

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
**FORM 8-K**  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

April 27, 2023

## MGIC Investment Corporation

\_\_\_\_\_  
(Exact name of registrant as specified in its charter)

Wisconsin

1-10816

39-1486475

\_\_\_\_\_  
(State or other jurisdiction of incorporation)

\_\_\_\_\_  
(Commission File Number)

\_\_\_\_\_  
(I.R.S. Employer Identification No.)

250 E. Kilbourn Avenue

Milwaukee,

Wisconsin

53202

\_\_\_\_\_  
(Address of principal executive offices)

\_\_\_\_\_  
(Zip Code)

Registrant's telephone number, including area code:

(414)

347-6480

\_\_\_\_\_  
Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class  
Common stock

Trading Symbol  
MTG

Name of each exchange on which registered  
New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. [ ]

## Item 5.07 Submission of Matters to a Vote of Security Holders

Our Annual Meeting of Shareholders was held April 27, 2023. At that meeting, shareholders took the following actions with respect to the proposals described in our 2023 Proxy Statement:

1. The following directors were elected:

	<u>For</u>	<u>Withheld</u>	<u>Broker Non-Votes</u>
Analisa M. Allen	247,681,859	479,725	14,878,284
Daniel A. Arrigoni	244,795,524	3,366,060	14,878,284
C. Edward Chaplin	246,715,541	1,446,043	14,878,284
Curt S. Culver	243,725,292	4,436,292	14,878,284
Jay C. Hartzell	247,353,290	808,294	14,878,284
Timothy A. Holt	241,829,046	6,332,538	14,878,284
Jodeen A. Kozlak	243,589,196	4,572,388	14,878,284
Michael E. Lehman	235,922,475	12,239,109	14,878,284
Teresita M. Lowman	247,297,141	864,443	14,878,284
Timothy J. Mattke	246,201,525	1,960,059	14,878,284
Sheryl L. Sculley	247,295,230	866,354	14,878,284
Mark M. Zandi	245,717,145	2,444,439	14,878,284

2. The compensation of our named executive officers for 2022 was approved, on an advisory basis, by the following vote:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
243,631,394	4,242,357	287,833	14,878,284

3. The shareholders indicated, on an advisory basis, the preferred frequency of advisory votes on the compensation of our named executive officers to be one year by the following vote:

<u>1 Year</u>	<u>2 Years</u>	<u>3 Years</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
235,222,819	293,869	12,461,212	183,684	0

4. The ratification of the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for the year ending December 31, 2023 was approved by the following vote:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
254,893,895	8,027,994	117,979

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**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits. The following exhibits are being filed herewith:

<b>Exhibit No.</b>	<b>Description</b>
104	Cover Page Interactive Data File (the cover page XBRL tags are embedded within the Inline XBRL document).

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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: April 28, 2023

By: \s\ Paula C. Maggio

Paula C. Maggio

Executive Vice President, General Counsel and Secretary