# United States SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# FORM 8-K

**Current Report** 

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 Date of Report (date of earliest event reported):

October 29, 2019

# **Fidelity National Financial, Inc.**

(Exact name of Registrant as Specified in its Charter) 001-32630

(Commission File Number)

Delaware

16-1725106

(State or Other Jurisdiction of Incorporation or Organization)

(IRS Employer Identification Number)

601 Riverside Avenue Jacksonville, Florida 32204 (Addresses of Principal Executive Offices) (904) 854-8100 (Registrant's Telephone Number, Including Area Code) (Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Dere-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<b>Title of Each Class</b>	Trading Symbol	Name of Each Exchange on Which Registered
FNF Common Stock, \$0.0001 par value	FNF	New York Stock Exchange
5.50% Notes due September 2022	FNF22	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company  $\Box$ 

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

### Item 2.02. Results of Operations and Financial Condition

On October 29, 2019, Fidelity National Financial, Inc. (the "Company", "FNF") issued an earnings release announcing its financial results for the Third Quarter of 2019. The information in this Current Report is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

A copy of the FNF earnings release is attached as Exhibit 99.1.

#### Item 9.01. Financial Statements and Exhibits

#### (d) Exhibits

Exhibit	Description
 99.1	Press release announcing FNF Third Quarter 2019 Earnings

101 Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.

#### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

## Fidelity National Financial, Inc.

Date: October 30, 2019

By: /s/ Anthony J. Park

Name:Anthony J. ParkTitle:Chief Financial Officer



# **PRESS RELEASE**

#### FNF Reports Third Quarter 2019 Diluted EPS of \$0.90 and Adjusted Diluted EPS of \$1.10, Pre-Tax Title Margin of 17.7% and Adjusted Pre-Tax Title Margin of 18.6%

Jacksonville, Fla. - (October 29, 2019) - Fidelity National Financial, Inc. (NYSE:FNF), a leading provider of title insurance and transaction services to the real estate and mortgage industries, today reported operating results for the three and nine-month periods ended September 30, 2019.

- Total revenue of approximately \$2.2 billion in the third quarter versus \$2.1 billion in the third quarter of 2018
- Third quarter net earnings of \$250 million and adjusted net earnings of \$304 million versus net earnings of \$236 million and adjusted net earnings of \$218 million for the third quarter of 2018
- Third quarter diluted EPS of \$0.90 and adjusted diluted EPS of \$1.10 versus diluted EPS of \$0.85 and adjusted diluted EPS of \$0.78 in the third quarter of 2018
- Realized gains were \$4 million in the third quarter versus realized gains of \$50 million in the third quarter of 2018, primarily due to the adoption of a new accounting standard in 2018 that requires mark to market accounting treatment of equity and preferred stock securities and recognition of the related changes in fair value in realized gains and losses, whether the securities were disposed of in the quarter or continue to be held in our investment portfolio

#### <u>Title</u>

- Total revenue of approximately \$2.2 billion versus approximately \$1.9 billion in total revenue in the third quarter of 2018
- Pre-tax earnings of \$389 million and adjusted pre-tax earnings of \$407 million versus pre-tax earnings of \$311 million and adjusted pre-tax earnings of \$299 million in the third quarter of 2018
- Pre-tax title margin of 17.7% and adjusted pre-tax title margin of 18.6% versus pre-tax title margin of 16.0% and adjusted pre-tax title margin of 15.7% in the third quarter of 2018
- Third quarter purchase orders opened increased 0.7% on a daily basis and purchase orders closed decreased 1.6% on a daily basis versus the third quarter of 2018
- Total commercial revenue of \$301 million, a 9% increase versus total commercial revenue in the third quarter of 2018, driven by a 17% increase in closed orders somewhat offset by a 6% decrease in total commercial fee per file; third quarter total commercial orders opened increased 15% compared to the prior year
- Overall third quarter average fee per file of \$2,459, a 6% decrease versus the third quarter of 2018

## **Title Orders**

Month	•	Direct Orders Opened * / (% Purchase)		Closed * se)
July 2019	192,000	56%	134,000	59%
August 2019	214,000	48%	137,000	56%
September 2019	186,000	51%	138,000	51%
Third Quarter 2019	592,000	52%	409,000	55%

	Direct Orders O	Direct Orders Opened *		losed *		
Month	/ (% Purcha	/ (% Purchase)		/ (% Purchase)		ase)
July 2018	158,000	70%	116,000	71%		
August 2018	165,000	69%	123,000	71%		
September 2018	133,000	69%	100,000	70%		
	456,000	600/	220,000	71.0/		
Third Quarter 2018	456,000	69%	339,000	71%		

\* Includes an immaterial number of non-purchase and non-refinance orders

	Open	Closed	Commercial	
	Commercial	Commercial	Revenue	Commercial
	Orders	Orders	(In millions)	Fee Per File
Third Quarter 2019 - Total Commercial	56,000	36,400	\$301	\$8,300
Third Quarter 2018 - Total Commercial	48,900	31,200	\$276	\$8,800

"During the third quarter, we experienced continued strong performance from our title business," said Chairman William P. Foley, II. "We generated adjusted pre-tax title earnings of \$407 million and an 18.6% adjusted pre-tax title margin, both of which represent record quarterly results dating back sixteen years to the third quarter of 2003. Looking ahead, purchase orders opened increased by 0.7% on a daily basis versus the third quarter of 2018, a sequential improvement from the 2% decrease in the second quarter of 2019, compared to the prior year. Refinance orders opened increased by nearly 114% on a daily basis versus the third quarter of 2018, as the decline in mortgage rates continues to drive strong refinance volumes. Lastly, total commercial orders opened increased by 15% over the third quarter of 2018. With another strong quarter of refinance orders opened, and the continued strength in commercial orders opened, we are well positioned to continue producing strong title business results through the end of 2019."

