QUIRK RAYMOND R

Form 4

October 31, 2017

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * QUIRK RAYMOND R	2. Issuer Name and Ticker or Trading Symbol Fidelity National Financial, Inc. [FNF]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) (Middle) 601 RIVERSIDE AVENUE	3. Date of Earliest Transaction (Month/Day/Year) 10/27/2017	Director 10% OwnerX_ Officer (give title Other (specify below) Chief Executive Officer		
(Street) JACKSONVILLE, FL 32204	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

							i cison			
(City)	(State)	(Zip) Tab	Table I - Non-Derivative Securities Acq				uired, 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)	or(A) or Dis	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		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)	
FNF Group Common Stock	10/27/2017		F	14,409	D	\$ 36.84	494,979.3878 (1) (2)	D		
FNF Group Common Stock							502.23	I	401(k) account	
FNF Group Common							1,035,630	I	Quirk 2002 Trust	

Edgar Filing: QUIRK RAYMOND R - Form 4

		Eaga	r Filing: QUIRK	RAYIMO	א טאיע K - ו	Form 4			
FNF Group Common Stock						47,193	I	Raymo Quirk 2004 T	
Reminder: Report on a separate line for each class of securities beneficia			Persons informa required	s who res tion conta d to respo s a curren	SEC 1474 (9-02)				
			tive Securities Acquiuts, calls, warrants, c				wned		
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. Transactic Code (Instr. 8)	5. or Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year) ve es i		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
FNF Group Stock Option (right To Purchase) FNF	\$ 17.76					<u>(3)</u>	11/21/2020	FNF Group Common Stock	656,181 (4)

Group

Stock

Option

FNF Group

Stock

Option

(right to

FNF

Group

Stock

Option

purchase)

(right To

Purchase)

\$ 21.84

\$ 25.53

\$ 14.38

232,640

(4)

300,273

(4)

120,578

(4)

FNF Group

Common

Stock

FNF Group

Common

Stock

FNF

Group

Common

Stock

(5)

(6)

11/08/2013 11/08/2019

11/03/2021

10/29/2022

(right To Purchase)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

QUIRK RAYMOND R 601 RIVERSIDE AVENUE JACKSONVILLE, FL 32204

Chief Executive Officer

Signatures

/s/ Colleen E. Haley, as attorney-in-fact

10/30/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).

As a result of an anti-dilution adjustment made in connection with the spinoff of Black Knight Financial Services, Inc. from the registrant, the number of shares subject to each outstanding FNF Group restricted stock award was increased to include an additional number of restricted shares of FNF Group common stock with an initial value equal to the value of Black Knight, Inc. common stock the holder

- (1) would have otherwise received. The number of additional shares of FNF Group common stock was determined using the volume weighted average prices of FNF Group common stock and Black Knight, Inc. common stock over the three trading days immediately following the spin-off. Restricted stock awards were rounded down to the nearest share and cash was issued in lieu of fractional restricted shares
- (2) Amount adjusted to reflect shares acquired under the registrant's Employee Stock Purchase Plan.
- (3) The options vested in three equal annual installments beginning November 21, 2014.
 - As a result of an anti-dilution adjustment made in connection with the spinoff of Black Knight Financial Services, Inc. from the registrant, the number of shares and exercise prices of each outstanding FNF Group stock option award were adjusted to preserve the award's
- pre-spinoff intrinsic value using (i) the volume weighted average price of FNF Group common stock over the three trading days immediately preceding the spinoff, and (ii) the volume weighted average price of FNF Group common stock over the three days immediately following the spinoff. Stock options were rounded down to the nearest share and up to the nearest penny, and cash was issued in lieu of options to purchase fractional shares.
- (5) The options vested in three equal annual installments beginning November 3, 2015.
- (6) The options vest in three equal annual installments beginning October 29, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3