REMY INTERNATIONAL, INC.

Form 4

December 31, 2014

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

**OMB APPROVAL** 

OMB Number:

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Fidelity National Financial, Inc.

2. Issuer Name and Ticker or Trading

Issuer

5. Relationship of Reporting Person(s) to

Symbol

REMY INTERNATIONAL, INC. [REMY]

(Check all applicable)

(Last)

(City)

(First)

(Street)

(State)

(Middle)

(Zip)

3. Date of Earliest Transaction

Director Officer (give title below)

X\_\_ 10% Owner Other (specify

**601 RIVERSIDE AVENUE** 

12/31/2014

(Month/Day/Year)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

Form filed by One Reporting Person \_X\_ Form filed by More than One Reporting

Person

JACKSONVILLE, FL 32204

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

5. Amount of 6. Securities Beneficially Owned Following

7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4)

(A) or

(D)

D

Amount

16,342,508

Reported (I) Transaction(s) (Instr. 4)

(Instr. 3 and 4)

Common

\$0.0001

per share

Stock, par value 12/31/2014

Code V

J(2)

0

Price

See I footnotes

(1)(2)

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

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SEC 1474 (9-02)

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

9. Nu Deriv Secu

Owner Follo Repo Trans (Instr

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | isable and | 7. Titl      | e and    | 8. Price of | 9 |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|------------|--------------|----------|-------------|---|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | onNumber   | Expiration Da | ite        | Amou         | nt of    | Derivative  | 1 |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/Y  | Year)      | Under        | lying    | Security    |   |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |            | Securi       | ities    | (Instr. 5)  | ] |
|             | Derivative  |                     |                    |            | Securities |               |            | (Instr.      | 3 and 4) |             | ( |
|             | Security    |                     |                    |            | Acquired   |               |            |              |          |             | J |
|             |             |                     |                    |            | (A) or     |               |            |              |          |             | J |
|             |             |                     |                    |            | Disposed   |               |            |              |          |             | - |
|             |             |                     |                    |            | of (D)     |               |            |              |          |             | ( |
|             |             |                     |                    |            | (Instr. 3, |               |            |              |          |             |   |
|             |             |                     |                    |            | 4, and 5)  |               |            |              |          |             |   |
|             |             |                     |                    |            |            |               |            |              | Amount   |             |   |
|             |             |                     |                    |            |            |               |            |              | Amount   |             |   |
|             |             |                     |                    |            |            | Date          |            | Title Number |          |             |   |
|             |             |                     |                    |            |            | Exercisable   |            |              |          |             |   |
|             |             |                     |                    | C 1 W      | (A) (D)    |               |            |              | of       |             |   |
|             |             |                     |                    | Code V     | (A) (D)    |               |            |              | Shares   |             |   |

## **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |         |       |  |  |
|---|---------------|-----------|---------|-------|--|--|
| <b>Fg</b>   | Director      | 10% Owner | Officer | Other |  |  |
| Fidelity National Financial, Inc.<br>601 RIVERSIDE AVENUE<br>JACKSONVILLE, FL 32204         |               | X         |         |       |  |  |
| Fidelity National Financial Ventures, LLC<br>601 RIVERSIDE AVENUE<br>JACKSONVILLE, FL 32204 |               | X         |         |       |  |  |
| New Remy Corp<br>601 RIVERSIDE AVENUE<br>JACKSONVILLE, FL 32204                             |               | X         |         |       |  |  |

## **Signatures**

| Fidelity National Financial, Inc., By: /s/ Michael L. Gravelle, Executive Vice President, General Counsel and Corporate Secretary |            |  |  |  |
|---|------------|--|--|--|
| **Signature of Reporting Person   | Date       |  |  |  |
| Fidelity National Financial Ventures, LLC, By: /s/ Michael L. Gravelle, Managing Director and Corporate Secretary                 |            |  |  |  |
| **Signature of Reporting Person   | Date       |  |  |  |
| New Remy Corp., By: /s/ Michael L. Gravelle, Executive Vice President, General Counsel and Corporate Secretary                    | 12/31/2014 |  |  |  |
| **Signature of Reporting Person   | Date       |  |  |  |

## **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).

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- (1) This form is a joint filing by Fidelity National Financial, Inc. ("FNF"), Fidelity National Financial Ventures, LLC ("FNFV") and New Remy Corp. ("New Remy"), each a direct wholly owned subsidiary of FNF.
  - Pursuant to a Reorganization Agreement, dated as of September 7, 2014, by and between FNF and New Remy, FNFV distributed all of the 16,342,508 shares of Issuer common stock that it owned (the "FNF Owned Remy Shares") to FNF, which then contributed the FNF
- (2) Owned Remy Shares to New Remy in exchange for 100% of the shares of common stock of New Remy (the "New Remy Common Stock"). FNF then completed, via a special stock dividend, the distribution of all of the shares of New Remy Common Stock to the holders of FNFV Group common stock.

#### **Remarks:**

Exhibit List: Exhibit 99.1 - Joint Filer Information, incorporated herein by reference

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.