Mr. Foley concluded, "As announced in September, we agreed to terminate our proposed merger with Stewart Information Services given insurmountable regulatory hurdles. Looking forward, we remain committed to creating meaningful, long-term value for our shareholders and are in the process of reviewing our capital allocation strategy. Our priorities for capital continue to be focused on share repurchases, consistent dividend growth over time, and strategic M&A that enhances the growth profile and diversification of the Company."

#### **Conference Call**

We will host a call with investors and analysts to discuss third quarter 2019 FNF results on Wednesday, October 30, 2019, beginning at 12:00 p.m. Eastern Time. A live webcast of the conference call will be available on the Events and Multimedia page of the FNF Investor Relations website at fnf.com. The conference call replay will be available via webcast through the FNF Investor Relations website at fnf.com. The telephone replay will be available from 2:00 p.m. Eastern Time on October 30, 2019, through November 6, 2019, by dialing 800-475-6701 (USA) or 320-365-3844 (International). The access code will be 472566.

#### About Fidelity National Financial, Inc.

Fidelity National Financial, Inc. (NYSE: FNF) is a leading provider of title insurance and transaction services to the real estate and mortgage industries. FNF is the nation's largest title insurance company through its title insurance underwriters - Fidelity National Title, Chicago Title, Commonwealth Land Title, Alamo Title and National Title of New York - that collectively issue more title insurance policies than any other title company in the United States. More information about FNF can be found at fnf.com.

#### **Use of Non-GAAP Financial Information**

Generally Accepted Accounting Principles (GAAP) is the term used to refer to the standard framework of guidelines for financial accounting. GAAP includes the standards, conventions, and rules accountants follow in recording and summarizing transactions and in the preparation of financial statements. In addition to reporting financial results in accordance with GAAP, FNF has provided non-GAAP financial measures, which it believes are useful to help investors better understand its financial performance, competitive position and prospects for the future. These non-GAAP measures include adjusted pre-tax earnings, adjusted pre-tax earnings, and adjusted pre-tax earnings, and adjusted EPS.

Any non-GAAP measures should be considered in context with the GAAP financial presentation and should not be considered in isolation or as a substitute for GAAP net earnings. Further, FNF's non-GAAP measures may be calculated differently from similarly titled measures of other companies. Reconciliations of these non-GAAP measures to related GAAP measures are provided below.

#### Forward-Looking Statements and Risk Factors

This press release contains forward-looking statements that involve a number of risks and uncertainties. Statements that are not historical facts, including statements regarding our expectations, hopes, intentions or strategies regarding the future are forward-looking statements. Forward-looking statements are based on management's beliefs, as well as assumptions made by,

and information currently available to, management. Because such statements are based on expectations as to future financial and operating results and are not statements of fact, actual results may differ materially from those projected. We undertake no obligation to update any forward-looking statements, whether as a result of new information, future events or otherwise. The risks and uncertainties which forward-looking statements are subject to include, but are not limited to: changes in general economic, business and political conditions, including changes in the financial markets; weakness or adverse changes in the level of real estate activity, which may be caused by, among other things, high or increasing interest rates, a limited supply of mortgage funding or a weak U. S. economy; our potential inability to find suitable acquisition candidates; our dependence on distributions from our title insurance underwriters as a main source of cash flow; significant competition that our operating subsidiaries face; compliance with extensive government regulation of our operating subsidiaries; and other risks detailed in the "Statement Regarding Forward-Looking Information," "Risk Factors" and other sections of FNF's Form 10-K and other filings with the Securities and Exchange Commission ("SEC").

#### FNF-E

SOURCE: Fidelity National Financial, Inc. CONTACT: Jamie Lillis, Managing Director, Solebury Trout, 203-428-3223, jlillis@soleburytrout.com

