

AMENDMENT NO. 5

dated November 1, 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,
Amendment No. 2 dated June 9, 2020, Amendment No. 3 dated July 31, 2020
and Amendment No. 4 dated August 27, 2020**

(the “AIF”)

in respect of:

**Series A, B, E1, E1T5, E2, E2T5, E3, F, F5, F8, P1, P1T5, P2, P3, P4, S5, S8, T5
and T8 shares of Fidelity American Disciplined Equity[®] Currency Neutral Class**

**Series A, B, E1, E2, E3, E4, P1, P2, P3, P4, S5, S8, T5 and T8 shares of
Fidelity AsiaStar[®] Class**

**Series A, B, E1, E2, E3, E4, F, P1, P2, P3, P4 and P5 shares of Fidelity
Emerging Markets Class**

Series A, B, E1, E2, E3, E4, F, P1, P2 and P3 shares of Fidelity Japan Class

**Series A, B, E1, E1T5, E2, E2T5, E3, E3T5, E4, E4T5, E5, E5T5, F, F5, F8,
P1, P1T5, P2, P2T5, P3, P3T5, P4, P5, S5, S8, T5 and T8 shares of Fidelity
Global Innovators[®] Class**

**Series A, B, E1, E2, E3, E4, F, P1, P2, P3 and P4 shares of Fidelity Global
Health Care Class**

(collectively, the “Funds”)

The AIF is being amended in connection with the amendment to the simplified prospectus to:

- (i) notify investors that effective November 1, 2020, the risk ratings for:
 - a. Fidelity AsiaStar[®] Class, Fidelity Global Health Care Class and Fidelity Japan Class will decrease from “medium to high” to “medium”; and
 - b. Fidelity Emerging Markets Class and Fidelity Global Innovators[®] Class will decrease from “high” to “medium to high”;
- (ii) cancel the proposed termination of Fidelity American Disciplined Equity[®] Currency Neutral Class and re-open this Fund to purchases by investors on or around November 6, 2020; and
- (iii) update the distribution policy section set out in “Your guide to the Funds”.

AMENDMENTS TO THE AIF

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

Purchases and Switches of Shares

The paragraph added immediately under the heading “Fidelity American Disciplined Equity[®] Currency Neutral Class” and immediately prior to Purchase Options on page 22 is deleted and replaced in its entirety by the following:

“Fidelity American Disciplined Equity[®] Currency Neutral Class is generally closed to new purchases by investors as of the close of business on August 20, 2020. Fidelity American Disciplined Equity[®] Currency Neutral Class will reopen to purchases by investors on or around November 6, 2020.”

CERTIFICATE OF THE FUNDS

DATED: November 1, 2020

This Amendment No. 5 dated November 1, 2020, together with the Annual Information Form dated April 28, 2020, as amended by Amendment No. 1 dated June 1, 2020, Amendment No. 2 dated June 9, 2020, Amendment No. 3 dated July 31, 2020 and Amendment No. 4 dated August 27, 2020, and the Simplified Prospectus dated April 28, 2020, as amended by Amendment No. 1 dated June 1, 2020, Amendment No. 2 dated July 31, 2020, Amendment No. 3 dated August 27, 2020 and Amendment No. 4 dated November 1, 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”

“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 1, 2020

This Amendment No. 5 dated November 1, 2020, together with the Annual Information Form dated April 28, 2020, as amended by Amendment No. 1 dated June 1, 2020, Amendment No. 2 dated June 9, 2020, Amendment No. 3 dated July 31, 2020 and Amendment No. 4 dated August 27, 2020, and the Simplified Prospectus dated April 28, 2020, as amended by Amendment No. 1 dated June 1, 2020, Amendment No. 2 dated July 31, 2020, Amendment No. 3 dated August 27, 2020 and Amendment No. 4 dated November 1, 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”

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 FUNDS

“Barry Myers”

“Cameron Murray”

BARRY MYERS
Director

CAMERON MURRAY
Director