SEC Form 4

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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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burder hours per response: 0.5

	or Section 30(h) of the Investment Company Act of 1940				
erson*	2. Issuer Name and Ticker or Trading Symbol <u>Fidelity National Financial, Inc.</u> [FNF]	(Check	all applicable)	erson(s) to Issuer 10% Owner Other (specify	
(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/11/2019		below) below) Chief Operating Officer		
32204 (Zin)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filing (Check Applical Form filed by One Reporting Person Form filed by More than One Reporting Person		
	(Middle)	errson* 2. Issuer Name and Ticker or Trading Symbol Fidelity National Financial, Inc. [FNF] (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 09/11/2019 4. If Amendment, Date of Original Filed (Month/Day/Year) 32204	erson* 2. Issuer Name and Ticker or Trading Symbol 5. Relation Fidelity National Financial, Inc. [FNF] 3. Date of Earliest Transaction (Month/Day/Year) X (Middle) 3. Date of Earliest Transaction (Month/Day/Year) X 32204 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Indiv	erson* 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Put (Check all applicable) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 5. Relationship of Reporting Put (Check all applicable) 3. Date of Earliest Transaction (Month/Day/Year) 09/11/2019 5. Relationship of Reporting Put (Check all applicable) 32204 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Fili X Form filed by One Reporting Put (Deck all applicable) 7. Second Put (Deck all applicable) 32204 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Fili	

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	09/11/2019		М		70,000	A	\$17.76	182,814.214	D	
Common Stock	09/11/2019		S		70,000	D	\$44.15(1)	112,814.214	D	
Common Stock	09/12/2019		М		38,363	A	\$21.84	151,177.214	D	
Common Stock	09/12/2019		S		38,363	D	\$44.291 ⁽²⁾	112,814.214 ⁽³⁾	D	
Common Stock								465.69	I	FNF 401(k) account
Common Stock								502,576.135	I	Jewkes Family Trust

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)	4. Transa Code (8)				6. Date Exerc Expiration Da (Month/Day/Y	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 Stock Option (right To Purchase)	\$17.76	09/11/2019		М			70,000	11/21/2014	11/21/2020	Common Stock	70,000	\$0	0	D	
FNF Group Stock Option (right To Purchase)	\$21.84	09/12/2019		М			38,363	11/03/2015	11/03/2021	Common Stock	38,363	\$0	51,785	D	

Explanation of Responses:

1. This transaction was executed in multiple trades at prices ranging from \$44.00 to \$44.47. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer, full information regarding the shares sold at each separate price.

2. This transaction was executed in multiple trades at prices ranging from \$44.25 to \$44.36. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer, full information regarding the shares sold at each separate price.

3. Amount adjusted to reflect shares acquired under the registrant's Employee Stock Purchase Plan.

<u>/s/ Colleen E. Haley, as</u> <u>attorney-in-fact</u>

09/13/2019

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.