
**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): December 17, 2009

MGIC Investment Corporation

(Exact name of registrant as specified in its charter)

Wisconsin
(State or other
jurisdiction of
incorporation)

1-10816
(Commission File
Number)

39-1486475
(IRS Employer
Identification No.)

MGIC Plaza, 250 East Kilbourn Avenue, Milwaukee, WI 53202
(Address of principal executive offices, including zip code)

(414) 347-6480
(Registrant's telephone number, including area code)

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))
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Item 8.01. Other Events.

On December 17, 2009, Countrywide Home Loans, Inc. and BAC Home Loans Servicing, LP filed a complaint (the "Complaint") for declaratory relief in the Superior Court of the State of California in San Francisco against Mortgage Guaranty Insurance Corporation ("MGIC"), our principal mortgage insurance subsidiary. The Complaint alleges that MGIC has denied, and continues to deny, valid mortgage insurance claims submitted by the plaintiffs and seeks declaratory relief regarding the proper interpretation of the flow insurance policies at issue. We intend to defend MGIC against the allegations in the Complaint vigorously. However, we are unable to predict the outcome of this case or its effect on us.

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: December 22, 2009

By: /s/ J. Michael Lauer

J. Michael Lauer
Executive Vice President
and Chief Financial Officer