#### RADIAN GROUP INC

Form 4

February 11, 2005

### FORM 4

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

OMB asset

**OMB APPROVAL** 

Number: 3235-0287

Expires: January 31, 2005

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Form filed by More than One Reporting

Person

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 Fil 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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **CALAMARI JOHN** Issuer Symbol RADIAN GROUP INC [RDN] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X\_ Officer (give title Other (specify RADIAN GROUP INC., 1601 02/10/2005 below) MARKET STREET Senior Vice President (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person

#### PHILADELPHIA, PA 19103

(State)

(7:m)

(City)

(City)	(State)	Table Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, 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. Securin(A) or Di (Instr. 3,	sposed	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
common stock	02/10/2005		Code V X	Amount 1	(D) A	Price \$ 0	(Instr. 3 and 4)	D	
common stock	02/10/2005		M	467	A	\$0	468	D	
common stock	02/10/2005		S	468	D	\$ 47.34	0	D	

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

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number.

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. Transacti Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shar
dividend equivalent rights	\$ 0 (2)	02/10/2005		X	1	<u>(3)</u>	<u>(3)</u>	common stock	1
stock option	\$ 48.39					02/08/2006(4)	02/08/2012(5)	common stock	10,00
stock option	\$ 45.95					02/10/2005	02/10/2014	common stock	8,000
phantom stock unit	\$ 0 (2)	02/10/2005		M	467	02/10/2005	02/10/2014	common stock	467
stock Options	\$ 35.81					11/06/2001	11/06/2011	common stock	3,500
stock Options	\$ 35.79					01/30/2004	01/30/2013	common stock	10,00

## **Reporting Owners**

attorney

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CALAMARI JOHN RADIAN GROUP INC. 1601 MARKET STREET PHILADELPHIA, PA 19103			Senior Vice President				
Signatures							
Howard S. Yaruss /s/ Howard S	02/11/2005						

\*\*Signature of Reporting Person

Reporting Owners 2

02/11/2005

Date

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## **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) n/a
- (2) 1-for-1
- (3) dividend equivalent rights accrued on phantom stock units and become exercisable proportionately with the options to which they relate.
- (4) Shares vest 25% per year over four years beginning on the first anniversary of the grant
- (5) amended due to incorrect expiration on original Form 4 filed 2/10/05

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.