# 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):

July 17, 2018

### Fidelity National Financial, Inc.

(Exact name of Registrant as Specified in its Charter) 001-32630 (Commission File Number)

Delaware (State or Other Jurisdiction of Incorporation or Organization)

16-1725106 (IRS Employer Identification Number)

601 Riverside Avenue
Jacksonville, Florida 32204
(Addresses of Principal Executive Offices)
(904) 854-8100
(Registrant's Telephone Number, Including Area Code)
(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)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company 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 o

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. o

#### Item 2.02. Results of Operations and Financial Condition

On July 17, 2018, Fidelity National Financial, Inc. (the "Company", "FNF") issued an earnings release announcing its financial results for the Second Quarter of 2018. The information in this Current Report is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

A copy of the FNF earnings release is attached as Exhibit 99.1.

#### Item 9.01. Financial Statements and Exhibits

#### (d) Exhibits

Exhibit	Description
99.1	Press release announcing FNF Second Quarter 2018 Earnings

#### **SIGNATURE**

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 thereunto duly authorized.

Fidelity National Financial, Inc.

By: /s/ Anthony J. Park

July 17, 2018

Date:

Name: Anthony J. Park

Title: Chief Financial Officer

#### EXHIBIT INDEX

 Exhibit
 Description

 99.1
 Press release announcing FNF Second Quarter 2018 Earnings



#### **PRESS RELEASE**

FNF Reports Second Quarter 2018 Diluted EPS of \$0.90 and Adjusted Diluted EPS of \$0.86, Pre-Tax Title Margin of 15.2% and Adjusted Pre-Tax Title Margin of 17.1%

Jacksonville, Fla. - (July 17, 2018) - Fidelity National Financial, Inc. (NYSE:FNF), a leading provider of title insurance and transaction services to the real estate and mortgage industries, today reported operating results for the three and six-month periods ended June 30, 2018.

- Total revenue of approximately \$2.1 billion in the second quarter versus \$2.1 billion in the second quarter of 2017
- Second quarter net earnings of \$251 million and adjusted net earnings of \$239 million versus net earnings from continuing operations of \$176 million and adjusted net earnings from continuing operations of \$188 million for the second quarter of 2017
- Second quarter diluted EPS of \$0.90 and adjusted diluted EPS of \$0.86 versus diluted EPS from continuing operations of \$0.64 and adjusted diluted EPS from continuing operations of \$0.68 in the second quarter of 2017

#### Title

- Total revenue of approximately \$2.0 billion versus approximately \$1.9 billion in total revenue in the second quarter of 2017
- Pre-tax earnings of \$301 million and adjusted pre-tax earnings of \$338 million versus pre-tax earnings of \$294 million and adjusted pre-tax earnings of \$310 million in the second quarter of 2017
- Pre-tax title margin of 15.2% and adjusted pre-tax title margin of 17.1% versus pre-tax title margin of 15.3% and adjusted pre-tax title margin of 16.2% in the second quarter of 2017
- Second quarter purchase orders opened and closed increased by 3% and 2%, respectively, versus the second quarter of 2017
- Total commercial revenue of \$276 million, a 6% increase over total commercial revenue in the second quarter of 2017, driven by a 4% increase in closed orders and a 1% increase in total commercial fee per file; second quarter total commercial open orders increased 7% compared to the prior year
- Overall second quarter average fee per file of \$2,579, a 6% increase versus the second quarter of 2017

#### **Title Orders**

	Direct Orders O	pened *	Direct Orders Clo	sed *
Month	/ (% Purcha	se)	/ (% Purchase)	)
April 2018	167,000	70%	114,000	69%
May 2018	175,000	72%	124,000	71%
June 2018	163,000	71%	124,000	73%
Second Quarter 2018	505,000 71%		362,000	71%
	Direct Orders O	•	Direct Orders Clo	
Month	Direct Orders O / (% Purcha	•	Direct Orders Clo	
Month April 2017		•		
	/ (% Purcha	se)	/ (% Purchase	e)
April 2017	/ <b>(% Purcha</b> 163,000	se) 67%	/ (% Purchase	66%

 $<sup>\</sup>boldsymbol{*}$  Includes an immaterial number of non-purchase and non-refinance orders

	Open	Closed	Commercial	
	Commercial	Commercial	Revenue	Commercial
	Orders	Orders	(In millions)	Fee Per File
Second Quarter 2018 - Total Commercial	54,200	35,100	\$276	\$7,900
Second Quarter 2017 - Total Commercial	50,800	33,600	\$261	\$7,800

"The second quarter was a very strong performance for our title business, as we generated adjusted pre-tax title earnings of \$338 million and a 17.1% adjusted pre-tax title margin, our best quarterly performance on both metrics in 15 years," said Chairman William P. Foley, II. "We are encouraged to see the single-digit growth in orders in both the residential purchase and commercial markets offsetting the double-digit decline in orders in the residential refinance market and feel our title business is well positioned to continue to deliver strong financial results through the remainder of 2018.

"We continue to work through the regulatory process related to the Stewart Information Services acquisition that we announced on March 19. On May 31, we received the expected Second Request from the FTC, asking for additional information and documentary material related to their HSR regulatory review of the transaction. We remain engaged in document collection and review and have been working cooperatively with the FTC to fully respond to the Second Request. The other significant filings are the Form A filings with the states of Texas and New York, both of which are now subject to review by those states. We continue to believe the Stewart acquisition will create meaningful long-term value for our shareholders."

