

FIDELITY NATIONAL FINANCIAL INC /DE/

Form 8-K

December 17, 2004

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**United States  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 8-K**

**Current Report**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported):  
**December 14, 2004**

**Fidelity National Financial, Inc.**

(Exact name of Registrant as Specified in its Charter)

1-9396  
(Commission File Number)

Delaware  
(State or Other Jurisdiction of Incorporation or  
Organization)

86-0498599  
(IRS Employer Identification Number)

601 Riverside Avenue  
Jacksonville, Florida 32204

(Addresses of Principal Executive Offices)

(904) 854-8100  
(Registrant's Telephone Number, Including Area Code)

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(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events

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EXHIBIT 99.1

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**Item 8.01. Other Events**

On December 14, 2004, Fidelity National Financial, Inc.( FNF ) repurchased a total of 2,530,346 shares of FNF common stock from Willis Stein & Partners ( Willis Stein ), a Chicago-based private equity firm, and J.P. Morgan Chase, as escrow agent for the former stockholders of Aurum Technology, Inc. ( Aurum ). Aurum was acquired by FNF in March 2004.

FNF paid total consideration of \$112.2 million, or \$44.35 per share, for the 2,530,346 shares of stock, a discount to the closing price of FNF s common stock on Monday, December 13, 2004. Willis Stein was the lead investor in an investment group that owned Aurum at the time of FNF s acquisition of Aurum. Willis Stein received its shares of FNF common stock as a portion of the purchase price of Aurum.

**Item 9.01. Financial Statements and Exhibits**

**(c) Exhibits**

| <b>Exhibit</b> | <b>Description</b>   |
|----------------|--|
| 99.1           | Press release announcing the repurchase of 2.5 million shares of FNF common stock. |

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**Fidelity National Financial, Inc.**

Date: December 17, 2004

By: /s/ Alan L. Stinson  
Name: Alan L. Stinson  
Title: Executive Vice President and  
Chief Financial Officer

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