

**AMENDMENT NO. 3**

**dated July 31, 2020**

**to the Annual Information Form of Fidelity Capital Structure Corp. dated  
April 28, 2020, as amended by Amendment No. 1 dated June 1, 2020 and  
Amendment No. 2 dated June 9, 2020**

**(the “AIF”)**

**in respect of:**

**Series A, B, E1, E1T5, E2, E2T5, E3, E3T5, E4, F, F5, F8, P1, P1T5, P2, P2T5,  
P3, P3T5, P4, P4T5, S5, S8, T5 and T8 shares of Fidelity Greater Canada Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, F, F5, F8, P1, P1T5, P2, P2T5, P3, P3T5,  
P4, P4T5, P5, P5T5, S5, S8, T5 and T8 shares of Fidelity True North® Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E4, F, F5, F8, P1, P1T5, P2, P2T5, P3, P4,  
S5, S8, T5 and T8 shares of Fidelity North American Equity Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E4, F, F5, F8, P1, P2, P3, P4, S5, S8, T5 and  
T8 shares of Fidelity U.S. Focused Stock Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E3T5, E4, E5, F, F5, F8, P1, P1T5, P2,  
P2T5, P3, P3T5, P4, P4T5, P5, P5T5, S5, S8, T5 and T8 shares of Fidelity Small  
Cap America Class**

**Series A, B, E1, E2, E3, F, F5, F8, P1, P2, P3, S5, S8, T5 and T8 shares of  
Fidelity U.S. Growth Opportunities Class**

**Series A, B, E1, E2, E3, F, F5, F8, P1, P2, P3, S5, S8, T5 and T8 shares of  
Fidelity U.S. Growth Opportunities Systematic Currency Hedged Class**

**Series A, B, E1, E1T5, E2, F, F5, F8, P1, P1T5, P2, P3, P4, S5, S8, T5 and T8  
shares of Fidelity China Class**

**Series P3 shares of Fidelity Emerging Markets Class**

**Series A, B, E1, E1T5, E2, E3, E4, F, F5, F8, P1, S5, S8, T5 and T8 shares of  
Fidelity Global Class**



**Series A, B, E1, E2, F, P1, P2, S5, S8, T5 and T8 shares of Fidelity Global Disciplined Equity<sup>®</sup> Currency Neutral Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E4, E5, F, F5, F8, P1, P1T5, P2, P2T5, P3, P3T5, P4, S5, S8, T5 and T8 shares of Fidelity Global Large Cap Class**

**Series E1 shares of Fidelity International Disciplined Equity<sup>®</sup> Class**

**Series A, B, E1, E1T5, E2, E2T5, F, P1, P2, S5, S8, T5 and T8 shares of Fidelity International Disciplined Equity<sup>®</sup> Currency Neutral Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E3T5, E4, E5, F, F5, F8, P1, P1T5, P2, P2T5, P3, P3T5, P4, P4T5, P5, P5T5, S5, S8, T5 and T8 shares of Fidelity NorthStar<sup>®</sup> Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E4, E5, F, F5, F8, P1, P1T5, P2, P2T5, P3, P3T5, P4, P5, S5, S8, T5 and T8 shares of Fidelity NorthStar<sup>®</sup> Currency Neutral Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E3T5, E4, E4T5, E5, F, F5, F8, P1, P1T5, P2, P2T5, P3, P4, P5, S5, S8, T5 and T8 shares of Fidelity Insights Currency Neutral Class**

**Series A, B, E1, E1T5, E2, E2T5, E3, E3T5, E4, E5, F, F5, F8, P1, P1T5, P2, P2T5, P3, P3T5, P4, P5, S5, S8, T5 and T8 shares of Fidelity Global Growth and Value Currency Neutral Class**

**Series A, B, E1, E1T5, E2, F, F5, F8, P1, P1T5, P2, P3, P4, P5, S5, S8, T5 and T8 shares of Fidelity Global Real Estate Class**

**(collectively, the “Funds”)**

The Annual Information Form is being amended to:

- (i) add series of shares to the Funds, except Fidelity Emerging Markets Class and Fidelity International Disciplined Equity<sup>®</sup> Class; and
- (ii) add a U.S. dollar purchase option for Series E1, E2 and P1 of Fidelity U.S. Focused Stock Class, Series P1T5 of Fidelity U.S. Growth Opportunities Class, Series P3 of Fidelity Emerging Markets Class and Series E1 of Fidelity International Disciplined Equity<sup>®</sup> Class.