#### **Conference Call**

We will host a call with investors and analysts to discuss second quarter 2018 FNF results on Wednesday, July 18, 2018, beginning at 11:30 a.m. Eastern Time. A live webcast of the conference call will be available on the Events and Multimedia page of the FNF Investor Relations website at fnf.com. The conference call replay will be available via webcast through the FNF Investor Relations website at fnf.com. The telephone replay will be available from 1:30 p.m. Eastern time on July 18, 2018, through July 25, 2018, by dialing 800-475-6701 (USA) or 320-365-3844 (International). The access code will be 451401.

#### **About Fidelity National Financial, Inc.**

Fidelity National Financial, Inc. (NYSE: FNF) is a leading provider of title insurance and transaction services to the real estate and mortgage industries. FNF is the nation's largest title insurance company through its title insurance underwriters - Fidelity National Title, Chicago Title, Commonwealth Land Title, Alamo Title and National Title of New York - that collectively issue more title insurance policies than any other title company in the United States. More information about FNF can be found at fnf.com.

#### **Use of Non-GAAP Financial Information**

Generally Accepted Accounting Principles (GAAP) is the term used to refer to the standard framework of guidelines for financial accounting. GAAP includes the standards, conventions, and rules accountants follow in recording and summarizing transactions and in the preparation of financial statements. In addition to reporting financial results in accordance with GAAP, FNF has provided non-GAAP financial measures, which it believes are useful to help investors better understand its financial performance, competitive position and prospects for the future. These non-GAAP measures include adjusted pre-tax earnings, adjusted pre-tax earnings from continuing operations, adjusted pre-tax earnings as a percentage of adjusted revenue (adjusted pre-tax title margin from continuing operations). adjusted net earnings, adjusted net earnings from continuing operations, adjusted EPS and adjusted EPS from continuing operations.

Any non-GAAP measures should be considered in context with the GAAP financial presentation and should not be considered in isolation or as a substitute for GAAP net earnings. Further, FNF's non-GAAP measures may be calculated differently from similarly titled measures of other companies. Reconciliations of these non-GAAP measures to related GAAP measures are provided below.

#### Forward-Looking Statements and Risk Factors

This press release contains forward-looking statements that involve a number of risks and uncertainties. Statements that are not historical facts, including statements regarding our expectations, hopes, intentions or strategies regarding the future are forward-looking statements. Forward-looking statements are based on management's beliefs, as well as assumptions made by, and information currently available to, management. Because such statements are based on expectations as to future financial and operating results and are not statements of fact, actual results may differ materially from those projected. We undertake no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise.

The risks and uncertainties which forward-looking statements are subject to include, but are not limited to: changes in general economic, business and political conditions, including changes in the financial markets; weakness or adverse changes in the level of real estate activity, which may be caused by, among other things, high or increasing interest rates, a limited supply of mortgage funding or a weak U. S. economy; our potential inability to find suitable acquisition candidates; our dependence on distributions from our title insurance underwriters as a main source of cash flow; significant competition that our operating subsidiaries face; compliance with extensive government regulation of our operating subsidiaries; the risk that Stewart Information Services Corporation ("Stewart") stockholders may not adopt the merger agreement; the risk that the necessary regulatory approvals may not be obtained or may be obtained subject to conditions that are not anticipated; risks that any of the closing conditions to the proposed merger may not be satisfied in a timely manner; the risk that the businesses will not be integrated successfully, that such integration may be more difficult, time-consuming or costly than expected or that the expected benefits of the acquisition will not be realized; and other risks detailed in the "Statement Regarding Forward-Looking Information," "Risk Factors" and other sections of FNF's Form 10-K and other filings with the Securities and Exchange Commission ("SEC").

#### **Important Information Will be Filed with the SEC**

This communication may be deemed to be solicitation material in respect of the proposed merger between FNF and Stewart. In connection with the proposed merger, FNF filed with the SEC on May 30, 2018, a preliminary registration statement on Form S-4, as amended by Amendment No. 1 on July 12, 2018, which has not yet become effective. The preliminary registration statement includes a prospectus and proxy statement which will be sent to Stewart's stockholders in connection with their votes required in connection with the proposed merger following the registration statement having been declared effective by the SEC. STOCKHOLDERS OF STEWART ARE URGED TO READ ALL RELEVANT DOCUMENTS FILED WITH THE SEC, INCLUDING THE PROXY STATEMENT/PROSPECTUS, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT THE PROPOSED MERGER. Investors and security holders will be able to obtain copies of the proxy statement/prospectus as well as other filings containing information about FNF and Stewart, without charge, at the SEC's website, sec.gov. Copies of documents filed with the SEC by FNF (when they are available) will be made available free of charge on FNF's investor relations website. Copies of documents filed with the SEC by Stewart (when they are available) will be made available free of charge on Stewart's investor relations website.

FNF and Stewart, and their respective directors and executive officers, may be deemed to be participants in the solicitation of proxies in respect of the transactions contemplated by the merger agreement. Information regarding the directors and executive officers of FNF is contained in FNF's Form 10-K for the year ended December 31, 2017 and its definitive proxy statement filed on May 2, 2018, which are filed with the SEC. Information regarding Stewart's directors and executive officers is contained in Stewart's Form 10-K for the year ended December 31, 2017 and its proxy statement filed on April 23, 2018, which are filed with the SEC. A more complete description will be available in the Registration Statement and the proxy statement/prospectus.

