

STINSON ALAN L
Form 4
October 11, 2006

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
STINSON ALAN L

2. Issuer Name **and** Ticker or Trading
Symbol
FIDELITY NATIONAL
FINANCIAL INC /DE/ [FNF]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
601 RIVERSIDE AVENUE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/09/2006

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

JACKSONVILLE, FL 32204

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	10/09/2006		M		50,667	A	\$ 16.3814	142,139 D
Common Stock	10/09/2006		F		30,666	D	\$ 43.24	142,139 D
Common Stock	10/09/2006		M		55,733	A	\$ 11.1019	168,465 D
Common Stock	10/09/2006		F		29,407	D	\$ 43.24	168,465 D
Common Stock	10/09/2006		M		73,568	A	\$ 11.676	202,594 D

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Common Stock	10/09/2006	F	39,439	D	\$ 43.24	202,594	D
Common Stock	10/09/2006	M	13,457	A	\$ 12.4915	208,676	D
Common Stock	10/09/2006	F	7,375	D	\$ 43.24	208,676	D
Common Stock	10/09/2006	M	6,728	A	\$ 13.0112	211,666	D
Common Stock	10/09/2006	F	3,738	D	\$ 43.24	211,666	D

Common Stock						2,370	I	Reporting Person's 401(k) account
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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount of Underlying Securities (Instr. 3 and 4)
Stock Option (right to purchase)	\$ 16.3814	10/09/2006		M	50,667	12/23/2005 12/23/2012	Common Stock 50,667
Stock Option (right to purchase)	\$ 11.1019	10/09/2006		M	55,733	02/21/2004 02/21/2012	Common Stock 55,733
Stock Option (right to purchase)	\$ 11.676	10/09/2006		M	73,568	10/01/2000 10/01/2008	Common Stock 73,568

Stock Option (right to purchase)	\$ 12.4915	10/09/2006	M	13,457	09/24/2004	09/24/2012	Common Stock	13,457
Stock Option (right to purchase)	\$ 13.0116	10/09/2006	M	6,728	12/23/2005	12/23/2012	Common Stock	6,728
Stock Option (right to purchase)	(1)				(2)	(3)	Common Stock	277,060

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STINSON ALAN L 601 RIVERSIDE AVENUE JACKSONVILLE, FL 32204			CFO	

Signatures

Alan L. Stinson 10/11/2006

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) Represents various options granted at various prices.

(2) Exercise dates vary for each of the various grants.

(3) Expiration dates vary for each of the various grants.

(4) Reflects Reporting Person's total Derivative Securities ownership in Fidelity National Financial, Inc. as of October 9, 2006.

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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