

**AMENDMENT NO. 3**

**dated December 5, 2022**

**to the Annual Information Form of Fidelity® Capital Structure Corp. (the  
“Corporation”) dated April 25, 2022, as amended by Amendment No. 1 dated  
July 5, 2022 and Amendment No. 2 dated November 10, 2022**

**(the “AIF”)**

**in respect of:**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Canadian Disciplined  
Equity® Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Canadian Growth  
Company Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Canadian Large Cap  
Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Canadian  
Opportunities Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Dividend Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Greater Canada Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Dividend Plus Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Special Situations  
Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity True North® Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity North American  
Equity Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity CanAm  
Opportunities Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity CanAm  
Opportunities Currency Neutral Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity American Disciplined  
Equity® Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity American Disciplined  
Equity® Currency Neutral Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity American Equity  
Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity American Equity  
Currency Neutral Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity U.S. Focused Stock  
Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity U.S. Focused Stock  
Currency Neutral Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Small Cap America  
Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Small Cap America  
Currency Neutral Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity U.S. All Cap Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity U.S. All Cap  
Currency Neutral Class**

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

**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, F8, S5, S8, T5 and T8 shares of Fidelity Insights Class®**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Insights Currency  
Neutral Class™**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity AsiaStar® Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity China Class**

**Series A, B and F shares of Fidelity Emerging Markets Class**

**Series A, B and F shares of Fidelity Europe Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Far East Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Disciplined  
Equity® Class**

**Series A, B, F, S5, S8, T5 and T8 shares of Fidelity Global Disciplined Equity®  
Currency Neutral Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Dividend  
Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Large Cap  
Class**

**Series A, B, F, S5, S8, T5 and T8 shares of Fidelity Global Large Cap Currency  
Neutral Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Concentrated  
Equity Class**

**Series A, B, F, S5, S8, T5 and T8 shares of Fidelity International Disciplined  
Equity® Class**

**Series A, B, F, S5, S8, T5 and T8 shares of Fidelity International Disciplined  
Equity® Currency Neutral Class**

**Series A, B and F shares of Fidelity Japan Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity NorthStar® Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity NorthStar® Currency  
Neutral Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity International Growth Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Intrinsic Value Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Intrinsic Value Currency Neutral Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Innovators<sup>®</sup> Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Innovators<sup>®</sup> Currency Neutral Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Founders Class<sup>®</sup>**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Founders Currency Neutral Class<sup>™</sup>**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Growth and Value Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Growth and Value Currency Neutral Class**

**Series B, F, F5, F8, S5 and S8 shares of Fidelity Disruptors<sup>™</sup> Class**

**Series B, F, F5, F8, S5 and S8 shares of Fidelity Disruptive<sup>™</sup> Automation Class**

**Series A, B and F shares of Fidelity Global Consumer Industries Class**

**Series A, B and F shares of Fidelity Global Financial Services Class**

**Series A, B and F shares of Fidelity Global Health Care Class**

**Series A, B and F shares of Fidelity Global Natural Resources Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Real Estate Class**

**Series A, B, F, F5, F8, S5 and S8 shares of Fidelity Technology Innovators Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Canadian Asset Allocation Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Canadian Balanced Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Monthly Income Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Income Class Portfolio**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Income Class Portfolio**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Balanced Class Portfolio**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Balanced Class Portfolio**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Growth Class Portfolio**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global Growth Class Portfolio**

**Series A, B and F shares of Fidelity Canadian Short Term Income Class**

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

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity Canadian Equity Private Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity Concentrated Canadian Equity Private Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity U.S. Equity Private Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity U.S. Equity Currency Neutral Private Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity International Equity  
Private Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity International Equity  
Currency Neutral Private Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity Global Equity Private  
Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity Global Equity Currency  
Neutral Private Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity Concentrated Value  
Private Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity Balanced Income  
Private Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity Balanced Income  
Currency Neutral Private Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity Balanced Private Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity Balanced Currency  
Neutral Private Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity Asset Allocation Private  
Pool**

**Series B, F, F5, F8, I, I5, I8, S5 and S8 shares of Fidelity Asset Allocation  
Currency Neutral Private Pool**

**Series B, F, F5, I, I5 and S5 shares of Fidelity Premium Fixed Income Private  
Pool Class**

**(the “Funds”)**

The AIF is being amended to update the directors of the Corporation.

## **AMENDMENTS OF THE AIF**

The technical amendments to the AIF required to effect these amendments are set out below:

### 1. Management of the Funds

The table under the sub-heading “Executive Officers and Directors of the Corporation” on page no. 31 is amended as follows:

- i. The portion of the table listing the details of “Kathryn Black” on page 31 is deleted in its entirety and replaced with the following:

<b>Name and Municipality of Residence</b>	<b>Office</b>	<b>Principal Occupation for Last Five Years</b>
Kathryn Black Calgary, Alberta	Chief Financial Officer and Director	Chief Financial Officer, Fidelity Capital Structure Corp. Also, Director Sales Enablement. Formerly, Manager Regional Sales.

- ii. The table is amended by adding a new director at the end of the table with following details:

<b>Name and Municipality of Residence</b>	<b>Office</b>	<b>Principal Occupation for Last Five Years</b>
Oladayo Oni Edmonton, Alberta	Director	Senior Manager, Finance & Enterprise Risk, Credit Union Deposit Guarantee Corporation. Formerly, Manager Finance IFRS16, Bell. Prior thereto, Risk Analyst/Bank Examiner, Central Bank of Nigeria.

### 2. Fund Governance

The fourth and fifth sentences in the first paragraph under the sub-heading “General” on page 91 are deleted and replaced with the following:

“Currently, the board of directors consists of six individuals. Three members of the board, Mr. Ewoniak, Mr. McKay and Ms. Oni, are independent in that they are not members of the management of the Corporation or Fidelity nor are they employed by the Corporation, Fidelity or any of its affiliates.”

## CERTIFICATE OF THE FUNDS

DATED: December 5, 2022

This Amendment No. 3 dated December 5, 2022, together with the Annual Information Form dated April 25, 2022, as amended by Amendment No. 1 dated July 5, 2022 and Amendment No. 2 dated November 10, 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: December 5, 2022

This Amendment No. 3 dated December 5, 2022, together with the Annual Information Form dated April 25, 2022, as amended by Amendment No. 1 dated July 5, 2022 and Amendment No. 2 dated November 10, 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