This communication shall not constitute an offer to sell or the solicitation of an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. No offer of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, as amended.

FNF-E

SOURCE: Fidelity National Financial, Inc.

CONTACT: Daniel Kennedy Murphy, Senior Vice President and Treasurer, 904-854-8120, dkmurphy@fnf.com

### FIDELITY NATIONAL FINANCIAL, INC.

SECOND QUARTER SEGMENT INFORMATION
(In millions, except order information in thousands)
(Unaudited)

Three Months Ended				С	orporate and	
June 30, 2018	 onsolidated		Title	Other		
Direct title premiums	\$ 599	\$	599	\$	_	
Agency title premiums	732		732		_	
Escrow, title related and other fees	 763		602		161	
Total title and escrow	2,094		1,933		161	
Interest and investment income	45		45		_	
Realized gains and losses, net	 (16)		(16)		_	
Total revenue	2,123		1,962		161	
Personnel costs	665		635		30	
Agent commissions	561		561		_	
Other operating expenses	506		367		139	
Depreciation and amortization	45		38		7	
Claim loss expense	60		60		_	
Interest expense	 11		_		11	
Total expenses	1,848		1,661		187	
Pre-tax earnings (loss)	\$ 275	\$	301	\$	(26)	
Non-GAAP adjustments before taxes						
Realized (gains) and losses, net	16		16		_	
Purchase price amortization	26		21		5	
M&A costs	 4		_		4	
Total non-GAAP adjustments before taxes	\$ 46	\$	37	\$	9	
Adjusted pre-tax earnings (loss)	\$ 321	\$	338	\$	(17)	
Adjusted pre-tax margin	15.0%	)	17.1%		_	
Pre-tax earnings (loss)	\$ 275	\$	301	\$	(26)	
Income tax expense (benefit)	22		29		(7)	
Earnings from equity investments	1		1		_	
Non-controlling interests	3		3		_	
Net earnings (loss) attributable to FNF, Inc. common shareholders	\$ 251	\$	270	\$	(19)	
EPS attributable to FNF, Inc. common shareholders - basic	\$ 0.92					
EPS attributable to FNF, Inc. common shareholders - diluted	\$ 0.90					
FNF, Inc. weighted average shares - basic	273					
FNF, Inc. weighted average shares - diluted	278					

### FIDELITY NATIONAL FINANCIAL, INC.

SECOND QUARTER SEGMENT INFORMATION
(In millions, except order information in thousands)
(Unaudited)

Three Months Ended				C	orporate and	
June 30, 2018	Cons	olidated	Title	Other		
Net earnings (loss) attributable to FNF, Inc. common shareholders	\$	251	\$ 270	\$	(19)	
Total non-GAAP, pre-tax adjustments	\$	46	\$ 37	\$	9	
Income taxes on non-GAAP adjustments		(10)	(8)		(2)	
Noncontrolling interest on non-GAAP adjustments		(3)	(3)		_	
Change in tax estimate		(45)	(45)		_	
Total non-GAAP adjustments	\$	(12)	\$ (19)	\$	7	
Adjusted net earnings (loss) attributable to FNF, Inc. common shareholders	\$	239	\$ 251	\$	(12)	
Adjusted EPS attributable to FNF, Inc. common shareholders - diluted	\$	0.86				
Direct orders opened (000's)		505	505			
Direct orders closed (000's)		362	362			
Fee per file	\$	2,579	\$ 2,579			
Actual title claims paid	\$	58	\$ 58			
Cash flows provided by operations	\$	331				

# FIDELITY NATIONAL FINANCIAL, INC. SECOND QUARTER SEGMENT INFORMATION

(In millions, except order information in thousands) (Unaudited)

Three Months Ended Tune 30, 2017		solidated	Title	С	Corporate and Other		
Direct title premiums	\$	575	\$ 575	\$	_		
Agency title premiums		726	726		_		
Escrow, title related and other fees		720	575		145		
Total title and escrow		2,021	1,876		145		
Interest and investment income		33	33		_		
Realized gains and losses, net		5	8		(3)		
Total revenue		2,059	1,917		142		
Personnel costs		626	602		24		
Agent commissions		558	558		_		
Other operating expenses		479	359		120		
Depreciation and amortization		44	39		5		
Claim loss expense		65	65		_		
Interest expense		13	_		13		
Total expenses		1,785	1,623		162		
Pre-tax earnings (loss) from continuing operations	\$	274	\$ 294	\$	(20)		
Non-GAAP adjustments before taxes							
Realized (gains) and losses, net		(5)	(8)		3		
Purchase price amortization		27	23		4		
Management fee		1	1		_		
Spin-off costs		2	_		2		
Total non-GAAP adjustments before taxes	\$	25	\$ 16	\$	9		
Adjusted pre-tax earnings (loss) from continuing operations	\$	299	\$ 310	\$	(11)		
Adjusted pre-tax margin from continuing operations		14.6%	16.2%	,	_		
Pre-tax earnings (loss) from continuing operations	\$	274	\$ 294	\$	(20)		
Income tax expense (benefit)		101	114		(13)		
Earnings from equity investments		3	2		1		
Earnings from discontinued operations, net of tax		126	_		126		
Non-controlling interests		6	_		6		
Net earnings attributable to FNF, Inc. common shareholders	\$	296	\$ 182	\$	114		
Net earnings attributable to FNFV Group common shareholders	\$	121	\$ _	\$	121		
Net earnings (loss) attributable to FNF Group common shareholders	\$	175	\$ 182	\$	(7)		
Net earnings (loss) from continuing operations attributable to FNF, Inc. common shareholders	\$	176	\$ 182	\$	(6)		
EPS attributable to FNF, Inc. common shareholders - basic	\$	0.65					
EPS attributable to FNF, Inc. common shareholders - diluted	\$	0.63					
EPS from continuing operations attributable to FNF, Inc. common shareholders - diluted	\$	0.64					
FNF, Inc. weighted average shares - basic	· ·	271					
FNF, Inc. weighted average shares - diluted		277					

