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United States
Securities and Exchange Commission
Washington, DC 20549

Form 13 F

Report for the Calendar Year or Quarter Ended: March 31, 2012

Report type: 13F Holdings Report

Institutional Investment Manager Filing this Report:

Name: Fidelity National Financial, Inc.
601 Riverside Avenue
Jacksonville, FL 32204

13F File Number #28-11785

Person signing this report on behalf of Reporting Manager:

Name: Michael L. Gravelle
Title: Executive Vice President, General Counsel and Corporate Secretary
Phone: 904-854-8100

Signature, Place, and Date of Signing:

/s/Michael L. Gravelle, Jacksonville, FL April 27, 2012

I am signing this report as required by the Securities Exchange Act of 1934.

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 22

Form 13F Information Table Value Total: \$129,551 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

None.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

FORM 13F
March 31, 2012

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE						VOTING AUTHORITY			
			VALUE (x\$1000)	SHARES/ PRN	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	SOLE	SHARED	NONE	
Altria Group	COM	02209S103	2315	75000	SH			SOLE		75000		
CenturyLink Inc	COM	156700106	7112	184000	SH			SOLE		184000		
ConocoPhillips	COM	20825C104	7092	93300	SH			SOLE		93300		
Dow Chemical	COM	260542103	485	14000	SH			SOLE		14000		
Eli Lilly & Company	COM	532457108	1731	43000	SH			SOLE		43000		
Fidelity National Information Services	COM	31620M106	53120	1603860	SH			SOLE		1603860		
General Mills	COM	370334104	513	13000	SH			SOLE		13000		
Hewlett Packard Company	COM	428236103	715	30000	SH			SOLE		30000		
Illinois Tool Works	COM	452308109	457	8000	SH			SOLE		8000		
International Paper	COM	460146103	562	16000	SH			SOLE		16000		
Johnson & Johnson	COM	478160104	6365	96500	SH			SOLE		96500		
Kellogg	COM	487836108	483	9000	SH			SOLE		9000		
Kimberly Clark	COM	494368103	480	6500	SH			SOLE		6500		
Linn Energy, LLC	COM	536020100	9911	259800	SH			SOLE		259800		
McDonalds Corp	COM	580135101	471	4800	SH			SOLE		4800		
O Charleys Inc	COM	670823103	20463	2079542	SH			SOLE		2079542		
Pepco Holdings, Inc.	COM	713291102	1242	65750	SH			SOLE		65750		
Pitney Bowes Inc.	COM	724479100	3567	202890	SH			SOLE		202890		
Proctor & Gamble	COM	742718109	6580	97900	SH			SOLE		97900		
Southern Company	COM	842587107	3190	71000	SH			SOLE		71000		
Timken Co	COM	887389104	2537	50000	SH			SOLE		50000		
Tembec, Inc	COM	87974D100	160	45700	SH			SOLE		45700		

