Fidelity National Financial, Inc.

Form 5 July 06, 2011

OMB APPROVAL

FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer HAGERTY THOMAS M Symbol Fidelity National Financial, Inc. (Check all applicable) [FNF] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) _X_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2010 C/O THOMAS H. LEE PARTNERS, L.P., Â 100 FEDERAL STREET, 35TH FLOOR (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) BOSTON, MAÂ 02110 _X_ Form Filed by One Reporting Person _ Form Filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| Table 1 - Ivon-Deliv | | | | Trative Securities Acquired, Disposed of, or Denenciary 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) (A) or | | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| Common Stock | 03/31/2010 | Â | L | Amount 199.319 | (D) | Price \$ 14.88 | 30,322.43 | D | Â | | |
| Common Stock | 06/30/2010 | Â | L | 270.495 | A | \$ 13.29 | 30,592.925 | D | Â | | |
| Common Stock | 09/30/2010 | Â | L | 235.832 | A | \$ 15.45 | 43,046.757 | D | Â | | |
| | 12/23/2010 | Â | L | 299.027 | A | \$ 13.8 | 43,345.784 | D | Â | | |

Common Stock

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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Titl | e and | 8. Price of | |
|-------------|-------------|---------------------|--------------------|-------------|------------|------------------|-------------|---------|----------|-------------|--|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction | Number | Expiration Da | ate | Amou | nt of | Derivative | |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ties | (Instr. 5) | |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | |
| | Security | | | | Acquired | | | | | | |
| | | | | | (A) or | | | | | | |
| | | | | | Disposed | | | | | | |
| | | | | | of (D) | | | | | | |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | | | | or | | |
| | | | | | | Date | Expiration | | Number | | |
| | | | | | | Exercisable Date | | | of | | |
| | | | | | (A) (D) | | | | Shares | | |
| | | | | | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|----------------------------------|---------------|-----------|---------|-------|--|--|
| . 9 | Director | 10% Owner | Officer | Other | | |
| HAGERTY THOMAS M | | | | | | |
| C/O THOMAS H. LEE PARTNERS, L.P. | ÂX | Â | Â | Â | | |
| 100 FEDERAL STREET, 35TH FLOOR | | | | | | |
| BOSTON, MA 02110 | | | | | | |

Signatures

/s/ Thomas M.
Hagerty

**Signature of Reporting Person

O7/05/2011

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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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