

United States
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

Current Report

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported):

January 24, 2017

Fidelity National Financial, Inc.

(Exact name of Registrant as Specified in its Charter)

001-32630

(Commission File Number)

Delaware

(State or Other Jurisdiction of
Incorporation or Organization)

16-1725106

(IRS Employer Identification Number)

601 Riverside Avenue

Jacksonville, Florida 32204

(Addresses of Principal Executive Offices)

(904) 854-8100

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01 Entry into a Material Definitive Agreement

ServiceLink Holdings, LLC (“ServiceLink”), a majority-owned subsidiary of Fidelity National Financial, Inc. (“FNF”), entered into an Amendment of Consent Order and Consent Order for Civil Money Penalty Assessment (the “Amendment”) with the Board of Governors of the Federal Reserve System, the Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation (collectively, the “Agencies”) on January 24, 2017. The Amendment is an amendment to the Consent Order, dated as of April 13, 2011 (the “2011 Consent Order”), between Lender Processing Services, Inc. (“LPS”) and certain of its subsidiaries following a review by the Agencies of services provided by LPS’s default operations to mortgage servicers regulated by the banking agencies, including document execution services. The 2011 Consent Order occurred prior to the time that FNF acquired LPS and immediately thereafter ServiceLink assumed the LPS default management subsidiaries and operations on January 2, 2014.

Neither the Amendment nor the 2011 Consent Order makes any findings of fact or conclusions of wrongdoing, nor did LPS admit any fault or liability. Under the 2011 Consent Order, LPS agreed to, among other things, engage an independent third party to conduct a risk assessment and review of LPS’s default management businesses and the document execution services it provided to mortgage servicers from January 1, 2008 through December 31, 2010. The document execution review by the independent third party has been on indefinite hold since June 30, 2013 while the Agencies considered what, if any, additional review work they would like the independent third party to undertake. The Amendment terminates the document execution review requirement of the 2011 Consent Order.

On January 2, 2014, FNF closed its acquisition of LPS, and the LPS default management businesses that were party to and subject to the 2011 Consent Order became a part of ServiceLink. Following the acquisition, ServiceLink satisfied all requirements of the 2011 Consent Order.

In summary, pursuant to the Amendment between ServiceLink and the Agencies, (1) the Agencies assessed and ServiceLink has paid a civil money penalty (the “CMP”) of \$65,000,000, (2) ServiceLink’s obligations under the 2011 Consent Order with respect to the document execution review have been terminated; and (3) the Agencies have agreed they will not take any further action against ServiceLink or any of its current or former institution-affiliated parties, including without limitation, FNF and Black Knight Financial Services, Inc., based upon the conduct alleged in the 2011 Consent Order. The foregoing description of the Amendment is a summary, and is qualified in its entirety by the Amendment, which is attached as Exhibit 99.1 hereto.

Item 9.01 Financial Statements and Exhibits

Exhibit	Description
99.1	Amendment of Consent Order and Consent Order for Civil Money Penalty, dated January 24, 2017, between ServiceLink Holdings, LLC and the Board of Governors of the Federal Reserve System, the Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Fidelity National Financial, Inc.

Date: January 26, 2017

By: /s/ Michael L. Gravelle

Name: Michael L. Gravelle

Title: Executive Vice President, General Counsel, and Corporate Secretary

UNITED STATES OF AMERICA

BEFORE THE

BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM

WASHINGTON, D.C.

FEDERAL DEPOSIT INSURANCE CORPORATION

WASHINGTON, D.C.

OFFICE OF COMPTROLLER OF THE CURRENCY

WASHINGTON, D.C.

In the Matter of	FRB Docket No. 11-052-B-SC-1
SERVICELINK HOLDINGS, LLC Jacksonville, Florida	11-052-B-SC-2
	11-052-B-SC-3
	17-002-CMP-SC
As a Successor to	FDIC-11-204b
LENDER PROCESSING SERVICES, INC. Jacksonville, Florida	FDIC-16-0186k
	OCC AA-EC-11-46
	OCC AA-EC-2017-7
DOCX, LLC	
Alpharetta, Georgia	
LPS DEFAULT SOLUTIONS, INC. Mendota Heights, Minnesota	

**AMENDMENT OF CONSENT ORDER AND CONSENT ORDER FOR CIVIL
MONEY PENALTY ASSESSMENT**

WHEREAS, on April 13, 2011, Lender Processing Services, Inc., Jacksonville, Florida (“LPS”), DocX, LLC, Alpharetta, Georgia (“DocX”), and LPS Default Solutions, Inc., Mendota Heights, Minnesota (“LPS Default Solutions”) (collectively, “LPS”) consented to the issuance of a Cease-and-Desist Order (the “2011 Consent Order”), in recognition of the common goal of the Board of Governors of the Federal Reserve System (“Board of Governors”), the Federal Deposit Insurance Corporation (“FDIC”), the Office of the Comptroller of the Currency (“OCC”) (collectively, the “Agencies”), the Office of Thrift Supervision (“OTS”)¹ and LPS, to ensure that LPS operates in a safe and sound manner and in compliance with all applicable Legal Requirements (as defined in the 2011 Consent Order);

