#### RICHARDS ROBERT

Form 4 May 15, 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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Estimated average

**OMB APPROVAL** 

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

obligations

Check this box

may continue. See Instruction

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)

(Print or Type Responses)

1. Name and Address of Reporting Person \* RICHARDS ROBERT

2. Issuer Name and Ticker or Trading Symbol

RADIAN GROUP INC [RDN]

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

(Zip)

(Check all applicable)

1601 MARKET STREET

3. Date of Earliest Transaction

(Month/Day/Year)

05/13/2009

X\_ Director 10% Owner Officer (give title Other (specify

below)

(Street)

(State)

(First)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

PHILADELPHIA, PA 19103

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

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)

Reported Transaction(s) (Instr. 3 and 4)

or Code V Amount (D) Price

4,150 D

Common Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

### Edgar Filing: RICHARDS ROBERT - Form 4

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. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired or Dispose (D) (Instr. 3, 4 and 5)	e (A) ed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securiti (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
restricted stock unit	<u>(5)</u>	05/13/2009		A	42,910 (4) (5) (6)		<u>(4)</u>	<u>(4)</u>	common stock	42,9
Phantom Stock Unit	\$ 0 (1)						08/07/2015	08/07/2015	common stock	46,3
Phantom Stock Unit	\$ 0 (1)						02/05/2017	02/05/2017	common stock	1,89
phantom stock unit	\$ 0 (1)						02/07/2016	02/07/2016	common stock	2,0
dividend equivalent rights (2)	\$ 0 (2)						12/26/2017	12/26/2017(2)	common stock	87.4
phantom stock unit	\$ 0 (1)						02/08/2015	02/08/2015	common stock	2,0
phantom stock unit	\$ 0 (1)						02/10/2014	02/10/2014	common stock	2,12
stock option	\$ 20.3125						01/19/2001	01/19/2009	common stock	2,40
Phantom Stock Unit	\$ 0 (1)						04/13/2009	04/13/2009	common stock	80
Phantom Stock Unit	\$ 0 (1)						12/17/2009	12/17/2009	common stock	80
stock option	\$ 21.0313						01/18/2001	01/18/2010	common stock	2,40
Phantom Stock Unit	\$ 0 (1)						12/05/2010	12/05/2010	common stock	80
stock option	\$ 27.1875						01/22/2002	01/22/2011	common stock	2,40
stock option	\$ 35.81						11/06/2002	11/06/2011	common stock	2,40
Phantom Stock Unit	\$ 0 (1)						11/06/2011	11/06/2011	common stock	80
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

80

**Reporting Owners** 

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

RICHARDS ROBERT
1601 MARKET STREET X
PHILADELPHIA, PA 19103

**Signatures** 

C. Robert Quint/s/, C. Robert Quint (POA)
Atty-in-fact

05/15/2009

\*\*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) 1-for-
- (2) Dividend equivalents accrued on unvested Phantom Stock Units. Dividend equivalent rights accrued on phantom stock units and become exercisable proportionately with the options to which they relate.
- (3) Not Applicable
- (4) RSU's are paid in cash at the time of retirement from the board of directors
- (5) 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
- (6) Represents annual equity award

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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