### **AMENDMENTS TO THE AIF**

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

#### 1. Front Cover

The front cover is amended to indicate the following:

- (a) Series E4T5 shares are also available for Fidelity Greater Canada Class;
- (b) Series E3T5 and E4 shares are also available for Fidelity True North<sup>®</sup> Class;
- (c) Series E3T5 and P3T5 shares are also available for Fidelity North American Equity Class;
- (d) Series P1T5 shares are also available for Fidelity U.S. Focused Stock Class;
- (e) Series E4T5 shares are also available for Fidelity Small Cap America Class;
- (f) Series P1T5, P2T5, P3T5 and P4 shares are also available for Fidelity U.S. Growth Opportunities Class;
- (g) Series P1T5 and P4 shares are also available for Fidelity U.S. Growth Opportunities Systematic Currency Hedged Class;
- (h) Series E2T5 and E3 shares are also available for Fidelity China Class;
- (i) Series P2 and P3 shares are also available for Fidelity Global Class;
- (j) Series E3 shares are also available for Fidelity Global Disciplined Equity<sup>®</sup> Currency Neutral Class;
- (k) Series E3T5 and E4T5 shares are also available for Fidelity Global Large Cap Class;
- (l) Series E3 shares are also available for Fidelity International Disciplined Equity<sup>®</sup> Currency Neutral Class;
- (m) Series E4T5 shares are also available for Fidelity NorthStar<sup>®</sup> Class;
- (n) Series E3T5 shares are also available for Fidelity NorthStar<sup>®</sup> Currency Neutral Class;
- (o) Series P3T5 shares are also available for Fidelity Insights Currency Neutral Class;

- (p) Series P4T5 shares are also available for Fidelity Global Growth and Value Currency Neutral Class; and
- (q) Series E3 shares are also available for Fidelity Global Real Estate Class.

2. Management of the Funds

- (a) The disclosure in the table under the heading “Executive Officers and Directors of Fidelity” starting on page 31 is amended as follows:
  - i. The portion of the table listing the principal occupations or business activities of Heleen Wolfert on page 32 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>
David Bushnell East York, Ontario	Senior Vice-President, Marketing	Senior Vice-President, Marketing. Prior thereto, Vice-President, Regional Sales.

3. Back Cover

The back cover is amended to indicate the following:

- (a) Series E4T5 shares are also available for Fidelity Greater Canada Class;
- (b) Series E3T5 and E4 shares are also available for Fidelity True North<sup>®</sup> Class;
- (c) Series E3T5 and P3T5 shares are also available for Fidelity North American Equity Class;
- (d) Series P1T5 shares are also available for Fidelity U.S. Focused Stock Class;
- (e) Series E4T5 shares are also available for Fidelity Small Cap America Class;
- (f) Series P1T5, P2T5, P3T5 and P4 shares are also available for Fidelity U.S. Growth Opportunities Class;
- (g) Series P1T5 and P4 shares are also available for Fidelity U.S. Growth Opportunities Systematic Currency Hedged Class;
- (h) Series E2T5 and E3 shares are also available for Fidelity China Class;
- (i) Series P2 and P3 shares are also available for Fidelity Global Class;
- (j) Series E3 shares are also available for Fidelity Global Disciplined Equity<sup>®</sup> Currency Neutral Class;
- (k) Series E3T5 and E4T5 shares are also available for Fidelity Global Large Cap Class;
- (l) Series E3 shares are also available for Fidelity International Disciplined Equity<sup>®</sup> Currency Neutral Class;
- (m) Series E4T5 shares are also available for Fidelity NorthStar<sup>®</sup> Class;

- (n) Series E3T5 shares are also available for Fidelity NorthStar<sup>®</sup> Currency Neutral Class;
- (o) Series P3T5 shares are also available for Fidelity Insights Currency Neutral Class;
- (p) Series P4T5 shares are also available for Fidelity Global Growth and Value Currency Neutral Class; and
- (q) Series E3 shares are also available for Fidelity Global Real Estate Class.

## CERTIFICATE OF THE FUNDS

DATED: July 31, 2020

This Amendment No. 3 dated July 31, 2020, together with the Annual Information Form dated April 28, 2020, as amended by Amendment No. 1 dated June 1, 2020 and Amendment No. 2 dated June 9, 2020, and the Simplified Prospectus dated April 28, 2020, as amended by Amendment No. 1 dated June 1, 2020 and Amendment No. 2 dated July 31, 2020, 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”*

*“Philippe Potvin”*

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GORDON THOMSON  
Chief Executive Officer  
Fidelity Capital Structure Corp.

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PHILIPPE POTVIN  
Chief Financial Officer  
Fidelity Capital Structure Corp.

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

*“Roderick J. McKay”*

*“Karl Ewoniak”*

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RODERICK J. MCKAY  
Director

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KARL EWONIAK  
Director

## CERTIFICATE OF THE MANAGER AND PROMOTER OF THE FUNDS

DATED: July 31, 2020

This Amendment No. 3 dated July 31, 2020, together with the Annual Information Form dated April 28, 2020, as amended by Amendment No. 1 dated June 1, 2020 and Amendment No. 2 dated June 9, 2020, and the Simplified Prospectus dated April 28, 2020, as amended by Amendment No. 1 dated June 1, 2020 and Amendment No. 2 dated July 31, 2020, 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”*

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ROBERT LLOYD STRICKLAND  
Chief Executive Officer  
Fidelity Investments Canada ULC

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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”*

*“Cameron Murray”*

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BARRY MYERS  
Director

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CAMERON MURRAY  
Director