WHEREAS, prior to January 3, 2014, LPS provided default management services, including but not limited to services related to foreclosure, to financial institution clients, including depository institutions regularly examined by, or subsidiaries or affiliates of depository institutions subject to examination by, the Agencies (“Examined Servicers”);

WHEREAS, the 2011 Consent Order alleged that LPS and its employees engaged in unsafe or unsound practices in providing default management services to Examined Servicers that occurred prior to the time that ServiceLink Holdings, LLC (“ServiceLink”) assumed the LPS default management subsidiaries and affiliates, including DocX and LPS Default Solutions, that are subject to the 2011 Consent Order, and for which the Agencies assert the assessment of a civil money penalty is warranted;

WHEREAS, paragraph 2 of the 2011 Consent Order required LPS to retain an independent consultant to conduct a review of the document execution services that LPS provided to Examined Servicers at any time between January 1, 2008 and December 31, 2010, including those services used in

¹ Pursuant to Title III of the Dodd-Frank Wall Street Reform and Consumer Protection Act (Dodd-Frank Act), Public Law 111-203 (April 21, 2010), all existing OTS orders have been administered by the Agencies since July 21, 2011. See Section 316(b) of the Dodd-Frank Act, codified at 12 U.S.C. § 5414(b).

judicial and non-judicial foreclosures and related bankruptcy proceedings, the purposes of which were set forth in paragraphs 2(b) and (c) of the 2011 Consent Order (the “Document Execution Review”);

WHEREAS, on January 3, 2014, as a result of a corporate acquisition and reorganization, ServiceLink assumed the LPS default management subsidiaries and affiliates, including DocX and LPS Default Solutions, that are subject to the 2011 Consent Order;

WHEREAS, as of January 3, 2014, ServiceLink became subject to the 2011 Consent Order as a successor to LPS pursuant to paragraph 13 of the 2011 Consent Order;

WHEREAS, LPS, prior to January 3, 2014, and ServiceLink, since January 3, 2014, have taken steps to comply with their obligations under the 2011 Consent Order, including but not limited to, the submission of plans approved by the Agencies required by paragraphs 1 and 8, programs approved by the Agencies required by paragraphs 4 and 7, and the completion of the comprehensive risk assessment required by paragraph 6;

WHEREAS, the Agencies issue this Amendment to the 2011 Consent Order (the “Amendment”) and Consent Order for Civil Money Penalty Assessment pursuant to the authority granted in sections 3(u), 8(b)(1), and 8(i)(2)(B) of the Federal Deposit Insurance Act, as amended (the “FDI Act”) (12 U.S.C. §§ 1813(u), 1818(b)(1), and 1818(i)(2)(B)) and section 7(d) of the Bank Service Company Act (the “BSC Act”) (12 U.S.C. § 1867(d));

WHEREAS, this Amendment and Consent Order for Civil Money Penalty Assessment replaces all obligations to complete the Document Execution Review requirements of paragraph 2 of the 2011 Consent Order;

WHEREAS, ServiceLink, as a successor to the default services businesses previously conducted by LPS, has agreed to the provisions of the Amendment and Consent Order for Civil Money Penalty Assessment;

WHEREAS, on January 17, 2017, the board of managers of ServiceLink has authorized Paul I. Perez, Chief Compliance Officer, to enter into this Amendment and Consent Order for Civil Money Penalty Assessment on behalf of ServiceLink and to consent to compliance by ServiceLink with each applicable provision of the 2011 Consent Order as amended by the Amendment and Consent Order for Civil Money Penalty Assessment, and waive any and all rights that ServiceLink may have pursuant to section 8 of the FDI Act (12 U.S.C.

