

AMENDMENT NO. 5

dated January 25, 2023

**to the Annual Information Form of Fidelity® Capital Structure Corp.
dated April 25, 2022, as amended by Amendment No. 1 dated July 5, 2022,
Amendment No. 2 dated November 10, 2022, Amendment No. 3
dated December 5, 2022 and Amendment No. 4 dated December 14, 2022**

(the “AIF”)

in respect of:

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

(the “Fund”)

The AIF is being amended, in connection with Amendment No. 3 to the Simplified Prospectus, to update the investment strategies of the Fund.

CERTIFICATE OF THE FUND

DATED: January 25, 2023

This Amendment No. 5 dated January 25, 2023, together with the Annual Information Form dated April 25, 2022, as amended by Amendment No. 1 dated July 5, 2022, Amendment No. 2 dated November 10, 2022, Amendment No. 3 dated December 5, 2022 and Amendment No. 4 dated December 14, 2022, and the Simplified Prospectus dated April 25, 2022, as amended by Amendment No. 1 dated July 5, 2022, Amendment No. 2 dated November 10, 2022 and Amendment No. 3 dated January 25, 2023, 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”

GORDON THOMSON
Chief Executive Officer
Fidelity® Capital Structure Corp.

“Kathryn Black”

KATHRYN BLACK
Chief Financial Officer
Fidelity® Capital Structure Corp.

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

“Roderick J. McKay”

RODERICK J. MCKAY
Director

“Karl Ewoniak”

KARL EWONIAK
Director

CERTIFICATE OF THE MANAGER AND PROMOTER OF THE FUND

DATED: January 25, 2023

This Amendment No. 5 dated January 25, 2023, together with the Annual Information Form dated April 25, 2022, as amended by Amendment No. 1 dated July 5, 2022, Amendment No. 2 dated November 10, 2022, Amendment No. 3 dated December 5, 2022 and Amendment No. 4 dated December 14, 2022, and the Simplified Prospectus dated April 25, 2022, as amended by Amendment No. 1 dated July 5, 2022, Amendment No. 2 dated November 10, 2022 and Amendment No. 3 dated January 25, 2023, 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”

“Philip McDowell”

ROBERT LLOYD STRICKLAND
Chief Executive Officer
Fidelity Investments Canada ULC

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 FUND

“Barry Myers”

“Cameron Murray”

BARRY MYERS
Director

CAMERON MURRAY
Director