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United States
Securities and Exchange Commission
Washington, DC 20549

Form 13 F

Report for the Calendar Year or Quarter Ended: December 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 February 14, 2013

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: \$129,640 (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
December 31, 2012

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE						VOTING AUTHORITY			
			VALUE (x\$1000)	SHARES/ PRN	SH/ CALL	PUT/ DSCRETN	INVSTMT MANAGERS	OTHER	SOLE	SHARED	NONE	
Altria Group Inc	COM	02209S103	2358	75000	SH			SOLE		75000		
Atlas Pipeline Partners LP	COM	049392103	5919	187500	SH			SOLE		187500		
CenturyLink Inc	COM	156700106	7198	184000	SH			SOLE		184000		
ConocoPhillips	COM	20825C104	5410	93300	SH			SOLE		93300		
Dow Chem Co	COM	260542103	1008	31177	SH			SOLE		31177		
Fidelity National Information Services	COM	31620M106	55830	1603860	SH			SOLE		1603860		
General Mls Inc	COM	370334104	1061	26261	SH			SOLE		26261		
Hewlett Packard Company	COM	428236103	428	30000	SH			SOLE		30000		
Illinois Tool Wks Inc	COM	452308109	1149	18893	SH			SOLE		18893		
Intl Paper Co	COM	460146103	1253	31456	SH			SOLE		31456		
Johnson & Johnson	COM	478160104	6765	96500	SH			SOLE		96500		
Kellogg Co	COM	487836108	1071	19177	SH			SOLE		19177		
Kimberly Clark Corp	COM	494368103	549	6500	SH			SOLE		6500		
Linn Energy, LLC	COM	536020100	9155	259800	SH			SOLE		259800		
McDonalds Corp	COM	580135101	904	10244	SH			SOLE		10244		
PAA Nat Gas Storage LP	COM	693139107	4067	213500	SH			SOLE		213500		
Phillips 66	COM	718546104	2477	46650	SH			SOLE		46650		
Pitney Bowes Inc.	COM	724479100	2159	202890	SH			SOLE		202890		
Proctor & Gamble Co	COM	742718109	6646	97900	SH			SOLE		97900		
Reynolds American Inc	COM	761713106	6231	150400	SH			SOLE		150400		
TC Pipelines LP	COM	87233Q108	5610	139000	SH			SOLE		139000		
Timken Co	COM	887389104	2392	50000	SH			SOLE		50000		

