Common Stock

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington,	D.C.	20549	
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OMB APPROVAL

Form: Direct

(D) or Indirect (I) (Instr. 4)

D

D

Indirect

(Instr. 4)

Beneficial Ownership

hours per response

Securities

Reported

Price (2)

\$0.00

A

A

Beneficially Owned Following

13,998(3)

25,998

Transaction(s) (Instr. 3 and 4)

OMB Number: 3235-0287 Estimated average burden

0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person' (Check all applicable) Fidelity National Title Group, Inc. [FNT] LYON WILLIAM X Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) (Last) (First) (Middle) below) 10/24/2006 **601 RIVERSIDE AVENUE** 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) Form filed by One Reporting Person JACKSONVILLE FL 32204 Form filed by More than One Reporting Person (Citv) (State) (qiZ) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature of 1. Title of Security (Instr. 3)

Execution Date.

if any (Month/Day/Year)

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

Transaction

Code (Instr. 8)

Amount

2,057(1)

12,000(4)

Code

Α

				-											
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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Option (right to purchase)	\$8.26	10/24/2006		A		20,100		12/23/2005	12/23/2012	Common Stock	20,100	(5)	20,100	D	
Stock Option (right to purchase)	\$3.01	10/24/2006		A		24,320		03/23/2002	03/23/2009	Common Stock	24,320	(6)	24,320	D	
Stock Option (right to purchase)	\$12.52	10/24/2006		A		47,506		(7)	10/15/2012	Common Stock	47,506	(8)	47,506	D	
Stock Option (right to purchase)	\$6.05	10/24/2006		A		40,124		03/19/2001	03/19/2008	Common Stock	40,124	(9)	40,124	D	
Stock option (right to purchase)	\$5.6	10/24/2006		A		44,216		02/21/2005	02/21/2012	Common Stock	44,216	(10)	44,216	D	
Stock Option (right to purchase)	\$4.8	10/24/2006		A		48,637		04/16/2004	04/16/2011	Common Stock	48,637	(11)	48,637	D	
Stock Option (right to purchase)	\$2.89	10/24/2006		A		121,598		12/22/2002	12/22/2009	Common Stock	121,598	(12)	121,598	D	

Explanation of Responses:

- 1. Restricted stock vesting in two equal annual installments on November 18 of 2007 and 2008.
- 2. Received in exchange for 2,200 shares of Fidelity National Financial ("FNF") restricted common stock pursuant to the Securities Exchange and Distribution Agreement ("SEDA") between FNF and Fidelity National Title Group, Inc. ("FNT") in connection with the spin-off of FNT. On the effective date of the spin-off, the closing price of FNF's common stock was \$20.70 per share, and the closing price of FNT's common stock was \$22.23 per share.
- 3. Includes 2,305 shares of Fidelity National Title Group, Inc. ("FNT") restricted stock received as a dividend on the effective date of the FNT spin-off.
- 4. Grant of restricted common stock vesting in three equal annual installments on October 25 of each of the next three years.

Date

(Month/Day/Year)

10/24/2006

10/24/2006

- 5. Received pursuant to the SEDA in connection with the spin-off of FNT in exchange for a stock option to acquire 10134 shares of FNF common stock at \$16.3814 per share (prior to any anti-dilutive adjustment to the option to account for the spin-off of FNT)
- 6. Received pursuant to the SEDA in connection with the spin-off of FNT in exchange for a stock option to acquire 12,262 shares of FNF common stock at \$5.9659 per share (prior to any anti-dilutive adjustment to the option to account for the spin-off of FNT).
- 7. The option vests in three equal annual installments beginning October 15, 2005.
- 8. Received pursuant to the SEDA in connection with the spin-off of FNT in exchange for a stock option to acquire 23952 shares of FNF common stock for \$24.8312 per share (prior to any anti-dilutive adjustment to the option to account for the spin-off of FNT).
- 9. Received pursuant to the SEDA in connection with the spin-off of FNT in exchange for a stock option to acquire 20,230 shares of FNF common stock at \$12.0034 (prior to any anti-dilutive adjustment to the

option to account for the spin-off to FNT).

- 10. Received pursuant to the SEDA in connection with the spin-off of FNT in exchange for a stock option to purchase 22,293 shares of FNF common stock for \$11.1019 per share (prior to any anti-dilutive adjustment to the option to account for the spin-off of FNT).
- 11. Received pursuant to the SEDA in connection with the spin-off of FNT in exchange for a stock option to acquire 24,522 shares of FNF common stock at \$9.523 per share (prior to any anti-dilutive adjustment to the option to account for the spin-off of FNT).
- 12. Received pursuant to the SEDA in connection with the spin-off of FNT in exchange for a stock option to acquire 61,308 shares of FNF common stock for \$5.7326 per share (prior to any anti-dilutive adjustment to the option to account for the spin-off of FNT).

Remarks:

William Lyon

10/26/2006

** Signature of Reporting Person

Date

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

- * 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.