§ 1818), including, but not limited to: (i) the issuance of a notice of assessment of civil money penalty; (ii) a hearing for the purpose of taking evidence of any matters set forth by this Amendment and Consent Order for Civil Money Penalty Assessment; (iii) judicial review of this Amendment and Consent Order for Civil Money Penalty Assessment; (iv) contest the issuance of this Amendment and Consent Order for Civil Money Penalty Assessment; and (iv) challenge or contest, in any matter, the basis, issuance, validity, terms, effectiveness or enforceability of this Amendment and Consent Order for Civil Money Penalty Assessment, or any provision hereof;

NOW, THEREFORE, IT IS HEREBY ORDERED by the Agencies that, before the filing of notices, or taking of any testimony, or adjudication of or finding on any issues of fact or law herein, and solely for the purposes of settling this matter, amending the 2011 Consent Order, and assessing a civil money penalty without a formal proceeding being filed and without the necessity for protracted or extended hearings or testimony, pursuant to sections 3(u), 8(b)(1), and 8(i)(2)(B) of the FDI Act (12 U.S.C. §§ 1813(u), 1818(b)(1), and 1818(i)(2)(B)) and section 7(d) of the BSC Act (12 U.S.C. § 1867(d)) that the recitations and substantive terms of the 2011 Consent Order, which continue to be applicable to ServiceLink, are amended solely as stated herein, and a civil money penalty is assessed, as follows:

1. Paragraphs 2 and 3 of the 2011 Consent Order and their accompanying heading are stricken, and replaced with the following:

“Civil Money Penalty”

1. The Board of Governors, the FDIC, and the OCC hereby assess ServiceLink Holdings, LLC (“ServiceLink”) as a successor to LPS, a civil money penalty in the amount of \$65,000,000, to be paid by Fedwire transfer of immediately available funds to the

Federal Reserve Bank of Richmond, ABA No. 05 1000033, beneficiary, Board of Governors of the Federal Reserve System, as an agent for the Agencies, for the purpose of collecting the civil money penalty assessment. This civil money penalty is a penalty paid to a government agency for a violation of law for purposes of 26 U.S.C. § 162(f) and 26 C.F.R. § 1.162-21.

2. The Board of Governors or the Federal Reserve Bank of Richmond on behalf of the Agencies shall remit the funds for the civil money penalty assessment to the United States Treasury, pursuant to section 8(i) of the Federal Deposit Insurance Act (12 U.S.C. 1818(i)).”

2. Paragraph 4 of the 2011 Consent Order is amended only by striking paragraph 4(f).

3. Paragraph 9 of the 2011 Consent Order is amended only to delete from sub-paragraph 9(a) all references to paragraphs 2 and 3 of the 2011 Consent Order.

4. Paragraph 12 of the 2011 Consent Order is amended only by striking sub-paragraph 12(b) and replacing

with the following:

“(b) Paul I. Perez
Chief Compliance Officer
ServiceLink Holdings, LLC
601 Riverside Avenue
Jacksonville, Florida 32204

With a copy to:

(c) Mitchell R. Berger
Squire Patton Boggs
2550 M Street, NW
Washington, DC 20037”

5. Paragraph 16 of the 2011 Consent Order is stricken and replaced with the following:

“The provisions of this Order shall not bar, estop, or otherwise prevent the Agencies or any other federal or state agency from taking any further or other action affecting the successors or assigns of LPS, or any of their current or former institution-affiliated parties; however, the Agencies shall not take any further action against ServiceLink, any of its current or former institution-affiliated parties (including without limitation Fidelity National Financial, Inc. and Black Knight Financial Services, Inc. and its subsidiaries and affiliates), its successors or assigns, or any other of its parents or subsidiaries, based upon the conduct described in the WHEREAS Clauses of the 2011 Consent Order or the WHEREAS Clauses of this Amendment and Consent Order for Civil Money Penalty Assessment to the extent that such conduct is known by the Agencies as of the effective date of this Amendment and Consent Order for Civil Money Penalty Assessment. This release and discharge shall not preclude or affect any right of the Agencies to determine

and ensure compliance with the 2011 Consent Order, as amended, or this Amendment and Consent Order for Civil Money Penalty Assessment, or any proceeding brought by the Agencies to enforce the terms of the 2011 Consent Order, as amended, or this Amendment and Consent Order for Civil Money Penalty Assessment.”

By Order of the Board of Governors of the Federal Reserve System effective this 24th day of January, 2017.

By Order of the Federal Deposit Insurance Corporation effective this 23rd day of January, 2017.

By Order of the Office of the Comptroller of the Currency effective this 23rd day of January, 2017.

SERVICELINK HOLDINGS, LLC

By: /s/Paul I. Perez
Paul I. Perez
Chief Compliance Officer

BOARD OF GOVERNORS OF THE FEDERAL RESERVE SYSTEM

By: /s/ Robert de V. Frierson
Robert de V. Frierson
Secretary of the Board

OFFICE OF THE COMPTROLLER OF THE CURRENCY

By: /s/Morris R. Morgan
Morris R. Morgan
Senior Deputy Comptroller
Large Bank Supervision

FEDERAL DEPOSIT INSURANCE CORPORATION

By: /s/ James C. Watkins
James C. Watkins
Senior Deputy Director
Division of Risk Management Supervision