

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 25, 2024

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 25, 2024. At that meeting, shareholders took the following actions with respect to the proposals described in our 2024 Proxy Statement:

1. The following directors were elected:

	<u>For</u>	<u>Withheld</u>	<u>Broker Non-Votes</u>
Analisa M. Allen	242,871,722	338,770	11,310,054
Daniel A. Arrigoni	239,141,659	4,068,833	11,310,054
C. Edward Chaplin	241,585,166	1,625,326	11,310,054
Curt S. Culver	238,655,499	4,554,993	11,310,054
Jay C. Hartzell	242,949,240	261,252	11,310,054
Timothy A. Holt	236,325,995	6,884,497	11,310,054
Jodeen A. Kozlak	241,026,056	2,184,436	11,310,054
Michael E. Lehman	230,608,469	12,602,023	11,310,054
Teresita M. Lowman	242,869,914	340,578	11,310,054
Timothy J. Mattke	241,391,959	1,818,533	11,310,054
Sheryl L. Sculley	242,869,771	340,721	11,310,054
Michael L. Thompson	243,077,777	132,715	11,310,054
Mark M. Zandi	241,052,883	2,157,609	11,310,054

2. The compensation of our named executive officers for 2023 was approved, on an advisory basis, by the following vote:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
241,173,843	1,829,038	207,611	11,310,054

3. The ratification of the appointment of PricewaterhouseCoopers LLP as our independent registered public accounting firm for the year ending December 31, 2024 was approved by the following vote:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
242,734,246	11,655,853	130,447

Item 9.01. Financial Statements and Exhibits.

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

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

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 26, 2024

By: \s\ Paula C. Maggio

Paula C. Maggio

Executive Vice President, General Counsel and Secretary