Three Months Ended September 30, 2019	Con	solidated		Title	(	Corporate and Other
Direct title premiums	\$	660	\$	660	\$	_
Agency title premiums		827		827		
Escrow, title related and other fees		693		653		40
Total title and escrow		2,180		2,140		40
Interest and investment income		57		51		6
Realized gains and losses, net		4		3		1
Total revenue		2,241		2,194		47
Personnel costs		702		677		25
Agent commissions		630		630		—
Other operating expenses		473		393		80
Depreciation and amortization		44		38		6
Claim loss expense		67		67		
Interest expense		12	. <u> </u>			12
Total expenses		1,928		1,805		123
Pre-tax earnings (loss)	\$	313	\$	389	\$	(76)
Non-GAAP adjustments before taxes						
Realized (gains) and losses, net		(4)		(3)		(1)
Purchase price amortization		26		21		5
Transaction costs		52				52
Total non-GAAP adjustments before taxes	\$	74	\$	18	\$	56
Adjusted pre-tax earnings (loss)	\$	387	\$	407	\$	(20)
Adjusted pre-tax margin		17.3%		18.6%		—
Pre-tax earnings (loss)	\$	313	\$	389	\$	(76)
Income tax expense (benefit)		59		94		(35)
Earnings from equity investments		2		1		1
Non-controlling interests		6		5		1
Net earnings (loss) attributable to FNF, Inc. common shareholders	\$	250	\$	291	\$	(41)
EPS attributable to FNF, Inc. common shareholders - basic	\$	0.92				
EPS attributable to FNF, Inc. common shareholders - diluted	\$	0.90				
FNF, Inc. weighted average shares - basic		273				
FNF, Inc. weighted average shares - diluted		277				

Three Months Ended				С	Corporate and
September 30, 2019	Con	solidated	Title	Other	
Net earnings (loss) attributable to FNF, Inc. common shareholders	\$	250	\$ 291	\$	(41)
Total non-GAAP, pre-tax adjustments	\$	74	\$ 18	\$	56
Income taxes on non-GAAP adjustments		(17)	(4)		(13)
Noncontrolling interest on non-GAAP adjustments		(3)	(3)		
Total non-GAAP adjustments	\$	54	\$ 11	\$	43
Adjusted net earnings attributable to FNF, Inc. common shareholders	\$	304	\$ 302	\$	2
Adjusted EPS attributable to FNF, Inc. common shareholders - diluted	\$	1.10			
Direct orders opened (000's)		592	592		
Direct orders closed (000's)		409	409		
Fee per file	\$	2,459	\$ 2,459		
Actual title claims paid	\$	52	\$ 52		
Cash flows provided by operations	\$	328			

Three Months Ended September 30, 2018	Con	solidated	Title	Co	orporate and Other
Direct title premiums	\$	574	\$ 574	\$	_
Agency title premiums		722	722		_
Escrow, title related and other fees		<b>695</b>	567		128
Total title and escrow		1,991	 1,863		128
Interest and investment income		44	42		2
Realized gains and losses, net		50	40		10
Total revenue		2,085	 1,945		140
Personnel costs		654	619		35
Agent commissions		554	554		—
Other operating expenses		477	365		112
Depreciation and amortization		46	38		8
Claim loss expense		58	58		_
Interest expense		9	 		9
Total expenses		1,798	1,634		164
Pre-tax earnings (loss)	\$	287	\$ 311	\$	(24)
Non-GAAP adjustments before taxes					
Realized (gains) and losses, net		(50)	(40)		(10)
Purchase price amortization		27	22		5
Transaction costs		9	—		9
Sales tax contingency		6	6		_
Total non-GAAP adjustments before taxes	\$	(8)	\$ (12)	\$	4
Adjusted pre-tax earnings (loss)	\$	279	\$ 299	\$	(20)
Adjusted pre-tax margin		13.7%	15.7%		_
Pre-tax earnings (loss)	\$	287	\$ 311	\$	(24)
Income tax expense (benefit)		51	68		(17)
Earnings from equity investments		1	1		_
Non-controlling interests		1	3		(2)
Net earnings (loss) attributable to FNF, Inc. common shareholders	\$	236	\$ 241	\$	(5)
EPS attributable to FNF, Inc. common shareholders - basic	\$	0.86			
EPS attributable to FNF, Inc. common shareholders - diluted	\$	0.85			
FNF, Inc. weighted average shares - basic		273			
FNF, Inc. weighted average shares - diluted		278			

Three Months Ended				C	Corporate and
September 30, 2018	Con	solidated	Title	Other	
Net earnings (loss) attributable to FNF, Inc. common shareholders	\$	236	\$ 241	\$	(5)
Total non-GAAP, pre-tax adjustments	\$	(8)	\$ (12)	\$	4
Income taxes on non-GAAP adjustments		2	3		(1)
Noncontrolling interest on non-GAAP adjustments		(4)	(2)		(2)
Black Knight tax contingency		(8)			(8)
Total non-GAAP adjustments	\$	(18)	\$ (11)	\$	(7)
Adjusted net earnings (loss) attributable to FNF, Inc. common shareholders	\$	218	\$ 230	\$	(12)
Adjusted EPS attributable to FNF, Inc. common shareholders - diluted	\$	0.78			
Direct orders opened (000's)		456	456		
Direct orders closed (000's)		339	339		
Fee per file	\$	2,623	\$ 2,623		
Actual title claims paid	\$	55	\$ 55		
Cash flows provided by operations	\$	321			

