

Fidelity National Financial, Inc.

Form 8-K/A

January 23, 2008

**Table of Contents**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K/A  
(Amendment No. 1)**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934  
Date of Report (Date of Earliest Event Reported): November 9, 2007**

**FIDELITY NATIONAL FINANCIAL, INC.**

(Exact name of Registrant as Specified in its Charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| Delaware  | 001-32630                   | 16-1725106                           |
| (State or other Jurisdiction of<br>Incorporation or Organization) | (Commission File<br>Number) | (IRS Employer<br>Identification No.) |

|   |       |
|---|-------|
| 601 Riverside Avenue<br>Jacksonville, Florida | 32204 |
|---|-------|

(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: (904) 854-8100

(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 (*see* General Instruction A.2.):

- 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))
-

**TABLE OF CONTENTS**

EXPLANATORY NOTE

Item 9.01. Financial Statements and Exhibits

SIGNATURES

EXHIBIT INDEX

EXHIBIT 23.1

EXHIBIT 99.1

---

**Table of Contents**

**EXPLANATORY NOTE**

On November 15, 2007, Fidelity National Financial, Inc. (the Company ) filed a Current Report on Form 8-K (the Initial Report ) to report the completion of the acquisition by the Company and others of Ceridian Corporation, a Delaware corporation ( Ceridian ), for approximately \$5.3 billion, comprised of \$1.6 billion in equity funding by investors, \$3.5 billion in proceeds from additional Ceridian debt, and \$0.2 billion in cash from Ceridian. The Company acquired a 33% interest in Ceridian in this transaction. This Current Report on Form 8-K/A (the Amendment ) amends and supplements the Initial Report to provide financial information required by Item 9.01 of Form 8-K. No other amendments to the Initial Report are being made by the Amendment.

**Item 9.01. Financial Statements and Exhibits**

(a) Financial statements of the business acquired.

To the extent required by this item, the financial statements of the business acquired by the Company are included in this Amendment through incorporation by reference to the annual report on Form 10-K of Ceridian for the year ended December 31, 2006 and to the quarterly report on Form 10-Q of Ceridian for the nine months ended September 30, 2007.

(b) *Pro forma* financial information.

To the extent required by this item, pro forma financial information is filed as Exhibit 99.1 to this Amendment and incorporated by reference herein.

(d) Exhibits

**Exhibit**

**Number**

**Description**

|      |   |
|------|---|
| 23.1 | Consent of Independent Registered Public Accounting Firm KPMG LLP.  |
| 99.1 | Unaudited pro forma condensed consolidated financial information of Fidelity National Financial, Inc. as of September 30, 2007 and for the year ended December 31, 2006 and the nine month period ended September 30, 2007. |

**Table of Contents**

**SIGNATURES**

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 hereunto duly authorized.

FIDELITY NATIONAL FINANCIAL, INC.

By: /s/ Anthony J. Park  
Anthony J. Park  
Chief Financial Officer

Dated: January 23, 2008

2

---

**Table of Contents**

**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>  |
|---------------------------|---|
| 23.1                      | Consent of Independent Registered Public Accounting Firm KPMG LLP.  |
| 99.1                      | Unaudited pro forma condensed consolidated financial information of Fidelity National Financial, Inc. as of September 30, 2007 and for the year ended December 31, 2006 and the nine month period ended September 30, 2007. |