



**ATTACHMENT TO INTERNAL REVENUE SERVICE FORM 8937**

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended (the “Code”) and includes a general summary regarding the application of certain U.S. federal income tax laws and regulations relating to the effects of the Distribution (as defined below) on the tax basis of shares of Fidelity National Financial, Inc. (“FNF”) Group common stock and the allocation of tax basis between shares of FNF Group common stock and New BKH Corp. (“New BKH”) common stock pursuant to the Distribution. The information contained herein does not constitute tax advice and does not purport to be complete or to describe the consequences that may apply to particular categories of stockholders. Neither FNF nor New BKH provides tax advice to its stockholders and the example provided below is merely illustrative. Stockholders are urged to consult their own tax advisors regarding the particular consequences of the Distribution to them, including the applicability and effect of all U.S. federal, state and local and foreign tax laws. Stockholders are urged to read the prospectus of New BKH, as filed with the Securities and Exchange Commission on August 25, 2017 (the “Prospectus”), particularly the discussion beginning on page 177 under the heading “Material U.S. Federal Income Tax Consequences of the Transactions.” Stockholders may access the Prospectus at [www.sec.gov](http://www.sec.gov).

**Line 14 – Describe the organizational action and, if applicable, the date of the action or the date against which shareholders’ ownership is measured for the action.**

On September 29, 2017 (the “Distribution Date”), FNF distributed (the “Distribution”) all of its outstanding shares of common stock of New BKH to a third-party exchange agent for the benefit of the holders of record of shares of FNF Group common stock (the “FNF Group Stockholders”) that were issued and outstanding as of 5:00 p.m. Eastern time on September 20, 2017 (the “Record Date”). As a result of the Distribution, each holder of record of shares of FNF Group common stock as of the Record Date was entitled to receive approximately 0.3066322 share of New BKH common stock for each outstanding share of FNF Group common stock held by such shareholder as of the Record Date. FNF Group Stockholders received or will receive cash in lieu of any fractional share of New BKH common stock resulting from the Distribution. Immediately after the Distribution, New BKH merged (the “New BKH Merger”) with a transitory merger subsidiary, and continued its existence as, a wholly-owned subsidiary of Black Knight, Inc. (“New Black Knight”), and each share of New BKH common stock converted into the right to receive one share of New Black Knight common stock. Commencing on October 2, 2017 (the trading day following the Distribution Date), New Black Knight’s shares were traded on the New York Stock Exchange under the trading symbol “BKI.”

FNF received an opinion of FNF’s special tax advisor (which is not binding on the Internal Revenue Service) to the effect that the Distribution should qualify for U.S. federal income tax

purposes as a tax-free distribution within the meaning of Section 355 of the Code. FNF Group stockholders generally should not recognize gain or loss on the receipt of New BKH common stock in the Distribution except for any payment of cash in lieu of fractional share interests of New BKH.

**Line 15 – Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis.**

Section 358 of the Code requires that you allocate your aggregate tax basis in your shares of FNF Group common stock held immediately before the Distribution among the shares of New BKH common stock received in the Distribution and your shares of FNF Group common stock. This allocation depends on the ratio of the fair market value of the FNF Group common stock and the New BKH common stock. U.S. federal income tax law does not specify how to determine these fair market values. We believe that one appropriate approach is to use the closing trading prices of FNF Group common stock and New Black Knight common stock on September 29, 2017, the date of the Distribution and New BKH Merger. You are not bound to this approach and may use another reasonable approach in determining the fair market values for the FNF Group common stock and the New BKH common stock. Shareholders that acquired FNF Group common stock at different times or different prices will need to calculate their tax basis in each block of FNF Group common stock and then allocate the basis in separate blocks of FNF Group stock to separate blocks of New BKH common stock.

Below is one method of calculating the allocation of the tax basis in your FNF Group common stock and New BKH common stock. For purposes of this sample allocation, we have assumed that (i) the fair market value of the shares of FNF Group common stock equals the closing trading price of those shares on the Distribution Date, which was September 29, 2017, or approximately \$47.46 per share, and (ii) the fair market value of each share of New Black Knight's common stock equals the closing trading price of those shares on the trading day after the Distribution Date, which was October 2, 2017, or approximately \$42.00 per share.

Pursuant to Section 1.368-3(d) of the U.S. Department of Treasury regulations, you are required to retain information in your permanent records regarding the amount, basis, and fair market value of the stock received in the Distribution, and to make such records available to any authorized Internal Revenue Service officers and employees upon request. The information contained in this statement is also being reported by FNF to the Internal Revenue Service.

**One Method of Tax Basis Allocation**

(1) FNF Group common stock closing price per share on September 29, 2017	\$47.46
(2) New Black Knight common stock closing price per share on October 2, 2017	\$42.00
(3) The New BKH Merger Exchange Ratio	1
(4) Value of each share of New BKH common stock received in the Distribution	\$42.00
(5) The Distribution Exchange Ratio	0.3066322
(6) Allocation of basis to FNF Group common stock	
	$[\$47.46/(\$47.46+(0.3066322*\$42.00))]$
(7) Allocation of basis to New BKH common stock	

$$[0.3066322*\$42.00/(\$47.46+(0.3066322*\$42.00))]$$

**Line 16 – Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates.**

As described in Line 15 above, in general, FNF Group common stockholders will be required to allocate the aggregate tax basis in their FNF Group common stock held immediately before the Distribution among the FNF Group common stock retained in the Distribution and the New BKH common stock received in the Distribution (including any fractional share interest in New BKH for which cash is received).

The following is an example illustrating how the above-described approach to basis allocation would be applied.

**Hypothetical Example**

a) Number of FNF Group common stock shares owned by shareholder	1,000
b) Shareholder's existing tax basis per share	\$5.00
c) Shareholder's total tax basis	\$5,000.00
Number of FNF Group common stock shares retained in the Distribution	1,000
Number of New BKH common stock shares received in the Distribution	0.3066322*1,000

	Number of Shares	Fair Market Value	Basis Allocation Percentage	Basis Allocation in Dollars
FNF Group common stock	1,000	\$47.46*1000	\$47.46/ (\$47.46+(0.3066322*\$42.00))  78.66%	\$5000*[\$47.46/ (\$47.46+ (0.3066322*\$42.00)) ]
New BKH common stock	0.3066322* 1,000	0.3066322* 1000*\$42.00	0.3066322*\$42.00/ (\$47.46+(0.3066322*\$42.00))  21.34%	\$5000 *0.3066322* \$42.00/ (\$47.46+ (0.3066322*\$42.00))
			100.00%	\$5,000.00

**Line 17 – List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based.**

Section 355; Section 358; Section 368; Section 1001; Section 1223.

**Line 18 – Can any resulting loss be recognized?**

October 13, 2017

Generally, no gain or loss will be recognized for tax purposes as a result of the Distribution. A FNF Group common stockholder who receives cash in lieu of a fractional share of New BKH common stock will recognize gain or loss equal to the difference between the amount of cash received and the tax basis in his or her fractional share. The deductibility of capital losses is subject to limitations.

**Line 19 – Provide any other information necessary to implement the adjustment, such as the reportable tax year.**

The Distribution was consummated on September 29, 2017. For a FNF Group common stockholder whose taxable year is the calendar year, the reportable tax year is 2017.

FNF's employer identification number is 16-1725106. New BKH's employer identification number is 81-5248625. New Black Knight's employer identification number is 81-5265638.

The ticker symbol for FNF Group common stock is FNF. The ticker symbol for New Black Knight common stock following the New BKH Merger is BKI.

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