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Direct tile premiums         \$         1,725         \$         1,725         \$         -           Agency tile related and other fees         1,832         2,133         - <t< th=""><th>Nine Months Ended September 30, 2019</th><th>Con</th><th>solidated</th><th></th><th>Title</th><th>С</th><th>orporate and Other</th></t<>	Nine Months Ended September 30, 2019	Con	solidated		Title	С	orporate and Other
Agency tile premiums       2,133       2,133          Excrow, tile related and other fees       1,892       1,747       145         Interest and investment income       170       153       177         Realized gains and losses, net       187       191       (4)         Total triburation       6,007       5,949       158         Personal costs       1,630       1,630          Quert commissions       1,630       1,630          Other operating expenses       1,226       1,081       445         Depreciation and amortization       132       115       117         Claim loss expense       36        36         Total expenses       36        36         Total expenses       36        36         Total expense       36        36         Total expenses       5       390       \$       1,048         Pre-tax carmings (loss)       \$       930       \$       1,048         Purchase price amortization       78       64       141         Total cone-GAAP adjustments before taxes       5       500       \$       162         Adjusted				\$		\$	
Escrow, title related and other fees       1,892       1,747       145         Total title and escrow       5,750       5,605       145         Interest and investment income       187       191       (4)         Realized gains and losses, net       187       191       (4)         Total revenue       6107       5,949       1,881       98         Agent commissions       1,630       1,630        0         Other operating expenses       1,226       1,081       145       117         Claim loss expense       174       174        36        36         Order operating expenses       5,177       4,881       226       168       168       169       266         Prectax carnings (loss)       \$ 930       \$ 1,068       \$ (138)        36         Non-GAAP adjustments before taxes       78       64       14       14        36         Non-GAAP adjustments before taxes       78       64       144       14        58       662       162       164       14       164       14       164       14       164       14       164       14       164       14       164 </td <td>-</td> <td>Ψ</td> <td></td> <td>Ψ</td> <td></td> <td>Ψ</td> <td>_</td>	-	Ψ		Ψ		Ψ	_
Total title and escrow       5,750       5,605       145         Interest and investment income       170       153       17         Realized gains and losses, net       197       191       (4)         Total title and excrow       6,107       5,949       158         Personnel costs       1,979       1,881       98         Agent commissions       1,630       1,630          Other operating expenses       1,226       1,081       145         Depreciation and amortization       132       115       17         Claim loss expense       36        36         Total expenses       36        36         Total expenses       36        36         Total expense       36        36         Total expense       36        36         Total expenses       5,177       4,881       296         Pre-tax earnings (loss)       \$       330       \$       1,068       \$       (138)         Non-GAAP adjustments before taxes       5       64       14       1        58        58       64       14       1        58							145
Realized gains and losses, net       187       191       (4)         Total revenue       6,107       5,949       158         Personnel costs       1,979       1,881       98         Agent commissions       1,630       1,630       1,630       -         Other operating expenses       1,226       1,081       145       5         Deprectation and amortization       132       115       17         Claim loss expense       174       174       -       -         Interest expense       366       -       36       -       36         Total expenses       5,177       4,881       296       296         Non-GAAP adjustments before taxes       8       30       \$       1,08       \$       (138)         Non-GAAP adjustments before taxes       8       -       58       -       58         Realized (gains) and losses, net       11       1       -       -       58         Other adjustments before taxes       5       500       5       76       76         Adjusted pre-tax carnings (loss)       \$       880       \$       942       \$       6(2)         Adjusted pre-tax carnings (loss)       \$       930				<b>.</b> . <u> </u>		<u> </u>	
Realized gains and losses, net       187       191       (4)         Total revenue       6,107       5,949       158         Personnel costs       1,979       1,881       98         Agent commissions       1,630       1,630       1,630       -         Other operating expenses       1,226       1,081       145       5         Deprectation and amortization       132       115       17         Claim loss expense       174       174       -       -         Interest expense       366       -       36       -       36         Total expenses       5,177       4,881       296       296         Non-GAAP adjustments before taxes       8       30       \$       1,08       \$       (138)         Non-GAAP adjustments before taxes       8       -       58       -       58         Realized (gains) and losses, net       11       1       -       -       58         Other adjustments before taxes       5       500       5       76       76         Adjusted pre-tax carnings (loss)       \$       880       \$       942       \$       6(2)         Adjusted pre-tax carnings (loss)       \$       930	Interest and investment income		170		153		17
Total revenue       6,107       5,949       158         Personnel costs       1,979       1,881       98         Agent commissions       1,630       1,630          Other operating expenses       1,226       1,081       145         Depreciation and amortization       132       115       117         Claim loss expense       174       174          Interest expense       36        36         Total expenses       5,177       4,881       226         Pre-tax earnings (loss)       \$ 930       \$ 1,068       \$ (138)         Non-GAAP adjustments before taxes       restauction costs       58        58         Other adjustments before taxes       5       (50)       \$ (126)       \$ 76         Adjusted pre-tax earnings (loss)       \$ 880       \$ 942       \$ (62)         Adjusted pre-tax earnings (loss)       \$ 930       \$ 1,068       \$ (138)         Income tax expense (benefit)       210       260       (50)         EPS attributable to FNF, Inc. common shareholders       \$ 722       8 809       \$ (138)         Income tax expense (benefit)       10       10          Ret armings (loss) attributable to FNF, In			187		191		(4)
