

Fidelity National Financial, Inc.
Form 11-K
June 24, 2011
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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 11-K

R ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended December 31, 2010

OR
o TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934
for the transition period from _____ to _____

Commission file number 1-32630

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

Fidelity National Financial Group 401(k) Profit Sharing Plan.

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

Fidelity National Financial, Inc.,
601 Riverside Ave.,
Jacksonville, FL 32204

REQUIRED INFORMATION

Item 4. Plan Financial Statements and Schedules Prepared in Accordance with the Financial Reporting Requirements of ERISA

FIDELITY NATIONAL FINANCIAL GROUP
401(k) PROFIT SHARING PLAN

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All other schedules are omitted because they are not applicable or not required based on disclosure requirements of the Employee Retirement Income Security Act of 1974 and regulations issued by the Department of Labor.

EXHIBIT 23, Consents of Independent Registered Public Accounting Firms

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Report of Independent Registered Public Accounting Firm

The Participants and the Administrative Committee
Fidelity National Financial Group 401(k) Profit Sharing Plan:

We have audited the accompanying statement of net assets available for benefits of Fidelity National Financial Group 401(k) Profit Sharing Plan (the Plan) as of December 31, 2010, and the related statement of changes in net assets available for benefits for the year then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Plan's internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the 2010 financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2010 and the changes in its net assets available for benefits for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was performed for the purpose of forming an opinion on the 2010 basic financial statements taken as a whole. The supplemental Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2010 is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated, in all material respects, in relation to the basic financial statements taken as a whole.

/s/ Dixon Hughes Goodman LLP
Jacksonville, Florida
June 24, 2011

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Report of Independent Registered Public Accounting Firm

The Administrative Committee

Fidelity National Financial Group 401(k) Profit Sharing Plan:

We have audited the accompanying statement of net assets available for benefits of Fidelity National Financial Group 401(k) Profit Sharing Plan (the Plan) as of December 31, 2009 and the related statement of changes in net assets available for benefits for the year then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2009 and the changes in net assets available for benefits for the year then ended in conformity with U.S. generally accepted accounting principles.

/s/ KPMG LLP

June 25, 2010

Jacksonville, Florida

Certified Public Accountants

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401(k) PROFIT SHARING PLAN

Statements of Net Assets Available for Benefits

December 31, 2010 and 2009

	2010	2009
Assets:		
Investments, at fair value:		
Cash and cash equivalents	\$1,385,693	\$2,151,268
Common/collective trust funds	324,177,593	310,738,997
Corporate bond fund	39,930,026	33,075,021
Mutual funds	442,404,475	357,625,800
Common stock	—	37,784,019
Employer common stock	73,714,800	76,899,609
Total investments	881,612,587	818,274,714
Receivables:		
Notes receivable from participants	28,712,307	27,868,092
Participant contributions	1,922,441	1,923,394
Due from broker for securities sold	1,524,117	3,413,011
Accrued dividends	1,070,230	205,511
Accrued interest	134,752	133,910
Total receivables	33,363,847	33,543,918
Total assets	914,976,434	851,818,632
Liabilities:		
Due to broker for securities purchased	1,184,469	2,449,990
Total liabilities	1,184,469	2,449,990
Net assets available for benefits before adjustment	913,791,965	849,368,642
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(4,814,250)	(446,995)
Net assets available for benefits	\$908,977,715	\$848,921,647

See accompanying notes to financial statements.

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401(k) PROFIT SHARING PLAN

Statements of Changes in Net Assets Available for Benefits

Years ended December 31, 2010 and 2009

	2010	2009
Investment income:		
Net appreciation in investments	\$65,976,831	\$81,456,751
Interest	5,170	2,704,850
Dividends	11,002,105	10,406,828
Investment income, net	76,984,106	94,568,429
Interest income on notes receivable from participants	1,539,948	1,812,464
Contributions, including rollover contributions:		
Participant	63,700,373	102,289,487
Total contributions	63,700,373	102,289,487
Transfer in of net assets from merged plans	144,172	5,147,817
	142,368,599	203,818,197
Deductions from net assets attributed to:		
Benefits paid to participants	81,913,566	101,171,564
Administrative expenses	398,965	384,682
Total deductions	82,312,531	101,556,246
Net increase	60,056,068	102,261,951
Net assets available for benefits:		
Beginning of year	848,921,647	746,659,696
End of year	\$908,977,715	\$848,921,647

See accompanying notes to financial statements.

