Fidelity National Financial, Inc.

Form 4

December 22, 2016

FORM	, _	1						OMB APPROVAL				
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287				
Check thi if no long	this box onger to STATEMENT OF CHANGES IN BENEF SECURITIES For Filed pursuant to Section 16(a) of the Securi						Expires:	January 31, 2005				
subject to Section 10 Form 4 or Form 5 obligation	STATEMENT OF CHANGES IN BENEFICIAL OWNERSH SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of						ge Act of 1934,	Estimated a burden hou response	verage			
may conti <i>See</i> Instru 1(b).	nue. Section 17(a) of	30(h) of the In	•	_	_			1				
(Print or Type R	esponses)											
Jewkes Roger S Symbol			Name and Ticker or Trading National Financial, Inc.				5. Relationship of Reporting Person(s) to Issuer					
	[FNF]	y Tvacronar i manerar, me.				(Check all applicable)						
(Last) (First) (Middle) 3. Date of (Month/Date) 601 RIVERSIDE AVENUE 12/21/20				ransaction			Director 10% OwnerX Officer (give title Other (specify below) Chief Operating Officer					
(Street) 4. If Amer				nte Original			6. Individual or Joint/Group Filing(Check					
JACKSONV	th/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(State) (Zip)	Tabl	e I - Non-D	Derivative S	Securi	ties Ac	quired, Disposed of	, or Beneficial	ly Owned			
1.Title of Security (Instr. 3)	(Month/Day/Year) Ex	ansaction Date 2A. Deemed th/Day/Year) Execution Date, if any (Month/Day/Year)			sposed 4 and 5 (A) or	of	Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
FNF Group Common Stock	12/21/2016		A	43,378 (1)	A	\$0	84,656.2514	D				
FNF Group Common Stock							431.33	I	FNF 401(k) account			
FNF Group Common Stock							344,097.135	I	Jewkes Family Trust			

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr. :	3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
				G 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Jewkes Roger S 601 RIVERSIDE AVENUE JACKSONVILLE, FL 32204

Chief Operating Officer

Signatures

/s/ Michael L. Gravelle, as attorney-in-fact

12/22/2016

**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) Grant of restricted common stock vesting in three equal annual installments beginning on December 21, 2017, subject to the achievement of performance criteria specified in the reporting person's award agreement.

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.

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