Agent commissions       1.630       1.630       —         Other operating expenses       1.226       1.081       1.455         Depreciation and amortization       1.32       1.15       1.7         Claim loss expense       1.74       1.74       —         Interest expense       36       —       36         Total expenses       5.177       4.881       296         Pre-tax earnings (loss)       \$ 930       \$ 1.068       \$ (138)         Non-GAAP adjustments before taxes       —       36       14         Purchase price amortization       78       64       14         Purchase price amortization       78       64       14         Transaction costs       58       —       58         Other adjustments before taxes       1       1       —         Total on-GAAP adjustments before taxes       5       (50)       5       (126)       5       76         Adjusted pre-tax earnings (loss)       \$ 880       \$ 942       \$ (62)       (50)       1.068       \$ (138)         Income tax expense (benefit)       210       260       (50)       (50)       [50]       [50]       [50]       [50]       [50]       [50]       [50]	-		6,107		5,949	<u></u>	
Agent commissions       1.630       1.630       —         Other operating expenses       1.226       1.081       1.455         Depreciation and amortization       1.32       1.15       1.7         Claim loss expense       1.74       1.74       —         Interest expense       36       —       36         Total expenses       5.177       4.881       296         Pre-tax earnings (loss)       \$ 930       \$ 1.068       \$ (138)         Non-GAAP adjustments before taxes       —       36       14         Purchase price amortization       78       64       14         Purchase price amortization       78       64       14         Transaction costs       58       —       58         Other adjustments before taxes       1       1       —         Total on-GAAP adjustments before taxes       5       (50)       5       (126)       5       76         Adjusted pre-tax earnings (loss)       \$ 880       \$ 942       \$ (62)       (50)       1.068       \$ (138)         Income tax expense (benefit)       210       260       (50)       (50)       [50]       [50]       [50]       [50]       [50]       [50]       [50]	Personnel costs		1,979		1,881		98
Other operating expenses       1,226       1,081       145         Depreciation and amortization       132       115       17         Claim loss expense       174       174          Interest expense       36        36         Total expenses       5,177       4,881       296         Pre-tax earnings (loss)       \$ 930       \$ 1,068       \$ (138)         Non-GAAP adjustments before taxes	Agent commissions						
Depreciation and amortization       132       115       17         Claim loss expense       174       174       174          Interest expense       36        36        36         Total expenses       5,177       4.881       295       295         Pre-tax earnings (loss)       \$       930       \$       1,068       \$       (139)         Non-GAAP adjustments before taxes        (187)       (191)       4         Pre-tax earnings (loss) and losses, net       (187)       (191)       4         Purchase price amortization       78       64       114         Transaction costs       58        58         Other adjustments       1       1          Total non-GAAP adjustments before taxes       \$       500)       \$       120       260       (62)         Adjusted pre-tax earnings (loss)       \$       880       \$       942       \$       (62)         Adjusted pre-tax earnings (loss)       \$       930       \$       1,068       \$       (139)         Income tax expense (benefit)       210       260	-						
Claim loss expense       174       174          Interest expense       36        36         Total expenses       5,177       4,881       296         Pre-tax earnings (loss)       \$ 930       \$ 1,068       \$ (138)         Non-GAAP adjustments before taxes            Realized (gains) and losses, net       (187)       (191)       4         Purchase price amortization       78       64       14         Transaction costs       58        58         Other adjustments       1       1          Total non-GAAP adjustments before taxes       \$ (50)       \$ (126)       \$ 76         Adjusted pre-tax earnings (loss)       \$ 880       \$ 942       \$ (62)         Adjusted pre-tax margin       14.9%       16.4%          Pre-tax earnings (loss)       \$ 880       \$ 942       \$ (138)         Income tax expense (benefit)       210       260       (50)         Earnings floss) attributable to FNF, Inc. common shareholders       \$ 722       \$ 809       \$ (87)         EPS attributable to FNF, Inc. common shareholders - basic       \$ 2.64           FNF, Inc. weighted average shares - basic							
Interest expense       36        36         Total expenses       5,177       4,881       296         Pre-tax earnings (loss)       \$ 930       \$ 1,068       \$ (139)         Non-GAAP adjustments before taxes       (187)       (191)       4         Purchase price amortization       78       64       14         Transaction costs       58        58         Other adjustments       1       1          Total non-GAAP adjustments before taxes       \$ (50)       \$ (126)       \$ 76         Adjusted pre-tax earnings (loss)       \$ 880       \$ 942       \$ (62)         Adjusted pre-tax margin       14.9%       16.4%          Pre-tax carnings (loss)       \$ 930       \$ 1,068       \$ (138)         Income tax expense (benefit)       210       260       (50)         Earnings from equity investments       12       11       1         Non-controlling interests       10       10          Net earnings (loss) attributable to FNF, Inc. common shareholders - basic       \$ 2.64       EPS attributable to FNF, Inc. common shareholders - diluted         FNF, Inc. weighted average shares - basic       273       273       36			174		174		_
Pre-tax earnings (loss)\$930\$1,068\$(138)Non-GAAP adjustments before taxesRealized (gains) and losses, net(187)(191)4Purchase price amortization786414Transaction costs5858Other adjustments11Total non-GAAP adjustments before taxes\$(50)\$(126)\$76Adjusted pre-tax earnings (loss)\$80\$942\$(62)Adjusted pre-tax margin14.9%16.4%Pre-tax earnings (loss)\$930\$1,068\$(138)Income tax expense (benefit)210260(50)(50)Earnings from equity investments121111Non-controlling interests1010Net earnings (loss) attributable to FNF, Inc. common shareholders\$2.645(67)EPS attributable to FNF, Inc. common shareholders - basic\$2.61FNF, Inc. weighted average shares - basic273273			36		—		36