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FIDELITY NATIONAL FINANCIAL GROUP
401(k) PROFIT SHARING PLAN

Notes to Financial Statements

December 31, 2010 and 2009

(1) Description of the Plan

The following description of the Fidelity National Financial Group 401(k) Profit Sharing Plan (the Plan) provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

(a) General

The Plan is a defined contribution plan covering all employees of Fidelity National Financial, Inc. (FNF or the Company) and its Affiliated and Related Companies, who have attained age 18, have completed 90 days of service, and have elected to participate in the Plan. Affiliated Companies are defined as members of a controlled group of corporations or other entities that are under common control. Related Companies, while related, are not considered members of a controlled group of corporations or other entities that are under common control. Temporary employees who have not completed at least 1,000 hours of service are not eligible to participate in the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan and its related trust are intended to qualify as a profit-sharing plan and trust under section 401(a) and 501(a) of the Internal Revenue Code (IRC), with a cash or deferred arrangement within the meaning of section 401(k) of the IRC. In addition, the Plan is intended to qualify as a stock bonus plan that satisfies the requirements of an employee stock ownership plan within the meaning of section 4975(e)(7) of the IRC. That portion of the Plan is designed to invest primarily in shares of FNF common stock.

(b) Administration

During 2010 and 2009, the trustee of the Plan was Wells Fargo Bank, NA (Wells Fargo). Wells Fargo also performs participant recordkeeping and other administrative duties for the Plan. The Administrative Committee of the FNF Board of Directors oversees the Plan's operations.

(c) Plan Mergers

Following approval by the board of directors of the Company, the Capital Abstract and Title Company 401(k) Profit Sharing Plan (the Capital Abstract and Title Plan) was merged into the Plan effective November 3, 2009. The accompanying statements of changes in net assets available for benefits reflect cash transfers in of \$1,241,555 from the Capital Abstract and Title Plan in 2009. Participant loans totaling \$144,172 and \$3,906,262 were transferred to the Plan in 2010 and 2009, respectively. There were no mergers into the Plan during 2010.

(d) Contributions

During 2010 and 2009, participants could generally contribute up to 40% of their pretax annual compensation, as defined in the Plan. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution retirement plans, as well as direct rollovers from individual retirement accounts or

annuities. Participants direct the investment of their contributions into various investment options offered by the Plan. At December 31, 2010 and 2009, the Plan offered four common /collective trust funds, one corporate bond fund, and eight mutual funds, and one common stock fund which invests solely in Company stock as investment options for participants. During 2010 and 2009, there were no matching contributions made by the Company. At the option of the Company's board of directors, matching contributions may be resumed in the future and discretionary contributions may also be made by the Company. No discretionary contributions were made by the Company during the Plan years ended December 31, 2010 and 2009. All Company contributions are participant directed. Contributions are subject to certain limitations established by the Internal Revenue Service.

(e) Participant Accounts

Each participant's account is credited with the participant's contribution, the Company's contribution as applicable, and an allocation of Plan earnings and charged with an allocation of Plan losses, if any.

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Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

(f) Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching and discretionary contribution portion of their accounts plus actual earnings thereon, is based on years of service as follows:

Number of years of service	Vested Percentage
Less than 1 year	— %
1 year	34 %
2 years	67 %
3 years or more	100 %

From 2007 to 2009, in response to the declining title insurance market, the Company reduced its number of employees. As a result, it was determined in 2009 that the Plan had experienced a partial termination under Treasury Regulations Section 1.411(d)(2), and all employees who were terminated involuntarily as a result of job elimination or reduction in force beginning January 1, 2007, became 100% vested in their Plan accounts regardless of their years of service. For such participants who were terminated during 2009, \$22,697 in employer match amounts and the earnings thereon were restored to their accounts and immediately vested.

