

MBIA INC  
Form 4  
May 07, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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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 \*  
**BROWN JOSEPH W**

(Last) (First) (Middle)

**C/O MBIA INC., 113 KING STREET**

(Street)

**ARMONK, NY 10504**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**MBIA INC [MBI]**

3. Date of Earliest Transaction (Month/Day/Year)  
**05/03/2007**

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)  
**Executive Chairman**

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
|                                 |                                      |                                                    | Code                           | V Amount (A) or (D) Price                                         |                                                                                               |                                                          |                                            |
| Common Stock                    | 05/03/2007                           |                                                    | M                              | 14,944 (1) A \$ 70.78                                             | 975,091                                                                                       | D                                                        |                                            |
| Common Stock                    | 05/03/2007                           |                                                    | F                              | 6,546 (2) D \$ 70.78                                              | 968,545                                                                                       | 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)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|
| Hypothetical Share Units                   | \$ 70.78                                               | 05/03/2007                           |                                                    | M                              | 14,944<br>(3)                                                                           | 05/03/2007 05/03/2007                                    | Common Stock 14,944                                         |

## Reporting Owners

| Reporting Owner Name / Address                                         | Relationships |           |                    |       |
|------------------------------------------------------------------------|---------------|-----------|--------------------|-------|
|                                                                        | Director      | 10% Owner | Officer            | Other |
| BROWN JOSEPH W<br>C/O MBIA INC.<br>113 KING STREET<br>ARMONK, NY 10504 | X             |           | Executive Chairman |       |

## Signatures

/s/Leonard I. Chubinsky,  
Attorney-in-Fact

05/07/2007

\*\*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) Stock issued pursuant to conversion of Hypothetical Share Units under Director's Compensation Plan resulting from termination of status as a Director.
- (2) Represents shares surrendered to Issuer for payment of tax liability upon conversion of Hypothetical Share Units to stock.
- (3) Disposition of Hypothetical Share Units through conversion to common stock issued upon termination of status as a director.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.