Non-GAAP adjustments before taxes(187)(191)4Purchase price amortization786414Transaction costs5858Other adjustments11Total non-GAAP adjustments before taxes\$(50)\$(126)\$Adjusted pre-tax earnings (loss)\$880\$942\$(62)Adjusted pre-tax earnings (loss)\$880\$942\$(62)Adjusted pre-tax earnings (loss)\$880\$942\$(62)Adjusted pre-tax earnings (loss)\$930\$1,068\$(138)Income tax expense (benefit)210260(50)5(50)Earnings from equity investments121111Non-controlling interests1010Net earnings (loss) attributable to FNF, Inc. common shareholders\$2.64EPS attributable to FNF, Inc. common shareholders - basic\$2.61FNF, Inc. weighted average shares - basic273273273273	Total expenses		5,177		4,881		296
Realized (gains) and losses, net(187)(191)4Purchase price amortization786414Transaction costs5858Other adjustments11Total non-GAAP adjustments before taxes\$(50)\$(126)\$Adjusted pre-tax earnings (loss)\$880\$942\$(62)Adjusted pre-tax margin14.9%16.4%Pre-tax earnings (loss)\$930\$1,068\$(138)Income tax expense (benefit)210260(50)(50)Earnings from equity investments121111Non-controlling interests1010Net earnings (loss) attributable to FNF, Inc. common shareholders\$2.64EPS attributable to FNF, Inc. common shareholders - basic\$2.64FNF, Inc. weighted average shares - basic273	Pre-tax earnings (loss)	\$	930	\$	1,068	\$	(138)
Purchase price amortization786414Transaction costs5858Other adjustments11Total non-GAAP adjustments before taxes\$(50)\$(126)\$Adjusted pre-tax earnings (loss)\$880\$942\$(62)Adjusted pre-tax margin14.9%16.4%Pre-tax earnings (loss)\$930\$1,068\$(138)Income tax expense (benefit)210260(50)5(50)Earnings from equity investments121111Non-controlling interests1010Net earnings (loss) attributable to FNF, Inc. common shareholders\$2.64FNF, Inc. weighted average shares - basic273273	Non-GAAP adjustments before taxes						
Transaction costs5858Other adjustments11Total non-GAAP adjustments before taxes\$(50)\$(126)\$Adjusted pre-tax earnings (loss)\$880\$942\$(62)Adjusted pre-tax margin14.9%16.4%Pre-tax earnings (loss)\$930\$1,068\$(138)Income tax expense (benefit)210260(50)5Earnings from equity investments121111Non-controlling interests1010Net earnings (loss) attributable to FNF, Inc. common shareholders\$2.645(87)EPS attributable to FNF, Inc. common shareholders - diluted\$2.61FNF, Inc. weighted average shares - basic273	Realized (gains) and losses, net		(187)		(191)		4
Other adjustments11-Total non-GAAP adjustments before taxes\$(50)\$(126)\$76Adjusted pre-tax earnings (loss)\$880\$942\$(62)Adjusted pre-tax margin14.9%16.4%Pre-tax earnings (loss)\$930\$1,068\$(138)Income tax expense (benefit)210260(50)(50)Earnings from equity investments121111Non-controlling interests1010Net earnings (loss) attributable to FNF, Inc. common shareholders\$2.64\$(87)EPS attributable to FNF, Inc. common shareholders - diluted\$2.64FNF, Inc. weighted average shares - basic273	Purchase price amortization		78		64		14
Total non-GAAP adjustments before taxes\$(50)\$(126)\$76Adjusted pre-tax earnings (loss)\$880\$942\$(62)Adjusted pre-tax margin14.9%16.4%-Pre-tax earnings (loss)\$930\$1,068\$(138)Income tax expense (benefit)210260(50)Earnings from equity investments12111Non-controlling interests1010-Net earnings (loss) attributable to FNF, Inc. common shareholders - basic\$2.64EPS attributable to FNF, Inc. common shareholders - diluted\$2.61FNF, Inc. weighted average shares - basic273273	Transaction costs		58		—		58
Adjusted pre-tax earnings (loss)\$880\$942\$(62)Adjusted pre-tax margin14.9%16.4%Pre-tax earnings (loss)\$930\$1,068\$(138)Income tax expense (benefit)210260(50)Earnings from equity investments12111Non-controlling interests1010Net earnings (loss) attributable to FNF, Inc. common shareholders\$2.64\$EPS attributable to FNF, Inc. common shareholders - basic\$2.64\$FNF, Inc. weighted average shares - basic273273\$	Other adjustments		1		1		_
Adjusted pre-tax margin14.9%16.4%—Pre-tax earnings (loss)\$930\$1,068\$(138)Income tax expense (benefit)210260(50)Earnings from equity investments12111Non-controlling interests1010—Net earnings (loss) attributable to FNF, Inc. common shareholders\$2.645EPS attributable to FNF, Inc. common shareholders - basic\$2.615FNF, Inc. weighted average shares - basic2732735	Total non-GAAP adjustments before taxes	\$	(50)	\$	(126)	\$	76
Pre-tax earnings (loss)\$930\$1,068\$(138)Income tax expense (benefit)210260(50)Earnings from equity investments12111Non-controlling interests1010Net earnings (loss) attributable to FNF, Inc. common shareholders\$722\$809\$EPS attributable to FNF, Inc. common shareholders - basic\$2.64FNF, Inc. weighted average shares - basic273273	Adjusted pre-tax earnings (loss)	\$	880	\$	942	\$	(62)
Income tax expense (benefit)210260(50)Earnings from equity investments12111Non-controlling interests1010-Net earnings (loss) attributable to FNF, Inc. common shareholders\$ 722\$ 809\$ (87)EPS attributable to FNF, Inc. common shareholders - basic\$ 2.64EPS attributable to FNF, Inc. common shareholders - basic\$ 2.64EPS attributable to FNF, Inc. common shareholders - basic\$ 2.64EPS attributable to FNF, Inc. common shareholders - basic\$ 2.64EPS attributable to FNF, Inc. common shareholders - basic\$ 2.64EPS attributable to FNF, Inc. common shareholders - basic273	Adjusted pre-tax margin		14.9%		16.4%		_
Earnings from equity investments12111Non-controlling interests1010—Net earnings (loss) attributable to FNF, Inc. common shareholders\$722\$809\$(87)EPS attributable to FNF, Inc. common shareholders - basic\$2.64———FNF, Inc. weighted average shares - basic273273———	Pre-tax earnings (loss)	\$	930	\$	1,068	\$	(138)
Non-controlling interests1010—Net earnings (loss) attributable to FNF, Inc. common shareholders\$722\$809\$(87)EPS attributable to FNF, Inc. common shareholders - basic\$2.64EPS attributable to FNF, Inc. common shareholders - diluted\$2.61FNF, Inc. weighted average shares - basic273	Income tax expense (benefit)		210		260		(50)
Net earnings (loss) attributable to FNF, Inc. common shareholders       \$ 722       \$ 809       \$ (87)         EPS attributable to FNF, Inc. common shareholders - basic       \$ 2.64	Earnings from equity investments		12		11		1
EPS attributable to FNF, Inc. common shareholders - basic       \$ 2.64         EPS attributable to FNF, Inc. common shareholders - diluted       \$ 2.61         FNF, Inc. weighted average shares - basic       273	Non-controlling interests		10		10		-
EPS attributable to FNF, Inc. common shareholders - diluted       \$ 2.61         FNF, Inc. weighted average shares - basic       273	Net earnings (loss) attributable to FNF, Inc. common shareholders	\$	722	\$	809	\$	(87)
FNF, Inc. weighted average shares - basic 273	EPS attributable to FNF, Inc. common shareholders - basic	\$	2.64				
	EPS attributable to FNF, Inc. common shareholders - diluted	\$	2.61				
	FNF, Inc. weighted average shares - basic		273				
	FNF, Inc. weighted average shares - diluted		277				

