Jackson Catherine Mary Form 4 May 14, 2013

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

Check this box

Form 5 obligations 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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person *	2. Issuer Name <b>and</b> Ticker or Trading
Jackson Catherine Mary	Symbol

#### RADIAN GROUP INC [RDN]

RADIAN GROUP INC., 1601 MARKET STREET

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

(Month/Day/Year)

05/14/2013

Director

X\_ Officer (give title \_\_\_Other (specify below)

SVP, Controller

Issuer

6. Individual or Joint/Group Filing(Check Applicable Line)
\_X\_ Form filed by One Reporting Person
\_\_\_ Form filed by More than One Reporting Person

5. Relationship of Reporting Person(s) to

(Check all applicable)

**OMB APPROVAL** 

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January 31,

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#### PHILADELPHIA, PA 19103

(City)	(State)	(Zip) <b>Tabl</b>	e I - Non-I	Derivative :	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securition(A) or Dis (Instr. 3,	sposed	of (D)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock (1)	05/14/2013		Code V M	Amount 11,250	(D)	Price \$ 2.68	27,415	D	
Common Stock (1)	05/14/2013		D	11,250	D	\$ 13.99	16,165	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)

#### Edgar Filing: Jackson Catherine Mary - Form 4

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

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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Sh
Stock Appreciation Right (cash settled)	\$ 2.28	05/14/2013		M	11,250	05/13/2012	05/13/2014	Common Stock	11,2

## **Reporting Owners**

eporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
Jackson Catherine Mary							
RADIAN GROUP INC.			CVD Controllar				
1601 MARKET STREET			SVP, Controller				
PHILADELPHIA, PA 19103							

## **Signatures**

Edward J. Hoffman /s/, Edward J. Hoffman (POA)
Atty-in-fact
05/14/2013

\*\*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) Deemed acquisition and disposition of shares of common stock in connection with the exercise of cash-settled stock appreciation rights.
- (2) Not Applicable.

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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