### FIDELITY NATIONAL FINANCIAL, INC.

SECOND QUARTER SEGMENT INFORMATION
(In millions, except order information in thousands)
(Unaudited)

Three Months Ended				(	Corporate and	
June 30, 2017	Cor	ısolidated	Title	Other		
Net earnings attributable to FNF, Inc. common shareholders	\$	296	\$ 182	\$	114	
Earnings from discontinued operations, net of tax		126	_		126	
Non-controlling interests of discontinued operations		6	_		6	
Net earnings (loss) from continuing operations attributable to FNF, Inc. common shareholders	\$	176	\$ 182	\$	(6)	
Total non-GAAP, pre-tax adjustments	\$	25	\$ 16	\$	9	
Income taxes on non-GAAP adjustments		(9)	(5)		(4)	
Noncontrolling interest on non-GAAP adjustments		(4)	(4)		_	
Total non-GAAP adjustments	\$	12	\$ 7	\$	5	
${\bf Adjusted\ net\ earnings\ (loss)\ from\ continuing\ operations\ attributable\ to\ FNF,\ Inc.\ common\ shareholders}$	\$	188	\$ 189	\$	(1)	
Adjusted EPS from continuing operations attributable to FNF, Inc. common shareholders - diluted	\$	0.68				
Direct orders opened (000's)		524	524			
Direct orders closed (000's)		370	370			
Fee per file	\$	2,428	\$ 2,428			
Actual title claims paid	\$	57	\$ 57			
Cash flows provided by operations	\$	287				
Cash flows provided by operations attributable to FNF Group	\$	401				
Cash flows used in operations attributable to FNFV Group	\$	(114)				

(In millions, except order information in thousands) (Unaudited)