Nine Months Ended				С	orporate and
September 30, 2019	Consolidated		Title	Other	
Net earnings (loss) attributable to FNF, Inc. common shareholders	\$	722	\$ 809	\$	(87)
Total non-GAAP, pre-tax adjustments	\$	(50)	\$ (126)	\$	76
Income taxes on non-GAAP adjustments		14	32		(18)
Noncontrolling interest on non-GAAP adjustments		(9)	(8)		(1)
Total non-GAAP adjustments	\$	(45)	\$ (102)	\$	57
Adjusted net earnings (loss) attributable to FNF, Inc. common shareholders	\$	677	\$ 707	\$	(30)
Adjusted EPS attributable to FNF, Inc. common shareholders - diluted	\$	2.44			
Direct orders opened (000's)		1,574	1,574		
Direct orders closed (000's)		1,031	1,031		
Fee per file	\$	2,562	\$ 2,562		
Actual title claims paid	\$	167	\$ 167		
Cash flows provided by operations	\$	700			

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Nine Months Ended

					Cor	
September 30, 2018	Con	solidated				
Direct title premiums	\$	1,645	\$	1,645	\$	
Agency title premiums		2,018		2,018		
Escrow, title related and other fees		2,078		1,683		
Total title and escrow		5,741		5,346		
Interest and investment income		125		122		
Realized gains and losses, net		35		25		
Total revenue		5,901		5,493		
Personnel costs		1,926		1,831		
Agent commissions		1,546		1,546		
Other operating expenses		1,406		1,061		
Depreciation and amortization		138		116		
Claim loss expense		165		165		
Interest expense		31		—		
Total expenses		5,212		4,719		
Pre-tax earnings (loss)	\$	689	\$	774	\$	
Non-GAAP adjustments before taxes						
Realized (gains) and losses, net		(35)		(25)		
Purchase price amortization		82		66		
Transaction costs		13		—		
Sales tax contingency		6		6		
Other adjustments		3		1		
Total non-GAAP adjustments before taxes	\$	69	\$	48	\$	
Adjusted pre-tax earnings (loss)	\$	758	\$	822	\$	
Adjusted pre-tax margin		12.9%		15.0%		
Pre-tax earnings (loss)	\$	689	\$	774	\$	
Income tax expense (benefit)		104		137		
Earnings from equity investments		4		3		
Non-controlling interests		5		7		
Net earnings (loss) attributable to FNF, Inc. common shareholders	\$	584	\$	633	\$	
EPS attributable to FNF, Inc. common shareholders - basic	\$	2.14				
EPS attributable to FNF, Inc. common shareholders - diluted	\$	2.09				

