

Fidelity National Financial, Inc.
Form 8-K
April 21, 2010

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):

April 21, 2010

Fidelity National Financial, Inc.

(Exact name of Registrant as Specified in its Charter)

001-32630

(Commission File Number)

Delaware

(State or Other Jurisdiction of
Incorporation or Organization)

16-1725106

(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)

(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 2.02. Results of Operations and Financial Condition

On April 21, 2010, Fidelity National Financial, Inc. issued an earnings release announcing its financial results for the First Quarter of 2010. The information in this Current Report is being furnished and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

A copy of the earnings release is attached as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

Exhibit	Description
99.1	Press release announcing Fidelity National Financial, Inc. Reports First Quarter 2010 Earnings.

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: April 21, 2010

By: /s/ Anthony J. Park

Name: Anthony J. Park

Title: Chief Financial Officer

EXHIBIT INDEX

Exhibit	Description
99.1	Press release announcing Fidelity National Financial, Inc. Reports First Quarter 2010 Earnings.

font size="2" face="Times New Roman" style="font-size:1.0pt;">

Semi-annually on February 15 and August 15, commencing August 15, 2016

Interest Record Dates:

February 1 and August 1

Price to Public:

99.994% of the principal amount

Net Proceeds After Underwriting Discount and Before Other Expenses:

\$398,976,000

Benchmark Treasury:

0.750% due February 15, 2019

Benchmark Treasury Yield:

0.952%

Spread to Benchmark Treasury:

45 bps

Yield to Maturity:

1.402%

Optional Redemption:

The 2019 Notes will be redeemable, at the option of Kimberly-Clark Corporation, at any time, in whole or in part, at a redemption price equal to the greater of (i) 100% of the principal amount of the 2019 Notes to be redeemed and (ii) the sum of the present values of the remaining scheduled payments of principal and interest thereon discounted, on a semi-annual basis, at the applicable treasury rate plus 10 basis points, plus, in each case, accrued and unpaid interest to the date of redemption.

Change of Control:

Kimberly-Clark Corporation will be required to make an offer to repurchase the 2019 Notes at a price of 101% of the principal amount plus accrued and unpaid interest upon a Change of Control Repurchase Event.

Expected Settlement Date:

February 22, 2016 (T+3)

CUSIP:

494368 BT9

ISIN:

US494368BT98

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Joint Book-Running Managers: Citigroup Global Markets Inc.
Deutsche Bank Securities Inc.
J.P. Morgan Securities LLC

Co-Managers: Barclays Capital Inc.
Goldman, Sachs & Co.
Morgan Stanley & Co. LLC

\$400,000,000 2.750% Notes due February 15, 2026

Issuer: Kimberly-Clark Corporation

Security Type: Senior Notes

Offering Format: SEC Registered

Principal Amount: \$400,000,000

Maturity Date: February 15, 2026

Coupon: 2.750%

Interest Payment Dates: Semi-annually on February 15 and August 15, commencing August 15, 2016

Interest Record Dates: February 1 and August 1

Price to Public: 99.628% of the principal amount

**Net Proceeds After Underwriting
Discount and Before Other Expenses:** \$396,712,000

Benchmark Treasury: 1.625% due February 15, 2026

Benchmark Treasury Yield: 1.843%

Spread to Benchmark Treasury: 95 bps

Yield to Maturity: 2.793%

Optional Redemption: The 2026 Notes will be redeemable, at the option of Kimberly-Clark Corporation, at any time, in whole or in part, at a redemption price equal to the greater of (i) 100% of the principal amount of the 2026 Notes to be redeemed and (ii) the sum of the present values of the remaining scheduled payments of principal and interest thereon discounted, on a semi-annual basis, at the applicable treasury rate plus 15 basis points, plus, in each case, accrued and unpaid interest to the date of redemption.

Change of Control: Kimberly-Clark Corporation will be required to make an offer to repurchase the 2026 Notes at a price of 101% of the principal amount plus accrued and unpaid interest upon a Change of Control Repurchase Event.

Expected Settlement Date: February 22, 2016 (T+3)

CUSIP: 494368 BU6

ISIN: US494368BU61

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Joint Book-Running Managers: Citigroup Global Markets Inc.
Deutsche Bank Securities Inc.
J.P. Morgan Securities LLC

Co-Managers:

Barclays Capital Inc.
Goldman, Sachs & Co.
Morgan Stanley & Co. LLC

The issuer has filed a registration statement (No. 333-189633) (including a prospectus and a preliminary prospectus supplement) with the U.S. Securities and Exchange Commission (the SEC) for the offering to which this communication relates. Before you invest, you should read each of these documents and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering.

You may get these documents for free by visiting EDGAR on the SEC website at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc. toll-free at 800-831-9146, Deutsche Bank Securities Inc. toll-free at 800-503-4611 or J.P. Morgan Securities LLC collect at 212-834-4533.