Direct title premiums         \$ 1,071         \$ 1,071         \$ 2           Agency title premiums         1,296         1,296         —           Eccrow, title elated and other fees         1,381         1,118         263           Total title and escrow         3,748         3,485         263           Interest and investment income         83         82         1           Realized gains and losses, net         115         1,515         —           Total revenue         3,816         3,552         264           Personnel costs         1,272         1,214         58           Agent commissions         992         992         —           Other operating expenses         992         697         232           Other operating expenses         992         697         232           Depreciation and amortization         92         697         232           Interest expense         22         —         22           Total expenses         3,414         3,080         3,26           Per-tax earnings (loss)         40         6         6           Non-GANP adjustments before taxes         4         4         11           M&A costs         4         4	Six Months Ended June 30, 2018	Con	solidated	Title	С	orporate and Other
Agency title premiums         1,296         1,296         1,296         1,296         2,206         2,206         2,206         2,206         2,206         2,206         2,206         2,207<				\$ 1,071	\$	_
Total title and escrow         3,748         3,485         263           Interest and investment income         83         82         1           Realized gains and losses, net         (15)         (15)         ————————————————————————————————————	Agency title premiums		1,296			_
Interest and investment income         83         82         1           Realized gains and losses, net         (15)         (15)         ————————————————————————————————————	Escrow, title related and other fees		1,381	1,118		263
Realized gains and losses, net         (15)         (15)         ————————————————————————————————————	Total title and escrow		3,748	3,485		263
Total revenue         3,816         3,552         264           Personnel costs         1,272         1,214         58           Agent commissions         992         992         —           Other operating expenses         929         697         232           Depreciation and amortization         92         78         144           Claim loss expense         107         107         —           Interest expense         22         —         22           Total expenses         3,414         3,088         36           Pre-tax earnings (loss)         40         \$ 464         \$ 62           Non-GAAP adjustments before taxes         8         42         \$ 4         62           Non-GAAP adjustments before taxes         4         —         4         11         4         4         4         11         4	Interest and investment income		83	82		1
Personnel costs         1,272         1,214         3.8           Agent commissions         992         992         —           Other operating expenses         929         697         232           Depreciation and amoritzation         92         78         14           Claim loss expense         107         107         —           Interest expense         22         —         22           Total expenses         3,414         3,088         326           Pre-tax carnings (loss)         402         \$ 464         \$ 62           Non-GAAP adjustments before taxes         5         402         \$ 464         \$ 62           Non-GAAP adjustments before taxes         15         15         —         —           Purchase price amortization         5         4         1         4         —         4         1         4         —         4         1         4         —         4         1         4         4         —         4         4         —         4         4         —         4         4         —         4         4         4         4         4         4         4         4         4         4         4         <	Realized gains and losses, net		(15)	(15)		_
Agent commissions         992         992         -————————————————————————————————————	Total revenue		3,816	3,552		264
Other operating expenses         929         697         232           Depreciation and amortization         92         78         14           Claim loss expense         107         107         —           Interest expenses         22         —         —         22           Total expenses         3,414         3,088         326           Pre-tax earnings (loss)         402         \$ 464         \$ 62           Non-GAAP adjustments before taxes         5         42         —         —           Realized (gains) and losses, net         15         15         5         —         —           Purchase price amortization         55         44         —         4         11         1         2           Other adjustments before taxes         3         1         2         4         —         4         11         2         4         —         4         4         —         4         4         —         4         4         —         4         4         4         4         4         4         4         4         4         4         4         4         6         6         6         2         1         1         6         <	Personnel costs		1,272	1,214		58
Depreciation and amortization         92         78         14           Claim loss expense         107         107         —           Interest expense         22         —         22           Total expenses         3,414         3,088         326           Pre-tax earnings (loss)         402         \$ 464         \$ 62           Non-GAAP adjustments before taxes         S         402         \$ 46         \$ 15         —           Purchase price amortization         15         15         15         —           Purchase price amortization         15         15         4         11           M&A costs         4         —         4         1         2           Other adjustments before taxes         3         1         2         2           Total non-GAAP adjustments before taxes         \$ 77         60         \$ 17         3         60         \$ 17           Adjusted pre-tax earnings (loss)         \$ 479         \$ 524         \$ 45         45         45         45         45         45         45         45         45         45         45         45         45         45         45         45         45         45         45         45<	Agent commissions		992	992		_
Claim loss expense         107         107         —           Interest expense         22         —         22           Total expenses         3,414         3,088         326           Pre-tax earnings (loss)         \$ 402         \$ 464         \$ 622           Non-GAAP adjustments before taxes         \$ 402         \$ 464         \$ 622           Non-GAAP adjustments before taxes         \$ 15         15         —           Purchase price amortization         55         44         11           M&A costs         4         —         4           Other adjustments         3         1         2           Total non-GAAP adjustments before taxes         \$ 77         \$ 60         \$ 17           Adjusted pre-tax earnings (loss)         \$ 479         \$ 524         \$ (45)           Adjusted pre-tax margin         12.5%         14.7%         —           Pre-tax earnings (loss)         \$ 402         \$ 464         \$ (62)           Income tax expense (benefit)         3         2         1           Non-controlling interests         3         3         2         1           Non-controlling interests         \$ 348         393         \$ (45)           EPS attributab	Other operating expenses		929	697		232
Interest expense         22         —         22           Total expenses         3,414         3,088         326           Pre-tax earnings (loss)         \$ 402         \$ 464         \$ 62           Non-GAAP adjustments before taxes         8         402         \$ 15         —           Realized (gains) and losses, net         15         15         —         4         11           M&A costs         4         —         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         4         4         4         4         4         4         4         4         4         4         4         4         4         —         4         4         —         4         4         —         4         4	Depreciation and amortization		92	78		14
Total expenses         3,414         3,088         326           Pre-tax earnings (loss)         402         464         662           Non-GAAP adjustments before taxes         8         402         464         662           Non-GAAP adjustments before taxes         8         15         15         —           Purchase price amortization         55         44         11           M&A costs         4         —         4           Other adjustments         3         1         2           Total non-GAAP adjustments before taxes         \$ 77         60         \$ 17           Adjusted pre-tax earnings (loss)         \$ 479         \$ 524         \$ (45)           Adjusted pre-tax margin         12.5%         14.7%         —           Pre-tax earnings (loss)         \$ 402         \$ 464         662           Income tax expense (benefit)         53         69         (160           Earnings from equity investments         3         2         1           Non-controlling interests         \$ 348         3 393         (45)           EPS attributable to FNF, Inc. common shareholders - basic         \$ 1.27           EPS attributable to FNF, Inc. common shareholders - diluted         \$ 1.27	Claim loss expense		107	107		_