FNF, Inc. weighted average shares - basic273FNF, Inc. weighted average shares - diluted279

10

Corporate and

Other

95

(10) 16 13 ---2 (64) (64) (85)

(33) 1 (2) (49)

(Unaudited)

Nine Months Ended		Nine	Months	Ended
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Nine Months Ended				C	Corporate and	
September 30, 2018	Con	solidated	Title	Other		
Net earnings (loss) attributable to FNF, Inc. common shareholders	\$	584	\$ 633	\$	(49)	
Total non-GAAP, pre-tax adjustments	\$	69	\$ 48	\$	21	
Income taxes on non-GAAP adjustments		(15)	(10)		(5)	
Noncontrolling interest on non-GAAP adjustments		(10)	(8)		(2)	
Change in tax estimate		(45)	(45)		_	
Black Knight tax contingency	\$	(8)	\$ _	\$	(8)	
Total non-GAAP adjustments	\$	(9)	\$ (15)	\$	6	
Adjusted net earnings (loss) attributable to FNF, Inc. common shareholders	\$	575	\$ 618	\$	(43)	
Adjusted EPS attributable to FNF, Inc. common shareholders - diluted	\$	2.06				
Direct orders opened (000's)		1,439	1,439			
Direct orders closed (000's)		1,014	1,014			
Fee per file	\$	2,521	\$ 2,521			
Actual title claims paid	\$	165	\$ 165			
Cash flows provided by operations	\$	671				

#### FIDELITY NATIONAL FINANCIAL, INC. QUARTERLY OPERATING STATISTICS (Unaudited)

	Q	3 2019		Q2 2019		Q1 2019		Q4 2018		Q3 2018		Q2 2018		Q1 2018		Q4 2017
Quarterly Opened Orders ('000's except % data)																
Total opened orders*		592		544		438		379		456		505	478			445
Total opened orders per day*		9.3		8.5		7.2		6.0		7.2		7.9		7.7		7.2
Purchase % of opened orders		52%		61%		65%		67%		69%		71%		66%		60%
Refinance % of opened orders		48%		39%		35%		33%		31%		29%		34%		40%
Total closed orders*		409		359		263		301		339		362		313		357
Total closed orders per day*		6.4		5.6		4.3		4.8		5.4		5.7		5.0		5.8
Purchase % of closed orders		55%		65%		66%		69%		71%		71%		62%		61%
Refinance % of closed orders		45%		35%		34% 31% 29%			29%		38%		39%			
Commercial (millions, except orders in '000's)																
Total commercial revenue	\$	301	\$	286	\$	231	\$	328	\$	276	\$	280	\$	235	\$	288
Total commercial opened orders		56.0		58.6		49.8		46.0		48.9		54.2		52.8		46.3
Total commercial closed orders		36.4		34.0		30.0		35.2		31.2		35.1		31.5		33.2
National commercial revenue	\$	173	\$	165	\$	123	\$	197	\$	157	\$	155	\$	128	\$	165
National commercial opened orders		23.8		25.3		20.6		19.1		19.8		23.0		21.1		19.0
National commercial closed orders		14.1		12.7		10.5		13.2		12.0		12.9		11.2		12.1
Total Fee Per File																
Fee per file	\$	2,459	\$	2,677	\$	2,567	\$	2,803	\$	2,623	\$	2,579	\$	2,344	\$	2,425
Residential fee per file	\$	1,928	\$	2,075	\$	1,964	\$	2,003	\$	2,032	\$	2,051	\$	1,816	\$	1,789
Total commercial fee per file	\$	8,300	\$	8,400	\$	7,700	\$	9,300	\$	8,800	\$	8,000	\$	7,500	\$	8,700
National commercial fee per file	\$	12,300	\$	13,000	\$	11,700	\$	14,900	\$	13,100	\$	12,000	\$	11,400	\$	13,600
Total Staffing																
Total field operations employees		10,500		10,300		10,000		10,200		10,800		11,000		10,900		11,200

\* Includes an immaterial number of non-purchase and non-refinance orders

#### FIDELITY NATIONAL FINANCIAL, INC. SUMMARY BALANCE SHEET INFORMATION (In millions)

	FNF, Inc. September 30, 2019	FNF, Inc. December 31, 2018
	(Unaudited)	(Unaudited)
Cash and investment portfolio	\$ 5,432	\$ 4,806
Goodwill	2,726	2,726
Title plant	405	405
Total assets	10,419	9,301
Notes payable	838	836
Reserve for title claim losses	1,494	1,488
Secured trust deposits	890	822
Redeemable non-controlling interests	344	344
Non-redeemable non-controlling interests	(18)	(2)
Total equity and non-controlling interests	5,465	4,972
Total equity attributable to common shareholders	5,139	4,630

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