

Fidelity National Financial, Inc.  
 Form 4  
 September 02, 2014

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 SADOWSKI PETER T

2. Issuer Name and Ticker or Trading Symbol  
 Fidelity National Financial, Inc.  
 [FNF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 601 RIVERSIDE AVENUE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 06/30/2014

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP, Chief Legal Officer

JACKSONVILLE, FL 32204

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	06/30/2014		J <sup>(1)</sup>	V	63,761	D	\$ 0
FNF Group Common Stock	06/30/2014		J <sup>(1)</sup>	V	75,905	A	\$ 0
FNF Group Common Stock	06/30/2014		J <sup>(2)</sup>	V	99,740	A	\$ 0
	06/30/2014		J <sup>(2)</sup>	V	33,243	A	\$ 0

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FNFV Group Common Stock									
Common Stock	06/30/2014	J <sup>(2)</sup>	V	2,291.78	D	\$ 0	0	I	401(k) Account
FNF Group Common Stock									
Common Stock	06/30/2014	J <sup>(2)</sup>	V	2,291.78	A	\$ 0	2,304.9 <sup>(3)</sup>	I	401(k) account
FNFV Group Common Stock									
Common Stock	06/30/2014	J <sup>(2)</sup>	V	763.8503	A	\$ 0	763.8503	I	401(k) account
FNF Group Common Stock									
Common Stock	06/30/2014	J <sup>(2)</sup>	V	445	D	\$ 0	0	I	IRA
FNF Group Common Stock									
Common Stock	06/30/2014	J <sup>(2)</sup>	V	445	A	\$ 0	445	I	IRA
FNFV Group Common Stock									
Common Stock	06/30/2014	J <sup>(2)</sup>	V	148	A	\$ 0	148	I	IRA
FNF Group Common Stock									
Common Stock	06/30/2014	J <sup>(2)</sup>	V	86,542	D	\$ 0	0	I	Trust
FNF Group Common Stock									
Common Stock	06/30/2014	J <sup>(2)</sup>	V	86,542	A	\$ 0	86,542	I	Trust
FNFV Group Common Stock									
Common Stock	06/30/2014	J <sup>(2)</sup>	V	28,844	A	\$ 0	28,844	I	Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date	7. Title and Am Underlying Sec
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)
			(Instr. 8)	V		Date Exercisable	Expiration Date	
Common Stock (right to purchase)	\$ 7.09	06/30/2014	J <sup>(4)</sup>	V	63,333	<u>(5)</u>	10/27/2016	Common Stock
Common Stock (right to purchase)	\$ 13.64	06/30/2014	J <sup>(4)</sup>	V	100,000	<u>(6)</u>	11/08/2015	Common Stock
Common Stock (right to purchase)	\$ 14.06	06/30/2014	J <sup>(4)</sup>	V	30,000	<u>(7)</u>	11/23/2017	Common Stock
Common Stock (right to purchase)	\$ 22.59	06/30/2014	J <sup>(4)</sup>	V	23,018	<u>(8)</u>	11/08/2019	Common Stock
Common Stock (right to purchase)	\$ 27.9	06/30/2014	J <sup>(4)</sup>	V	114,823	<u>(9)</u>	11/21/2020	Common Stock
FNF Group Stock Option (right To Purchase)	\$ 11.85	06/30/2014	J <sup>(4)</sup>	V	115,143	<u>(6)</u>	11/08/2015	FNF Group Common Stock
FNF Group Stock Option (right To Purchase)	\$ 6.16	06/30/2014	J <sup>(4)</sup>	V	72,924	<u>(5)</u>	10/27/2016	FNF Group Common Stock
FNF Group Stock Option (right To Purchase)	\$ 12.22	06/30/2014	J <sup>(4)</sup>	V	34,542	<u>(7)</u>	11/23/2017	FNF Group Common Stock
FNF Group	\$ 19.62	06/30/2014	J <sup>(4)</sup>	V	26,503	<u>(8)</u>	11/08/2019	FNF Group



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(9) The options vest in three equal annual installments beginning November 21, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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