

AMENDMENT NO. 2

dated November 10, 2022

**to the Annual Information Form of Fidelity® Capital Structure Corp. dated
April 25, 2022, as amended by Amendment No. 1 dated July 5, 2022,**

(the “AIF”)

in respect of:

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity U.S. Growth
Opportunities Systematic Currency Hedged Class**

Series A, B, F, F5, S5 and T5 shares of Fidelity Corporate Bond Class

(the “Funds”)

The AIF is being amended to: (i) notify investors that effective November 10, 2022, the risk rating for Fidelity U.S. Growth Opportunities Systematic Currency Hedged Class will increase from “medium” to “medium to high” and (ii) update the management fee of Fidelity Corporate Bond Class.

CERTIFICATE OF THE FUNDS

DATED: November 10, 2022

This Amendment No. 2 dated November 10, 2022, together with the Annual Information Form dated April 25, 2022, as amended by Amendment No. 1 dated July 5, 2022, and the Simplified Prospectus dated April 25, 2022, as amended by Amendment No. 1 dated July 5, 2022 and Amendment No. 2 dated November 10, 2022, and the documents incorporated by reference into the Simplified Prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the Simplified Prospectus, as amended, as required by the securities legislation of all of the provinces and territories of Canada, and do not contain any misrepresentations.

“Gordon Thomson”

“Kathryn Black”

GORDON THOMSON
Chief Executive Officer
Fidelity® Capital Structure Corp.

KATHRYN BLACK
Chief Financial Officer
Fidelity® Capital Structure Corp.

ON BEHALF OF THE BOARD OF DIRECTORS OF
FIDELITY® CAPITAL STRUCTURE CORP.

“Roderick J. McKay”

“Karl Ewoniak”

RODERICK J. MCKAY
Director

KARL EWONIAK
Director

CERTIFICATE OF THE MANAGER AND PROMOTER OF THE FUNDS

DATED: November 10, 2022

This Amendment No. 2 dated November 10, 2022, together with the Annual Information Form dated April 25, 2022, as amended by Amendment No. 1 dated July 5, 2022, and the Simplified Prospectus dated April 25, 2022, as amended by Amendment No. 1 dated July 5, 2022 and Amendment No. 2 dated November 10, 2022, and the documents incorporated by reference into the Simplified Prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the Simplified Prospectus, as amended, as required by the securities legislation of all of the provinces and territories of Canada, and do not contain any misrepresentations.

“Robert Lloyd Strickland”

ROBERT LLOYD STRICKLAND
Chief Executive Officer
Fidelity Investments Canada ULC

“Philip McDowell”

PHILIP McDOWELL
Chief Financial Officer
Fidelity Investments Canada ULC

ON BEHALF OF THE BOARD OF DIRECTORS OF
FIDELITY INVESTMENTS CANADA ULC
AS MANAGER AND PROMOTER OF THE FUNDS

“Barry Myers”

BARRY MYERS
Director

“Cameron Murray”

CAMERON MURRAY
Director