(g) Notes Receivable from Participants

Participants may borrow from their fund accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 reduced by the highest outstanding loan balance during the preceding 12 months, or 50% of their vested account balance. Loan terms range from one to five years or up to ten years for the purchase of a primary residence. The loans are secured by the balance in the participant's account. Interest rates range from 4.25% to 10.50% on loans outstanding as of December 31, 2010 and 2009. Principal and interest is paid ratably through payroll deductions.

(h) Payment of Benefits

Upon retirement, termination of service, disability, or the attainment of age 59 1/2, a participant may receive all or part of the value of the participant's vested interest in his or her account as a lump-sum distribution. Upon death of a participant, the balance of the participant's vested interest in his or her account will be distributed in a lump sum to the participant's beneficiary. Certain other withdrawals are allowed by the Plan under very limited circumstances as described in the Plan document.

(i) Forfeited Accounts

At December 31, 2010 and 2009, forfeited nonvested accounts totaled \$274,041 and \$274,715, respectively. Forfeitures may be allocated to current participants' accounts, or may be used to restore the accounts of former participants, pay administrative expenses of the Plan if not paid by the Plan sponsor, or reduce future Company contributions. During 2010 and 2009, forfeitures of \$158,324 and \$555,508, respectively, were allocated to participants' accounts.

(j) Administrative Expenses

Administrative expenses of the Plan that are not paid by the plan sponsor are paid by the Plan.

(2) Summary of Significant Accounting Policies

(a) Basis of Presentation

The financial statements of the Plan are prepared under the accrual method of accounting. The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make certain estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates. Certain reclassifications have been made in the 2009 financial statements of the Plan to conform to the classifications used in 2010.

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(b) Risk and Uncertainties

The Plan provides for various investment options in common/collective trust funds, corporate bond funds, mutual funds, and common stock. Investment securities are exposed to various risks such as interest rate, market, and credit. Due to the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in the various risk factors, in the near term, could materially affect the participants' account balances and the amounts reported in the financial statements.

(c) Concentration of Investments

Previously, the Plan covered all eligible employees of another company also called Fidelity National Financial, Inc. (Old FNF). The Company and Fidelity National Information Services, Inc. (FIS) were each majority-owned subsidiaries of Old FNF and each company's eligible employees were covered under the Plan. In 2006, Old FNF distributed its ownership interest in the Company to its shareholders and merged with FIS. This resulted in a distribution of FIS common stock to Plan participants who held shares of Old FNF and the transfer of account balances relating to employees of FIS to Fidelity National Information Services 401(k) Profit Sharing Plan. In 2009, FIS completed the spin-off of Lender Processing Services, Inc. (LPS) by distributing all of its shares of LPS to FIS shareholders through a stock dividend. As a result, Plan participants who held FIS shares at the time of the spin-off received shares of LPS. After 2009 the Plan no longer allowed participant accounts to hold shares of FIS and LPS. Accordingly, at the end of 2009, any such investments held in participant accounts were sold and the proceeds were invested in the Oakmark Equity and Income Fund, which may then be directed by the participant.

Included in the Plan's net assets available for benefits at December 31, 2010 are investments in the Company's common stock (5,388,509 shares) amounting to \$73,714,800, or approximately 8.1% of net assets.

Included in the Plan's net assets available for benefits at December 31, 2009 are investments in the Company's common stock (5,714,578 shares) amounting to \$76,899,609, or approximately 9.1% of net assets, in FIS common stock (919,037 shares) amounting to \$20,432,854, or approximately 2.4% of net assets, and in LPS common stock (453,535 shares) amounting to \$17,351,165, or approximately 2.0% of net assets.

(d) Investment Valuation and Income Recognition