

# **FIDELITY NATIONAL FINANCIAL, INC.**

Reported by  
**FOLEY WILLIAM P II**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 06/20/16 for the Period Ending 06/16/16

Address	601 RIVERSIDE AVENUE
	,
	JACKSONVILLE, FL 32204
Telephone	904-854-8100
CIK	0001331875
Symbol	FNF
Fiscal Year	12/31

# FORM 4

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

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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 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>FOLEY WILLIAM P II</b> (Last) (First) (Middle)  <b>601 RIVERSIDE AVENUE</b> (Street)  <b>JACKSONVILLE, FL 32204</b> (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>Fidelity National Financial, Inc. [ FNF ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input checked="" type="checkbox"/> Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below)
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>6/16/2016</b></p>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price				
FNF Group Common Stock	6/16/2016		S		153645	D	\$34.4087	(1)	3987957.435	D	
FNF Group Common Stock	6/17/2016		S		69568	D	\$34.7026	(2)	3918389.435	D	
FNF Group Common Stock									708106	I	Foley Family Charitable Foundation
FNF Group Common Stock									52352.95	I	401(k) account
FNF Group Common Stock									2245122	I	Folco Development Corporation

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

**Explanation of Responses:**

- ( This transaction was executed in multiple trades at prices ranging from \$34.30 to \$34.60. The reporting person hereby undertakes to provide upon request to 1) the SEC staff, the issuer, or a security holder of the issuer, full information regarding the shares sold at each separate price.
- ( This transaction was executed in multiple trades at prices ranging from \$34.35 to \$34.76. The reporting person hereby undertakes to provide upon request to 2) the SEC staff, the issuer, or a security holder of the issuer, full information regarding the shares sold at each separate price.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>FOLEY WILLIAM P II 601 RIVERSIDE AVENUE JACKSONVILLE, FL 32204</b>	<b>X</b>			

**Signatures**

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

6/20/2016

\*\*Signature of Reporting Person

Date

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

\* 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).

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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