

WILLIE DAVIS  
Form 4  
June 13, 2012

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WILLIE DAVIS**

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)  
**161 NORTH LABREA**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**06/11/2012**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

**LOS ANGELES, CA 90301**  
  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, 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)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	06/11/2012		M			19,000	A	\$ 12.5195	71,252	D	
Common Stock	06/11/2012		S			2,300	D	\$ 19.17	68,952	D	
Common Stock	06/11/2012		S			1,900	D	\$ 19.18	67,052	D	
Common Stock	06/11/2012		S			2,000	D	\$ 19.185	65,052	D	
Common Stock	06/11/2012		S			600	D	\$ 19.2	64,452	D	

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Common Stock	06/11/2012	S	200	D	\$ 19.203	64,252	D
Common Stock	06/11/2012	S	800	D	\$ 19.205	63,452	D
Common Stock	06/11/2012	S	300	D	\$ 19.21	63,152	D
Common Stock	06/11/2012	S	400	D	\$ 19.2118	62,752	D
Common Stock	06/11/2012	S	100	D	\$ 19.213	62,652	D
Common Stock	06/11/2012	S	3,700	D	\$ 19.22	58,952	D
Common Stock	06/11/2012	S	300	D	\$ 19.2215	58,652	D
Common Stock	06/11/2012	S	300	D	\$ 19.222	58,352	D
Common Stock	06/11/2012	S	300	D	\$ 19.223	58,052	D
Common Stock	06/11/2012	S	100	D	\$ 19.225	57,952	D
Common Stock	06/11/2012	S	1,400	D	\$ 19.23	56,552	D
Common Stock	06/11/2012	S	400	D	\$ 19.2315	56,152	D
Common Stock	06/11/2012	S	300	D	\$ 19.24	55,852	D
Common Stock	06/11/2012	S	200	D	\$ 19.2415	55,652	D
Common Stock	06/11/2012	S	100	D	\$ 19.243	55,552	D
Common Stock	06/11/2012	S	100	D	\$ 19.245	55,452	D
Common Stock	06/11/2012	S	800	D	\$ 19.25	54,652	D
Common Stock	06/11/2012	S	300	D	\$ 19.2515	54,352	D
Common Stock	06/11/2012	S	200	D	\$ 19.253	54,152	D
Common Stock	06/11/2012	S	400	D	\$ 19.2615	53,752	D
	06/11/2012	S	100	D	\$ 19.265	53,652	D

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Common Stock							
Common Stock	06/11/2012	S	100	D	\$ 19.2915	53,552	D
Common Stock	06/11/2012	S	900	D	\$ 19.295	52,652	D
Common Stock	06/11/2012	S	300	D	\$ 19.3	52,352	D
Common Stock	06/11/2012	S	100	D	\$ 19.305	52,252	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		
Stock Option (right To Purchase)	\$ 12.5195	06/11/2012		M	19,000	(1)	10/15/2012	Common Stock	0

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILLIE DAVIS 161 NORTH LABREA LOS ANGELES, CA 90301		X		

## Signatures

Goodloe M. Partee, as attorney  
in fact.

06/12/2012

\_\_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).

(1) The option vests in three equal annual installments beginning October 15, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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