

WILLIE DAVIS
Form 4
June 13, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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)

3. Date of Earliest Transaction (Month/Day/Year)

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

161 NORTH LABREA

06/11/2012

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

LOS ANGELES, CA 90301

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Price			
Common Stock	06/11/2012		M		A	\$ 12.5195 71,252	D	
Common Stock	06/11/2012		S		D	\$ 19.17 68,952	D	
Common Stock	06/11/2012		S		D	\$ 19.18 67,052	D	
Common Stock	06/11/2012		S		D	\$ 19.185 65,052	D	
Common Stock	06/11/2012		S		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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SEC 1474
(9-02)

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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