Fidelity National Financial, Inc.

Form 5/A

February 14, 2017

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Jewkes Roger S Symbol Fidelity National Financial, Inc. (Check all applicable) [FNF] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) Director 10% Owner Other (specify X _ Officer (give title (Month/Day/Year) below) below) 12/31/2016 **Chief Operating Officer 601 RIVERSIDE AVENUE** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) 02/14/2017 JACKSONVILLE, Â FLÂ 32204 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Ownership Indirect (Instr. 3) Code Disposed of (D) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned at end of (D) or Ownership Issuer's Fiscal Indirect (I) (Instr. 4) (A) Year (Instr. 4) or (Instr. 3 and 4) Amount (D) Price **FNF Jewkes** Group 1,620 384,127.025 Â \$0 12/23/2016 G D I Family (1) Common Trust Stock **FNF** Group Â Â Â Â Â Â Â 104,073.89 (2) D Common Stock Â Â Â Â Â

 $0^{(2)}$

D

Reminder: Report on a separate line for each class of			Persons w	rmation	SEC 2270				
FNF Group Common Stock	Â	Â	Â	Â	Â	Â	434.6	I	FNF 401(k) account
FNFV Group Common Stock	Â	Â	Â	Â	Â	Â	135.31	I	FNFV 401(k)
FNFV Group Common Stock	Â	Â	Â	Â	Â	Â	111,549.925 (2)	I	Jewkes Family Trust
FNFV Group Common Stock									

 $\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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(9-02)

of D

	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	int of	Derivative
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)
		Derivative				Securities			(Instr.	3 and 4)	
		Security				Acquired					
		•				(A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
						, ,					
										Amount	
							Date	Expiration		or	
							Exercisable	Date	Title	Number	
						2	2	of			
						(A) (D)				Shares	

Reporting Owners

securities beneficially owned directly or indirectly.

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Jewkes Roger S 601 RIVERSIDE AVENUE JACKSONVILLE, FL 32204	Â	Â	Chief Operating Officer	Â			

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Signatures

/s/ Michael L. Gravelle, as attorney-in-fact

02/14/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Form amended to report gift.
- (2) Amounts adjusted to accurately reflect the allocation of reporting person's shares between direct and indirect ownership.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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