



December 30, 2013

## **Fidelity National Financial, Inc. Announces Exchange Ratio of 0.28742 With Respect to its Acquisition of Lender Processing Services; Total Consideration of \$37.14 per Share**

Jacksonville, Fla. -- (December 30, 2013) -- Fidelity National Financial, Inc. (NYSE:FNF), a leading provider of title insurance and transaction services to the real estate and mortgage industries, today announced an Exchange Ratio of 0.28742 with respect to its acquisition of Lender Processing Services, Inc. (NYSE:LPS). This Exchange Ratio was based on an average FNF common stock price of \$31.459 which, as required under the merger agreement, was calculated based on the average of the volume weighted averages of the trading prices of FNF common stock on the New York Stock Exchange on each of the ten consecutive trading days ending on, and including, the trading day that was three days prior to the closing date of the transaction. Closing of the LPS acquisition is scheduled to occur on January 2, 2014.

The total consideration that will be paid for a share of LPS common stock will be approximately \$37.14, consisting of \$28.10 in cash and \$9.04 in FNF common stock, with the value of the stock component calculated as the product of the average FNF common stock price of \$31.459 and the Exchange Ratio of 0.28742. FNF will issue approximately 25.9 million shares of its common stock to LPS stockholders as the stock component of the total consideration.

### **About FNF**

Fidelity National Financial, Inc. (NYSE:FNF), is a leading provider of title insurance, mortgage services and diversified services. FNF is the nation's largest title insurance company through its title insurance underwriters - Fidelity National Title, Chicago Title, Commonwealth Land Title and Alamo Title - that collectively issue more title insurance policies than any other title company in the United States. FNF also owns a 55% stake in American Blue Ribbon Holdings, LLC, a restaurant owner and operator of the O'Charley's, Ninety Nine Restaurant, Max & Erma's, Village Inn, Bakers Square and Stoney River Legendary Steaks concepts. In addition, FNF also owns a 51% stake in Remy International, Inc., a leading designer, manufacturer, remanufacturer, marketer and distributor of aftermarket and original equipment electrical components for automobiles, light trucks, heavy-duty trucks and other vehicles. FNF also owns a minority interest in Ceridian Corporation, a leading provider of global human capital management and payment solutions. More information about FNF can be found at [www.fnf.com](http://www.fnf.com).

### **Forward-Looking Statements**

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, acquisitions in lines of business that will not necessarily be limited to our traditional areas of focus, or difficulties in integrating acquisitions; 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; and other risks detailed in the "Statement Regarding Forward-Looking Information," "Risk Factors" and other sections of the Company's Form 10-K and other filings with the Securities and Exchange Commission.

SOURCE: Fidelity National Financial, Inc.

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