

UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION



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 As set forth in the attached correspondence, Respondent Fidelity has withdrawn its Hart-Scott-Rodino Notification and Report Forms filed for the proposed acquisition.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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Counsel for Respondent Fidelity

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Counsel for Respondent Stewart

/s/ Jonathan H. Lasken

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Bureau of Competition
600 Pennsylvania Avenue, N.W.
Washington, DC 20580
(202) 326-2604
jlasken@ftc.gov

Counsel Supporting the Complaint

ATTACHMENT

From: [Naughton, Michael](#)
To: [premerger; 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

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

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