

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL	
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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* <u>EMINENCE CAPITAL, LP</u>  (Last) (First) (Middle) 65 EAST 55TH STREET 25TH FLOOR  (Street) NEW YORK NY 10022  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 02/23/2016	3. Issuer Name and Ticker or Trading Symbol <u>Fidelity National Financial, Inc. [ FNFV ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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 <sup>(1)(2)(3)</sup>

**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 Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				

1. Name and Address of Reporting Person\*  
EMINENCE CAPITAL, LP  
 (Last) (First) (Middle)  
 65 EAST 55TH STREET  
 25TH FLOOR  
 (Street)  
 NEW YORK NY 10022  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Eminence GP, LLC  
 (Last) (First) (Middle)  
 C/O EMINENCE CAPITAL, LP  
 65 EAST 55TH STREET, 25TH FLOOR  
 (Street)  
 NEW YORK NY 10022  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Sandler Ricky C  
 (Last) (First) (Middle)  
 65 EAST 55TH STREET  
 25TH FLOOR  
 (Street)  
 NEW YORK NY 10022

(City)

(State)

(Zip)

**Explanation of Responses:**

1. 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").
2. (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 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.

EMINENCE CAPITAL, LP,  
By: Eminence Capital GP,                    03/02/2016  
LLC, /s/ Ricky C. Sandler,  
Managing Member  
EMINENCE GP, LLC, /s/  
Ricky C. Sandler, Managing                03/02/2016  
Member  
/s/ Ricky C. Sandler                        03/02/2016  
\*\* 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 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).

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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