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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	Address of Reporting I <mark>Richard N</mark>	Person*	2. Issuer Name and Ticker or Trading Symbol <u>Fidelity National Financial, Inc.</u> [FNF]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) 601 RIVEI	(First) RSIDE AVENUE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/30/2019	Officer (give title Other (specify below) below)				
(Street) JACKSONVILLE FL 32204		32204	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)		fi de lle Querre d				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								

4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 6. Ownership 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 7. Nature 3 Form: Direct (D) or Indirect of Indirect Beneficial Execution Date, Transaction Securities Beneficially Date (Month/Day/Year) 5) Code (Instr. if any (Month/Day/Year) 8) **Owned Following** (I) (Instr. 4) Ownership (Instr. 4) Reported (A) or (D) Transaction(s) Code v Amount Price (Instr. 3 and 4)

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

	(
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)	Transaction Code (Instr. 8) (of		6. Date Exercisable and Expiration Date (Month/Day/Year)		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 Phantom Stock ⁽¹⁾	(2)	09/30/2019		A		53.575		(3)	(3)	Common Stock	53.575	\$44.41	7,728.5828	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

10/02/2019

Date

** Signature of Reporting Person

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.