Pre-tax earnings (loss)         \$ 402         \$ 464         \$ (62)           Non-GAAP adjustments before taxes         Total non-Game price amortization         15         15         —           Purchase price amortization         55         44         111         M&A costs         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         —         4         4         4         —         4         4         4         4         4         4         —         4         4         4         4         4         —         4         4         —         4         4         —         4         —         4         —         4         —         4         —         4         —         —         4         —         4         —         —         4 </td <td>Interest expense</td> <td></td> <td>22</td> <td> _</td> <td></td> <td>22</td>	Interest expense		22	 _		22
Non-GAAP adjustments before taxes   15	Total expenses		3,414	3,088		326
Realized (gains) and losses, net         15         15         —           Purchase price amortization         55         44         11           M&A costs         4         —         4           Other adjustments         3         1         2           Total non-GAAP adjustments before taxes         \$ 77         \$ 60         \$ 17           Adjusted pre-tax earnings (loss)         \$ 479         \$ 524         \$ (45)           Adjusted pre-tax margin         12.5%         14.7%         —           Pre-tax earnings (loss)         \$ 402         \$ 464         \$ (62)           Income tax expense (benefit)         53         69         (16)           Earnings from equity investments         3         2         1           Non-controlling interests         4         4         —           Non-controlling interests         \$ 348         \$ 393         \$ (45)           EPS attributable to FNF, Inc. common shareholders - basic         \$ 1.27           EPS attributable to FNF, Inc. common shareholders - diluted         \$ 1.27           FNF, Inc. weighted average shares - basic         273	Pre-tax earnings (loss)	\$	402	\$ 464	\$	(62)
Purchase price amortization         55         44         11           M&A costs         4         —         4           Other adjustments         3         1         2           Total non-GAAP adjustments before taxes         \$ 77         60         \$ 17           Adjusted pre-tax earnings (loss)         \$ 479         \$ 524         \$ (45)           Adjusted pre-tax margin         12.5%         14.7%         —           Pre-tax earnings (loss)         \$ 402         \$ 464         \$ (62)           Income tax expense (benefit)         53         69         (16)           Earnings from equity investments         3         2         1           Non-controlling interests         348         393         \$ (45)           EPS attributable to FNF, Inc. common shareholders - basic         \$ 1.27           EPS attributable to FNF, Inc. common shareholders - diluted         \$ 1.27           FNF, Inc. weighted average shares - basic         273	Non-GAAP adjustments before taxes					
M&A costs         4         —         4           Other adjustments         3         1         2           Total non-GAAP adjustments before taxes         \$ 77         \$ 60         \$ 17           Adjusted pre-tax earnings (loss)         \$ 479         \$ 524         \$ (45)           Adjusted pre-tax margin         12.5%         14.7%         —           Pre-tax earnings (loss)         \$ 402         \$ 464         \$ (62)           Income tax expense (benefit)         53         69         (16)           Earnings from equity investments         3         2         1           Non-controlling interests         4         4         —           Net earnings (loss) attributable to FNF, Inc. common shareholders         \$ 348         \$ 393         \$ (45)           EPS attributable to FNF, Inc. common shareholders - basic         \$ 1.27           EPS attributable to FNF, Inc. common shareholders - diluted         \$ 1.25	Realized (gains) and losses, net		15	15		_
Other adjustments         3         1         2           Total non-GAAP adjustments before taxes         \$ 77         \$ 60         \$ 17           Adjusted pre-tax earnings (loss)         \$ 479         \$ 524         \$ (45)           Adjusted pre-tax margin         12.5%         14.7%         —           Pre-tax earnings (loss)         \$ 402         \$ 464         \$ (62)           Income tax expense (benefit)         53         69         (16)           Earnings from equity investments         3         2         1           Non-controlling interests         4         4         —           Net earnings (loss) attributable to FNF, Inc. common shareholders         \$ 348         \$ 393         \$ (45)           EPS attributable to FNF, Inc. common shareholders - basic         \$ 1.27           EPS attributable to FNF, Inc. common shareholders - diluted         \$ 1.25   FNF, Inc. weighted average shares - basic	Purchase price amortization		55	44		11
Total non-GAAP adjustments before taxes \$ 77 \$ 60 \$ 17  Adjusted pre-tax earnings (loss) \$ 479 \$ 524 \$ (45)  Adjusted pre-tax margin 12.5% 14.7% —  Pre-tax earnings (loss) \$ 402 \$ 464 \$ (62)  Income tax expense (benefit) 53 69 (16)  Earnings from equity investments 3 2 1  Non-controlling interests 4 4 4 —  Net earnings (loss) attributable to FNF, Inc. common shareholders \$ 348 \$ 393 \$ (45)  EPS attributable to FNF, Inc. common shareholders - basic \$ 1.27  EPS attributable to FNF, Inc. common shareholders - diluted \$ 1.25	M&A costs		4	_		4
Adjusted pre-tax earnings (loss)  Adjusted pre-tax margin  12.5%  14.7%  —  Pre-tax earnings (loss)  \$ 402 \$ 464 \$ (62)  Income tax expense (benefit)  Earnings from equity investments  Non-controlling interests  4 4 4 —  Net earnings (loss) attributable to FNF, Inc. common shareholders  \$ 348 \$ 393 \$ (45)  EPS attributable to FNF, Inc. common shareholders - basic  FNF, Inc. weighted average shares - basic  273	Other adjustments	<u></u>	3	1		2
Adjusted pre-tax margin  12.5%  14.7%  — Pre-tax earnings (loss)  \$ 402 \$ 464 \$ (62)  Income tax expense (benefit)  Earnings from equity investments  \$ 3 2 11  Non-controlling interests  4 4 4 —  Net earnings (loss) attributable to FNF, Inc. common shareholders  \$ 348 \$ 393 \$ (45)  EPS attributable to FNF, Inc. common shareholders - basic  EPS attributable to FNF, Inc. common shareholders - diluted  FNF, Inc. weighted average shares - basic  273	Total non-GAAP adjustments before taxes	\$	77	\$ 60	\$	17
Pre-tax earnings (loss) \$ 402 \$ 464 \$ (62) Income tax expense (benefit) 53 69 (16) Earnings from equity investments 3 2 1 Non-controlling interests 4 4 4 —  Net earnings (loss) attributable to FNF, Inc. common shareholders \$ 348 \$ 393 \$ (45)  EPS attributable to FNF, Inc. common shareholders - basic \$ 1.27  EPS attributable to FNF, Inc. common shareholders - diluted \$ 1.25	Adjusted pre-tax earnings (loss)	\$	479	\$ 524	\$	(45)
Income tax expense (benefit)  Earnings from equity investments  3 2 1  Non-controlling interests  4 4 4 —  Net earnings (loss) attributable to FNF, Inc. common shareholders  \$ 348 \$ 393 \$ (45)  EPS attributable to FNF, Inc. common shareholders - basic  EPS attributable to FNF, Inc. common shareholders - diluted  \$ 1.27  EPS attributable to FNF, Inc. common shareholders - diluted  \$ 273	Adjusted pre-tax margin		12.5%	14.7%		_
Earnings from equity investments  Non-controlling interests  A 4 4 4 —  Net earnings (loss) attributable to FNF, Inc. common shareholders  S 348 \$ 393 \$ (45)  EPS attributable to FNF, Inc. common shareholders - basic  EPS attributable to FNF, Inc. common shareholders - diluted  FNF, Inc. weighted average shares - basic  273	Pre-tax earnings (loss)	\$	402	\$ 464	\$	(62)
Non-controlling interests  4 4 4  Net earnings (loss) attributable to FNF, Inc. common shareholders  EPS attributable to FNF, Inc. common shareholders - basic  EPS attributable to FNF, Inc. common shareholders - diluted  \$ 1.27  FNF, Inc. weighted average shares - basic  273	Income tax expense (benefit)		53	69		(16)
Net earnings (loss) attributable to FNF, Inc. common shareholders \$ 348 \$ 393 \$ (45)  EPS attributable to FNF, Inc. common shareholders - basic \$ 1.27  EPS attributable to FNF, Inc. common shareholders - diluted \$ 1.25  FNF, Inc. weighted average shares - basic 273	Earnings from equity investments		3	2		1
EPS attributable to FNF, Inc. common shareholders - basic \$ 1.27  EPS attributable to FNF, Inc. common shareholders - diluted \$ 1.25  FNF, Inc. weighted average shares - basic 273	Non-controlling interests		4	4		_
EPS attributable to FNF, Inc. common shareholders - diluted \$ 1.25  FNF, Inc. weighted average shares - basic 273	Net earnings (loss) attributable to FNF, Inc. common shareholders	\$	348	\$ 393	\$	(45)
FNF, Inc. weighted average shares - basic 273	EPS attributable to FNF, Inc. common shareholders - basic	\$	1.27			
	EPS attributable to FNF, Inc. common shareholders - diluted	\$	1.25			
	FNF, Inc. weighted average shares - basic		273			
	FNF, Inc. weighted average shares - diluted		279			

