The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 13F

## FORM 13F COVER PAGE

OMB APPROVAL **OMB** 3235-Number: 0006 Oct 31, **Expires:** 2018 Estimated average burden hours per

response:

23.8

Report for the Calendar Year or Quarter Ended: 12-31-2013 Check here if Amendment Amendment Number: This Amendment (Check only one.): is a restatement.

adds new holdings entries.

Institutional Investment Manager Filing this Report: Fidelity National Financial, Inc. Name:

Address: 601 Riverside Avenue

Jacksonville, FL 32204

Form 13F File

028-11785

Number:

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Michael L. Gravelle Name:

Title: EVP, General Counsel and Corporate Secretary

Phone: 904-854-8100 Signature, Place, and Date of Signing:

/s/ Michael L. Gravelle Jacksonville, FL 03-03-2014 [Signature] [City, State] [Date]

Report Type (Check only one.):

X 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).) 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 0 Form 13F Information Table Entry 16 Total:

Form 13F Information Table Value

134,801

Total:

(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

**NONE** 

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The reader should not assume that the information is accurate and complete.

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 13F

## FORM 13F INFORMATION TABLE

OMB APPROVAL

OMB Number: 3235-0006

Expires:

Oct 31, 2018

Estimated average

burden

hours per response:

23.8

COLUMN 1	COLUMN COLUMN 2 3		COLUMN 4	N COLUMN 5			COLUMN 6	COLUMN 7	COLUMN 8		
			VALUE	SHRS OR	SH/	PUT/	INVESTMENT	OTHER	VOTING	AUTHORI	ГΥ
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(x\$1000)	PRN AMT	PRN	CALL	DISCRETION	MANAGER	SOLE	SHARED	NONE
Altria Group Inc	COM	02209S103	2,879	75,000	SH		SOLE		75,000	0	0
Atlas Pipeline Partners LP	COM	049392103	6,572	187,500	SH		SOLE		187,500	0	0
Conoco Phillips	COM	20825C104	6,592	93,300	SH		SOLE		93,300	0	0
Dow Chem Co	COM	260542103	1,384	31,177	SH		SOLE		31,177	0	0
Fidelity National Information Services	СОМ	31620M106	69,991	1,303,860	SH		SOLE		1,303,860	0	0
General Mills Inc	COM	370334104	1,311	26,261	SH		SOLE		26,261	0	0
Illinois Tool Works Inc	COM	452308109	1,589	18,893	SH		SOLE		18,893	0	0
International Paper	COM	460146103	1,542	31,456	SH		SOLE		31,456	0	0
Johnson & Johnson	COM	478160104	8,838	96,500	SH		SOLE		96,500	0	0
Linn Energy, LLC	СОМ	536020100	6,460	209,800	SH		SOLE		209,800	0	0
McDonalds Corporation	COM	580135101	994	10,244	SH		SOLE		10,244	0	0
Phillips 66	COM	718546104	3,598	46,650	SH		SOLE		46,650	0	0
Proctor & Gamble Company	СОМ	742718109	7,970	97,900	SH		SOLE		97,900	0	0
Reynolds American Inc	СОМ	761713106	3,759	75,200	SH		SOLE		75,200	0	0
TC Pipelines LP	СОМ	87233Q108	6,732	139,000	SH		SOLE		139,000	0	0
Williams Companies	COM	969457100	4,590	119,000	SH		SOLE		119,000	0	0