

RADIAN GROUP INC
Form 4
December 24, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
WENDER HERBERT

(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)
12/23/2009

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)
Chairman of the Board

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	127,670	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 (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
restricted stock unit	<u>(5)</u>					<u>(6)</u>	<u>(6)</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
dividend equivalent rights <u>(2)</u>	\$ 0 <u>(1)</u>	12/23/2009		A	20.0097	12/23/2018 <u>(2)</u>	12/23/2018 <u>(2)</u>			common stock
phantom stock unit	\$ 0 <u>(1)</u>					02/07/2016	02/07/2016			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	\$ 16.25					01/21/1999	01/21/2007			common stock
stock option	\$ 26.4688					12/02/1999	12/02/2007			common stock
stock option	\$ 20.3125					01/19/2001	01/19/2009			common stock
stock option	\$ 21.0313					01/18/2001	01/18/2010			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
stock option	\$ 35.79					01/30/2004	01/30/2013			common stock
Deferred Compensation Phantom Arrangement <u>(3)</u>	\$ 0					01/01/2010	01/01/2010			Common Stock

