



**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) On June 30, 2010, Karl E. Case, a director of our company, is retiring from Wellesley College where he is the Katherine Coman and A. Barton Hepburn Professor of Economics. In accordance with our Corporate Guidelines, on May 13, 2010, Dr. Case offered to resign from our Board of Directors effective June 30, 2010 and asked the Board to accept his resignation. The Board of Directors is expected to accept his resignation, effective June 30.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MGIC INVESTMENT CORPORATION

Date: May 14, 2010

By: /s/ Timothy J. Mattke  
Timothy J. Mattke  
Vice President and Controller