-------------|-----------|---------|---------------------|
| Herbert Wender      | 150,934,628 | 2,593,686 | 39,703  | 18,423,575          |
| David C. Carney     | 150,807,583 | 2,681,290 | 79,144  | 18,423,575          |
| Howard B. Culang    | 150,974,487 | 2,549,553 | 43,977  | 18,423,575          |
| Lisa W. Hess        | 151,464,201 | 2,060,317 | 43,499  | 18,423,575          |
| Stephen T. Hopkins  | 152,782,565 | 739,187   | 46,265  | 18,423,575          |
| Sanford A. Ibrahim  | 153,032,259 | 498,694   | 37,064  | 18,423,575          |
| Brian D. Montgomery | 150,631,106 | 2,861,166 | 75,745  | 18,423,575          |
| Gaetano Muzio       | 151,515,827 | 1,998,934 | 53,256  | 18,423,575          |
| Gregory V. Serio    | 151,612,186 | 1,889,466 | 66,365  | 18,423,575          |
| Noel J. Spiegel     | 153,224,851 | 300,638   | 42,528  | 18,423,575          |

- (2) Approval, by an advisory, non-binding vote, of the overall compensation of the Company's named executive officers:

|             |           |         |                  |
|-------------|-----------|---------|------------------|
| FOR         | AGAINST   | ABSTAIN | BROKER NON-VOTES |
| 150,230,239 | 3,262,904 | 74,874  | 18,423,575       |

- (3) Ratification of the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the year ending December 31, 2015:

|             |         |         |
|-------------|---------|---------|
| FOR         | AGAINST | ABSTAIN |
| 171,225,166 | 647,566 | 118,860 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

RADIANT GROUP INC.  
(Registrant)

Date: May 14, 2015

By: */s/ Edward J. Hoffman*  
Edward J. Hoffman  
General Counsel and Corporate Secretary