

JENNINGS JAMES
Form 4
September 25, 2009

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 *
JENNINGS JAMES

(Last) (First) (Middle)

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)
09/24/2009

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)

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				(A) or (D) Price	18,200	D	

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

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SEC 1474
(9-02)

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. 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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
restricted stock unit	<u>(3)</u>					<u>(4)</u>	<u>(4)</u>	common stock
Phantom Stock unit	\$ 0 <u>(1)</u>					08/07/2015	08/07/2015	common stock
Phantom Stock Unit	\$ 0 <u>(1)</u>					02/05/2017	02/05/2017	common stock
phantom stock unit	\$ 0 <u>(1)</u>					02/07/2016	02/07/2016	common stock
dividend equivalent rights <u>(2)</u>	\$ 0 <u>(1)</u>	09/24/2009		A	13.9804	09/24/2018 ⁽¹⁾	09/24/2018 ⁽¹⁾	common stock
phantom stock unit	\$ 0 <u>(1)</u>					02/08/2015	02/08/2015	common stock
phantom stock unit	\$ 0 <u>(1)</u>					02/10/2014	02/10/2014	common stock
stock option	\$ 20.3125					01/19/2001	01/19/2009	common stock
Phantom Stock Unit	\$ 0 <u>(1)</u>					04/13/2009	04/13/2009	common stock
Phantom Stock Unit	\$ 0 <u>(1)</u>					12/17/2009	12/17/2009	common stock
stock option	\$ 21.0313					01/18/2001	01/18/2010	common stock
Phantom Stock Unit	\$ 0 <u>(1)</u>					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 <u>(1)</u>					11/06/2011	11/06/2011	common stock
stock option	\$ 35.79					01/30/2004	01/30/2013	common stock
	\$ 0 <u>(1)</u>					01/30/2013	01/30/2013	

