SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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1. Name and A Massey R	ddress of Reporting I	Person*	2. Issuer Name and Ticker or Trading Symbol Fidelity National Financial, Inc. [FNF]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>Ividssey R</u>			, L _]	X	Director	10% Owner			
(Last) 601 RIVER	(First) SIDE AVENUE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/28/2018		Officer (give title below)	Other (specify below)			
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	6. Individual or Joint/Group Filing (Check Applicable				
(Street)				Line)	1 '				
JACKSON	VILLE FL	L 32204		X	Form filed by One Reporting Person				
					Form filed by More than One Reporting Person				
(City)	(State)	(Zip)							
		Table I - Non-De	rivative Securities Acquired, Disposed of, or Ben	eficially	Owned				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)				4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)

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

			(0.9.)	ραιο,	ounc	, main	unc	, options,	oonvera		macoj				
1. Title of 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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/\	ate	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 Transaction(s) (Instr. 4)	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				
FNF Group Phantom Stock ⁽¹⁾	(2)	09/28/2018		A		56.597		(3)	(3)	FNF Group Common Stock	56.597	\$39.35	7,480.2316	D	

Explanation of Responses:

1. Phantom stock acquired by the reporting person pursuant to the Deferred Compensation Plan.

2. Each share of phantom stock is the economic equivalent of one share of FNF common stock.

3. Shares of phantom stock are payable in cash following the reporting person's termination of service as a director.

/s/ Colleen E. Haley, as

attorney-in-fact

10/02/2018

** 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.

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