(In millions, except order information in thousands)  $(\mbox{Unaudited})$ 

Six Months Ended				Cor	porate and
June 30, 2018	Cons	olidated	Title		Other
Net earnings (loss) attributable to FNF, Inc. common shareholders	\$	348	\$ 393	\$	(45)
Total non-GAAP, pre-tax adjustments	\$	77	\$ 60	\$	17
Income taxes on non-GAAP adjustments		(17)	(13)		(4)
Noncontrolling interest on non-GAAP adjustments		(6)	(6)		_
Change in tax estimate		(45)	(45)		_
Total non-GAAP adjustments	\$	9	\$ (4)	\$	13
Adjusted net earnings (loss) attributable to FNF, Inc. common shareholders	\$	357	\$ 389	\$	(32)
Adjusted EPS attributable to FNF, Inc. common shareholders - diluted	\$	1.28			
Direct orders opened (000's)		983	983		
Direct orders closed (000's)		675	675		
Fee per file	\$	2,470	\$ 2,470		
Actual title claims paid	\$	110	\$ 110		
Cash flows provided by operations	\$	350			

(In millions, except order information in thousands)  $(\mbox{Unaudited})$ 

Six months ended June 30, 2017	Con	solidated	Title	Corporate and Other		
Direct title premiums	\$	1,040	\$ 1,040	\$	_	
Agency title premiums		1,309	1,309		_	
Escrow, title related and other fees		1,291	1,071		220	
Total title and escrow		3,640	3,420		220	
Interest and investment income		61	61		_	
Realized gains and losses, net		1	 6		(5)	
Total revenue		3,702	3,487		215	
Personnel costs		1,195	1,150		45	
Agent commissions		1,004	1,004		_	
Other operating expenses		868	694		174	
Depreciation and amortization		87	77		10	
Claim loss expense		117	117		_	
Interest expense		29	_		29	
Total expenses		3,300	3,042		258	
Pre-tax earnings (loss) from continuing operations	\$	402	\$ 445	\$	(43)	
Non-GAAP adjustments before taxes						
Realized (gains) and losses, net		(1)	(6)		5	
Purchase price amortization		53	45		8	
Management fee		1	1		_	
Spin-off costs		2	_		2	
Total non-GAAP adjustments before taxes	\$	55	\$ 40	\$	15	
Adjusted pre-tax earnings (loss) from continuing operations	\$	457	\$ 485	\$	(28)	
Adjusted pre-tax margin from continuing operations		12.3%	13.9%		_	
Pre-tax earnings (loss) from continuing operations	\$	402	\$ 445	\$	(43)	
Income tax expense (benefit)		170	192		(22)	
Earnings from equity investments		4	4		_	
Earnings from discontinued operations, net of tax		147	_		147	
Non-controlling interests		15	(1)		16	
Net earnings attributable to FNF, Inc. common shareholders	\$	368	\$ 258	\$	110	
Net earnings attributable to FNFV Group common shareholders	\$	122	\$ _	\$	122	
Net earnings (loss) attributable to FNF Group common shareholders	\$	246	\$ 258	\$	(12)	
Net earnings (loss) from continuing operations attributable to FNF, Inc. common shareholders	\$	237	\$ 258	\$	(21)	
EPS attributable to FNF, Inc. common shareholders - basic	\$	0.91				
EPS attributable to FNF, Inc. common shareholders - diluted	\$	0.88				
EPS from continuing operations attributable to FNF, Inc. common shareholders - diluted	\$	0.85				
FNF, Inc. weighted average shares - basic		271				
FNF, Inc. weighted average shares - diluted		278				

