

Fidelity National Financial, Inc.
Form 3
March 02, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
Â EMINENCE CAPITAL, LP
(Last) (First) (Middle)

2. Date of Event Requiring Statement
(Month/Day/Year)
02/23/2016

3. Issuer Name **and** Ticker or Trading Symbol
Fidelity National Financial, Inc. [FNFV]

4. Relationship of Reporting Person(s) to Issuer

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

65 EAST 55TH STREET,Â 25TH FLOOR
(Street)

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

NEW YORK,Â NYÂ 10022
(City) (State) (Zip)

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
FNFV Group Common Stock, par value \$0.0001 per share	7,394,028	I	See footnotes (1) (2) (3)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EMINENCE CAPITAL, LP 65 EAST 55TH STREET 25TH FLOOR NEW YORK, NY 10022	^	^ X	^	^
Eminence GP, LLC C/O EMINENCE CAPITAL, LP 65 EAST 55TH STREET, 25TH FLOOR NEW YORK, NY 10022	^	^ X	^	^
Sandler Ricky C 65 EAST 55TH STREET 25TH FLOOR NEW YORK, NY 10022	^	^ X	^	^

Signatures

EMINENCE CAPITAL, LP, By: Eminence Capital GP, LLC, /s/ Ricky C. Sandler, Managing Member	03/02/2016
_____ **Signature of Reporting Person	Date
EMINENCE GP, LLC, /s/ Ricky C. Sandler, Managing Member	03/02/2016
_____ **Signature of Reporting Person	Date
/s/ Ricky C. Sandler	03/02/2016
_____ **Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- The shares of FNFV Group Common Stock reported on this line may be deemed to be indirectly beneficially owned by Eminence Capital, LP ("Eminence Capital"), which shares are directly held by Eminence Partners, L.P. ("Eminence I"), Eminence Partners II, L.P. ("Eminence II"), Eminence Partners Leveraged, L.P. ("Eminence Leveraged"), Eminence Eaglewood Master, L.P. ("Eminence Eaglewood"), Eminence Partners Long, L.P. (together with Eminence I, Eminence II, Eminence Leveraged and Eminence Eaglewood, the "Partnerships"), Eminence Fund Master, Ltd. ("Eminence Offshore Master Fund"), Eminence Fund Leveraged Master, Ltd. ("Eminence Offshore Leveraged Master Fund" and, together with Eminence Offshore Master Fund, the "Master Funds") and Eminence Fund Long, Ltd. ("Eminence Offshore Long" and, together with the Partnerships and the Master Funds, the "Eminence Funds").
- (Continuation of footnote 1). Eminence Capital may be deemed to be the indirect beneficial owner of such shares by virtue of its position as the investment manager to the Eminence Funds. In addition, Eminence GP, LLC ("Eminence GP") may be deemed to be the indirect
- (2) beneficial owner of such securities held by the Partnerships and the Master Funds by virtue of its position as the general partner or manager of the Partnerships and the Master Funds. Mr. Sandler may be deemed to be the indirect beneficial owner of such shares held by the Eminence Funds by virtue of his direct and indirect control of Eminence Capital and Eminence GP.
 - (3) For purposes of Rule 16a-1(a)(2) of the 1934 Act, each of the reporting persons disclaims beneficial ownership of the shares reported herein to the extent such beneficial ownership exceeds its pecuniary interest therein.

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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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