

RADIAN GROUP INC  
Form 4  
September 22, 2008

**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)  
03/27/2008

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 Indirect Beneficial Ownership (Instr. 4)
Common stock	09/01/2008		X	V Amount 8,570.16 (6)	(A) or (D) Price \$ 0 (6)	A	26,770.16 D
Common stock	09/01/2008		J	V Amount 8,570.16 (6)	(A) or (D) Price \$ 4.1 (7)	D	18,200 D

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

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(9-02)

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**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. 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 of Underlying Security (Instr. 3)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title
Phantom Stock unit	\$ 0 <sup>(2)</sup>	08/07/2008		A	46,370 <sup>(5)</sup>	08/07/2015 08/07/2015	common stock
Phantom Stock Unit	\$ 0 <sup>(2)</sup>					02/05/2017 02/05/2017	common stock
phantom stock unit	\$ 0 <sup>(2)</sup>					02/07/2016 02/07/2016	common stock
dividend equivalent rights <sup>(3)</sup>	\$ 0 <sup>(2)</sup>	03/27/2008		A	33.5152	09/18/2017 <sup>(2)</sup> 09/18/2017 <sup>(2)</sup>	common stock
dividend equivalent rights <sup>(3)</sup>	\$ 0 <sup>(2)</sup>	06/17/2008		A	83.6733	09/18/2017 <sup>(2)</sup> 09/18/2017 <sup>(2)</sup>	common stock
dividend equivalent rights <sup>(3)</sup>	\$ 0 <sup>(2)</sup>	09/19/2008		A	23.5437	09/18/2017 <sup>(2)</sup> 09/18/2017 <sup>(2)</sup>	common stock
phantom stock unit	\$ 0 <sup>(2)</sup>					02/08/2015 02/08/2015	common stock
phantom stock unit	\$ 0 <sup>(2)</sup>					02/10/2014 02/10/2014	common stock
stock option	\$ 20.3125					01/19/2001 01/19/2009	common stock
Phantom Stock Unit	\$ 0 <sup>(2)</sup>					04/13/2009 04/13/2009	common stock
Phantom Stock Unit	\$ 0 <sup>(2)</sup>					12/17/2009 12/17/2009	common stock
stock option	\$ 21.0313					01/18/2001 01/18/2010	common stock
Phantom Stock Unit	\$ 0 <sup>(2)</sup>					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