(In millions, except order information in thousands)  $(\mbox{Unaudited})$ 

Six months ended June 30, 2017	Cov	nsolidated		Title	C	Corporate and Other
Net earnings attributable to FNF, Inc. common shareholders	\$	368	\$	258	\$	110
rece currings accribatione to 1111, inc. common shareholders	Ψ	500	Ψ	250	Ψ	110
Earnings from discontinued operations, net of tax		147		_		147
Non-controlling interests of discontinued operations		16		_		16
Net earnings (loss) from continuing operations attributable to FNF, Inc. common shareholders		237	\$	258	\$	(21)
Total non CAAD ave toy adjustments	\$	55	\$	40	\$	15
Total non-GAAP, pre-tax adjustments	Þ		Ф		Ф	_
Income taxes on non-GAAP adjustments		(19)		(13)		(6)
Noncontrolling interest on non-GAAP adjustments		(7)		(7)	_	_
Nondeductible income taxes on litigation and regulatory settlements		21		21	\$	_
Total non-GAAP adjustments	\$	50	\$	41	\$	9
Adjusted net earnings (loss) from continuing operations attributable to FNF, Inc. common shareholders	\$	287	\$	299	\$	(12)
Adjusted EPS from continuing operations attributable to FNF, Inc. common shareholders - diluted	\$	1.03				
Direct orders opened (000's)		996		996		
Direct orders closed (000's)		704		704		
Fee per file	\$	2,295	\$	2,295		
Actual title claims paid	\$	108	\$	108		
Cash flows provided by operations	\$	291				
Cash flows provided by operations attributable to FNF Group	\$	389				
Cash flows used in operations attributable to FNFV Group	\$	(98)				

# FIDELITY NATIONAL FINANCIAL, INC. QUARTERLY OPERATING STATISTICS

(Unaudited)

	(	Q2 2018	(	Q1 2018	Q4 2017	Q3 2017	Q2 2017	(	Q1 2017	Q4 2016	(	Q3 2016
Quarterly Open Orders ('000's except % data)												
Total open orders*		505		478	445	501	524		472	474		616
Total open orders per day*		7.9		7.7	7.2	8.0	8.2		7.6	7.6		9.6
Purchase % of open orders		71%		66%	60%	62%	66%		64%	53%		50%
Refinance % of open orders		29%		34%	40%	38%	34%		36%	47%		50%
Total closed orders*		362		313	357	367	370		334	419		433
Total closed orders per day*		5.7		5.0	5.8	5.8	5.8		5.4	6.8		6.8
Purchase % of closed orders		71%		62%	61%	65%	67%		58%	51%		54%
Refinance % of closed orders		29%		38%	39%	35%	33%		42%	49%		46%
Commercial (millions, except orders in '000's)												
Total commercial revenue	\$	276	\$	230	\$ 288	\$ 250	\$ 261	\$	224	\$ 285	\$	233
Total commercial open orders		54.2		52.8	46.3	48.3	50.8		49.4	45.9		50.4
Total commercial closed orders		35.1		31.5	33.2	33.4	33.6		30.0	34.7		31.9
National commercial revenue	\$	147	\$	122	\$ 165	\$ 138	\$ 148	\$	127	\$ 167	\$	130
National commercial open orders		23.0		21.1	19.0	19.9	22.0		21.1	17.9		20.4
National commercial closed orders		12.9		11.2	12.1	13.1	13.3		11.2	12.8		11.7
<u>Total Fee Per File</u>												
Fee per file	\$	2,579	\$	2,344	\$ 2,425	\$ 2,368	\$ 2,428	\$	2,148	\$ 2,091	\$	2,015
Residential and local commercial fee per file	\$	2,253	\$	2,027	\$ 2,032	\$ 2,066	\$ 2,104	\$	1,829	\$ 1,746	\$	1,762
Residential fee per file	\$	2,012	\$	1,789	\$ 1,784	\$ 1,856	\$ 1,895	\$	1,623	\$ 1,538	\$	1,594
Total commercial fee per file	\$	7,900	\$	7,300	\$ 8,700	\$ 7,500	\$ 7,800	\$	7,500	\$ 8,200	\$	7,300
National commercial fee per file	\$	11,400	\$	10,900	\$ 13,600	\$ 10,500	\$ 11,100	\$	11,300	\$ 13,000	\$	11,100
Total Staffing												
Total field operations employees		11,000		10,900	11,200	11,700	11,300		11,000	11,100		11,400

<sup>\*</sup> Includes an immaterial number of non-purchase and non-refinance orders

# FIDELITY NATIONAL FINANCIAL, INC. SUMMARY BALANCE SHEET INFORMATION

(In millions)

	FNF, Inc. June 30, 2018		FNF, Inc. December 31, 2017	
	(Unaudited)		(Unaudited)	
Cash and investment portfolio	\$ 4,597		\$	4,481
Goodwill	2,764			2,746
Title plant	398			398
Total assets	9,254			9,151
Notes payable	734			759
Reserve for title claim losses	1,487			1,490
Secured trust deposits	897			830
Redeemable non-controlling interests	344			344
Non-redeemable non-controlling interests	26			20
Total equity and non-controlling interests	4,973			4,811
Total equity attributable to common shareholders	4,603			4,447