FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL         |           |  |  |  |  |  |  |  |  |
|----------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number:          | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average bu | ırden     |  |  |  |  |  |  |  |  |

0.5

hours per response:

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

| 1. Name and Address of Reporting Person <sup>*</sup> <u>Gravelle Michael L</u> |  |  |         |                 |        | 2. Issuer Name <b>and</b> Ticker or Trading Symbol Fidelity National Financial, Inc. [FNF] |   |                    |  |                             |           |   |        | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify                    |  |  |   |  |   |
|--|--|--|---------|-----------------|--------|--|---|--------------------|--|-----------------------------|-----------|---|--------|--|--|--|---|--|---|
| (Last) (First) (Middle) 601 RIVERSIDE AVENUE                                   |  |  |         |                 |        | 3. Date of Earliest Transaction (Month/Day/Year) 12/22/2009                                |   |                    |  |                             |           |   |        | X Officer (give title Other (specify below)  Executive Vice President  |  |  |   |  | cury  |
| (Street)  JACKSONVILLE FL 32204  (City) (State) (Zip)                          |  |  |         |                 | 4. If  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                   |   |                    |  |                             |           |   |        | Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person |  |  |   |  |   |
|  |  | Tabl                                       | e I - N | lon-Deriv       | ative/ | Sec  | uritie  | s Ac               | quire  | d, Di                       | isposed o | f, or B   | enefic | ally Own   | ed   |  |   |  |   |
| 1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/N              |  |  |         | Execution Date, |        | ·  |   |                    | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 an<br>5) |                             |           | Beneficially<br>Owned Following   |        | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4)  |  | 7. Nature of Indirect Beneficial Ownership |   |  |   |
|  |  |  |         |                 |        |  |   |                    | Code   | v                           | Amount    | (A) or<br>(D)   | Price  | Reported<br>Transactio<br>(Instr. 3 ar   |  |  |   | (Instr. 4)                                       | ,   |
| Common Stock 12/22/200   |  |  |         | 009             | 19     |  | F   |                    | 1,751  | D                           | \$13.7    | 65,1  | 65,148 |  | D  |  |   |  |   |
| Common Stock   |  |  |         |                 |        |  |   |                    |  |                             |           |   | 2,951. | 2,951.8986   |  | I  |   | Reporting<br>Person's<br>ESPP/401(k)<br>accounts |   |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |         |                 |        |  |   |                    |  |                             |           |   |        |  |  |  |   |  |   |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                            | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | Exercise (Month/Day/Year) ice of erivative |         |                 |        | action<br>Instr.   | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |                    | Expira   | e Exer<br>ation D<br>h/Day/ |           | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |        | 8. Price of<br>Derivative<br>Security<br>(Instr. 5)  | 9. Numb<br>derivati<br>Securiti<br>Benefic<br>Owned<br>Followii<br>Reporte<br>Transac<br>(Instr. 4 | ve<br>ies<br>ially<br>ng<br>ed<br>ction(s) | 10.<br>Ownersi<br>Form:<br>Direct (I<br>or Indire<br>(I) (Instr | nip of In<br>Ber<br>O) Ow<br>ct (Ins             | . Nature<br>Indirect<br>neficial<br>vnership<br>str. 4) |
|  |  | Code                                       | v       | (A)             | (D)    | Date<br>Exerc  | isable  | Expiration<br>Date | Title  | of<br>Shares                |           |   |        |  |  |  |   |  |   |

Explanation of Responses:

Remarks:

Michael L. Gravelle

12/23/2009

\*\* 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).