

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>FOLEY WILLIAM P II</b> _____ (Last) (First) (Middle) <b>601 RIVERSIDE AVENUE</b> _____ (Street) <b>JACKSONVILLE FL 32204</b> _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <b>Fidelity National Financial, Inc. [ FNF ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
			3. Date of Earliest Transaction (Month/Day/Year) <b>11/09/2012</b>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/09/2012		M		293,077	A	\$17.665	4,505,242.2511	D	
Common Stock	11/09/2012		F		250,564	D	\$22.89	4,254,678.2511	D	
Common Stock	11/09/2012		M		1,500,000	A	\$16.16	5,754,678.2511	D	
Common Stock	11/09/2012		F		1,219,436	D	\$22.9	4,535,242.2511	D	
Common Stock								48,361.39	I	401(k) account
Common Stock								2,995,122	I	Folco Development Corporation
Common Stock								708,106	I	Foley Family Charitable Foundation

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)		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: 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				
Stock Option (right To Purchase)	\$17.67	11/09/2012		M			293,077	(1)	08/19/2013	Common Stock	293,077	\$0	0	D	
Stock Option (right To Purchase)	\$16.16	11/09/2012		M			1,500,000	(2)	01/20/2017	Common Stock	1,500,000	\$0	0	D	

**Explanation of Responses:**

- The option vests in three equal annual installments beginning August 19, 2006.
- The options vest in three equal annual installments beginning January 20, 2010, provided that if the price of Fidelity National Financial's common stock has not exceeded \$19.39 for fifteen consecutive trading days by the scheduled vesting date, the portion of the option that would have vested on the scheduled vesting date will vest if and when the price of Fidelity National Financial's common stock has exceeded \$19.39 for fifteen consecutive trading days during the eight-year option term.

/s/ Michael L. Gravelle, as attorney-in-fact 11/12/2012  
 \*\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.