FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| OMB APPROVAL |          |  |  |  |  |  |  |  |
|--------------|----------|--|--|--|--|--|--|--|
| OMB Number:  | 3235-028 |  |  |  |  |  |  |  |

37 Estimated average burden hours per response: 0.5

## 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

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

| 1. Name and Address of Reporting Person* Scanlon George P                        |   |    |  |   | 2. Issuer Name and Ticker or Trading Symbol Fidelity National Financial, Inc. [FNF] |   |   |   |  |        |                     |   | heck all a<br>Dir   | pplicable)<br>ector  |  | Owner                     |  |            |
|--|---|----|--|---|---|---|---|---|--|--------|---------------------|---|---|--|--|---------------------------|--|------------|
| (Last) (First) (Middle) 601 RIVERSIDE AVENUE                                     |   |    |  |   | 3. Date of Earliest Transaction (Month/Day/Year) 11/12/2011                         |   |   |   |  |        |                     |   |   | icer (give title<br>ow)<br>Chief Exec  | below<br>cutive Officer  | (specify                  |  |            |
| (Street) JACKSONVILLE FL 32204 (City) (State) (Zip)                              |   |    |  | 4. If   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                            |   |   |   |  |        |                     | 6.<br>Lir   | ne)<br><mark>X</mark> Fo  | ividual or Joint/Group Filing (Check Applicable  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. Transact Date (Month/Date                    |   |    |  |   | Execution Date,   |   | 3. Transaction Code (Instr. 8)  4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5) |   |  |        | Seci<br>Ben<br>Owr  | mount of<br>irities<br>eficially<br>ed Following<br>orted | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)  |  |                           |  |            |
|  |   |    |  |   |   |   |   |   | Code   | v      | Amount              | (A<br>(D  | or  | Price  | Tran   | saction(s)<br>r. 3 and 4) |  | (111501.4) |
| Common Stock 11/12/2   |   |    |  |   | /2011   | 2011                                      |   | F |  | 18,341 |                     | D \$15.4  |   | 46 33  | 5,668.781  | D                         |  |            |
|  |   | Та |  |   |   |   |   |   |  |        | sed of,<br>onvertib |   |   |  | Owne   | d                         |  |            |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                              | 2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year) |    |  | ransaction ode (Instr. )  Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |   | ative<br>rities<br>ired<br>osed<br>. 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Expiration Date          |   | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)  Amount or Numbe of Shares |        | ount                | 8. Price o<br>Derivative<br>Security<br>(Instr. 5)        |   | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4)  | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                           |  |            |

**Explanation of Responses:** 

Goodloe M. Partee, as attorney 11/15/2011 in fact.

\*\* Signature of Reporting Person Date

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

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.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).