Massey Richard N Form 4 November 21, 2017

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number: 3235-0287

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(Check all applicable)

if no longer subject to Section 16. Form 4 or

Check this box

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction

See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

Form 5

(Print or Type Responses)

1. Name and Address of Reporting Person \* 2. Issuer Name **and** Ticker or Trading 5. Relationship of Reporting Person(s) to

Massey Richard N Symbol Issuer

Fidelity National Financial, Inc.

[FNF]

(Last) (First) (Middle) 3. Date of Earliest Transaction \_\_X\_ Director \_\_\_\_\_ 10% Owner (Month/Day/Vear) \_\_\_\_\_ Officer (give title \_\_\_\_\_ Other (specify

(Month/Day/Year) 11/17/2017

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

\_X\_ Form filed by One Reporting Person
\_\_\_ Form filed by More than One Reporting

below)

Person

JACKSONVILLE, FL 32204

**601 RIVERSIDE AVENUE** 

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

2. Transaction Date 2A. Deemed 1.Title of 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Beneficially Beneficial Code Disposed of (D) (D) or (Month/Day/Year) (Instr. 3, 4 and 5) Ownership (Instr. 8) Owned Indirect (I) Following (Instr. 4) (Instr. 4)

(A) Reported
Transaction(s)
or (Instr. 3 and 4)

Code V Amount (D) Price (Instr. 3 and 4)

FNFV

Group  $D_{\text{Cl}}^{(1)} = D_{\text{Cl}}^{(1)} = D_{\text$ 

Common Stock

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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

#### Edgar Filing: Massey Richard N - Form 4

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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
FNFV Group Phantom Stock	(2)	11/17/2017		D <u>(1)</u>		2,241.56	(3)	<u>(3)</u>	FNFV Group Common Stock	2,241.56

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Massey Richard N 601 RIVERSIDE AVENUE JACKSONVILLE, FL 32204	X						

## **Signatures**

/s/ Colleen E. Haley, as attorney-in-fact

11/20/2017

\*\*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) Disposition to Issuer in connection with redemption by the Issuer of each share of its FNFV Group common stock for one share of common stock of Cannae Holdings, Inc.
- (2) Prior to the disposition referenced in footnote 1, each share of phantom stock was the economic equivalent of one share of FNFV stock.
- (3) Shares of phantom stock are payable in cash following the reporting person's termination of service as a director.

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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