

UNITED STATES OF AMERICA  
BEFORE THE FEDERAL TRADE COMMISSION

09 18 2019  
596059

COMMISSIONERS: Joseph J. Simons, Chairman  
Noah Joshua Phillips  
Rohit Chopra  
Rebecca Kelly Slaughter  
Christine S. Wilson

**In the Matter of**

Fidelity National Financial, Inc.,  
a corporation

and

Stewart Information Services  
Corporation,  
a corporation.

Docket No. 9385

**PUBLIC**

**JOINT MOTION TO DISMISS COMPLAINT**

Complaint Counsel and Respondents Fidelity National Financial, Inc. (“Fidelity”) and Stewart Information Services Corporation (“Stewart”) jointly move to dismiss the complaint in the above-captioned matter. On September 10, 2019, Respondents terminated their Asset Purchase Agreement. As set forth in the attached correspondence, Respondent Fidelity has withdrawn its Hart-Scott-Rodino Notification and Report Forms filed for the proposed acquisition. The complaint is now moot.

Accordingly, the parties respectfully request that the Commission dismiss the complaint.

A proposed order is attached.

Dated: September 18, 2019

Respectfully submitted,

/s/ John E. Scribner

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/s/ Jonathan H. Lasken

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Christina F. Shackelford  
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Steven Keely  
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Bureau of Competition  
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Washington, DC 20580  
(202) 326-2604  
jlasken@ftc.gov

Counsel Supporting the Complaint

# ATTACHMENT

From: [Naughton, Michael](#)  
To: [premerger](#); [premerger@usdoj.gov](mailto:premerger@usdoj.gov)  
Cc: [Scribner, John](#)  
Subject: Transaction Number 20181030 -- Withdrawal of HSR Notification under Rule 803.12(b)  
Date: Wednesday, September 11, 2019 2:30:34 PM

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Dear PNO and DOJ Premerger Office,

Fidelity National Financial, Inc. hereby withdraws the above referenced HSR notification, filed on March 30, 2018, effective today, September 11, 2019, the date of its filing with the SEC that publicly announced termination of the Merger Agreement with Stewart Information Services Corporation.

Best regards,

Michael

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Michael C. Naughton  
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[PROPOSED] ORDER DISMISSING COMPLAINT

This matter comes before the Commission on Complaint Counsel and Respondents' Joint Motion to Dismiss the Complaint. Having considered the motion, it is hereby ORDERED:

The Joint Motion to Dismiss the Complaint, dated September 18, 2019, is GRANTED; and the complaint is DISMISSED without prejudice.

By the Commission. Chairman Simons recused.

Date: \_\_\_\_\_

\_\_\_\_\_  
April Tabor  
Acting Secretary

CERTIFICATE OF SERVICE

I hereby certify that on September 18, 2019, I filed the foregoing document electronically using the FTC's E-Filing System, which will send notification of such filing to:

April Tabor  
Acting Secretary  
Federal Trade Commission  
600 Pennsylvania Avenue, N.W., Rm. H-113  
Washington, DC 20580  
ElectronicFilings@ftc.gov

The Honorable D. Michael Chappell  
Administrative Law Judge  
Federal Trade Commission  
600 Pennsylvania Ave., NW, Rm. H-110  
Washington, DC 20580

I also certify that I delivered via electronic mail a copy of the foregoing document to:

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Counsel for Stewart

Dated: September 18, 2019

By:     /s/ Jonathan H. Lasken  
Attorney

CERTIFICATE FOR ELECTRONIC FILING

I certify that the electronic copy sent to the Secretary of the Commission is a true and correct copy of the paper original and that I possess a paper original of the signed document that is available for review by the parties and the adjudicator.

Dated: September 18, 2019

By: /s/ Jonathan H. Lasken  
Attorney