

RADIAN GROUP INC

Form 4

February 10, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box
 if no longer
 subject to
 Section 16.
 Form 4 or
 Form 5
 obligations
 may continue.
See Instruction
 1(b).

**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 *
 SCHWEIGER ANTHONY W

(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)
 02/08/2005

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				(A) or (D)	7,500	D	

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

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SEC 1474
 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction of Derivative	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)			
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
phantom stock unit	\$ 0 ⁽¹⁾	02/08/2005	A		2,015		02/08/2015	02/08/2015	common stock	2,015
dividend equivalent rights	\$ 0 ⁽¹⁾						⁽³⁾	⁽³⁾	common stock	32
phantom stock unit	\$ 0 ⁽¹⁾						02/10/2014	02/10/2014	common stock	2,122
Phantom Stock Unit	\$ 0 ⁽¹⁾						04/13/1999	04/13/2009	common stock	800
Phantom Stock Unit	\$ 0 ⁽¹⁾						12/17/1999	12/17/2009	Common stock	800
Stock Option	\$ 21.0313						01/18/2001	01/18/2010	common stock	2,400
Phantom Stock Unit	\$ 0 ⁽¹⁾						12/05/2001	12/05/2011	Common Stock	2,400
Stock Option	\$ 27.1875						01/22/2002	01/22/2011	Common Stock	2,400
Stock Option	\$ 35.81						11/02/2002	11/06/2011	Common Stock	2,400
Phantom Stock Unit	\$ 0 ⁽¹⁾						11/06/2001	11/06/2011	Common Stock	800
Stock Option	\$ 35.79						01/30/2004	01/30/2013	Common Stock	2,400
Phantom Stock Unit	\$ 0 ⁽¹⁾						01/30/2003	01/30/2013	Common Stock	800

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHWEIGER ANTHONY W 1601 MARKET STREET PHILADELPHIA, PA 19103	X			

Signatures

Howard S. Yaruss /s/ Howard S. Yaruss (power of attorney)

02/10/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 1 for 1
- (2) N/A
- (3) dividend equivalent rights accrued on various phantom stock units and become exercisable proportionately with the options to which they relate

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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