

STINSON ALAN L
Form 4
October 26, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol
Fidelity National Title Group, Inc.
[FNT]

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)
10/24/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Officer

JACKSONVILLE, FL 32204

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	10/24/2006		A		7,201 ⁽¹⁾	A	⁽²⁾ 84,710 ⁽³⁾	D
Common Stock	10/24/2006		A		130,000 ⁽⁴⁾	A	\$ 0 214,710	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 Number of Shares
Stock Option (right to purchase)	\$ 17.67	10/24/2006		A	109,904	<u>(5)</u>	08/19/2013	Common Stock	109,904
Stock Option (right to purchase)	\$ 16.65	10/24/2006		A	164,856	<u>(7)</u>	12/16/2012	Common Stock	164,856

Reporting Owners

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

Signatures

Alan L. Stinson 10/26/2006

**Signature of Date
Reporting Person

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) Restricted stock vesting in two equal annual installments on November 18 of 2006 and 2007.

Received in exchange for 7,700 shares of Fidelity National Financial, Inc. ("FNF") restricted common stock pursuant to the securities exchange and distribution agreement ("SEDA") between FNF and FNT in connection with the spin-off of FNT. On the effective date of the spin-off, the closing price of FNF's common stock was \$20.79 per share, and the closing price of FNT's common stock was \$22.23 per share.

(3) Includes 16,135 shares of Fidelity National Title Group, Inc. ("FNT") restricted stock received as a dividend on the effective date of the FNT spin-off.

(4) Grant of restricted common stock vesting in three equal annual installments on October 25 of each of the next three years.

(5) The options vest in three equal annual installments beginning August 19, 2006.

(6)

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Received pursuant to the SEDA in connection with the spin-off of FNT in exchange for a stock option to acquire 110,824 shares of FNF common stock for \$35.04 per share (prior to any anti-dilutive adjustment to the option to account for the spin-off of FNT).

(7) The option vests in three equal annual installments beginning October 15, 2005.

(8) Received pursuant to the SEDA in connection with the spin-off of FNT in exchange for a stock option to acquire 166,236 shares of FNF common stock for \$33.03 per share (prior to any anti-dilutive adjustment to the option to account for the spin-off of FNT).

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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