

August 2019

Dear Shareholder,

Annual Report and Accounts for the year ended 30 April 2019 & Annual General Meeting of Fidelity Funds ("the Fund")

Please find enclosed the Notice convening the Annual General Meeting of the Fund, that will be held on Thursday 3 October 2019 at the registered office of the Fund in Luxembourg. The Annual General Meeting will commence at 12 noon local time.

Also enclosed is a Form of Proxy for you to record your vote in respect of the matters to be considered by shareholders at this Annual General Meeting.

In order to help with your decision regarding the resolutions being presented for your consideration, please find below some additional information around each resolution.

All resolutions being presented for shareholder approval are standard business.

Point 1 and **Point 2** relate to the presentation of the Report of the Board of Directors and Report of the Auditors as contained in the Annual Financial Statements for the year ended 30 April 2019. No resolution is required.

Points 3 to 8, as detailed below, require shareholder approval and we would like to encourage all shareholders to exercise their right to vote on these matters. In order to indicate your approval or otherwise for each resolution, you are asked to indicate how you wish to vote on each resolution on the enclosed Form of Proxy or elect the Chairman or proxy to vote at their discretion. Please sign and date the Form of Proxy once completed and return it to us in the envelope provided, irrespective of whether you intend on attending the meeting in person or not.

Point 9 to any other business that may come to the meeting. You are not required to vote on this point on the form of proxy.

Matters being presented to Shareholders for approval**Point 3: Approval of the Annual Financial Statements for the financial year ended 30 April 2019**

Company law requires that the Annual Financial Statements are presented to shareholders at the AGM for approval. The Annual Financial Statements have been considered by the Fund Audit and Risk Committee and the Board and are recommended to you by the Board for approval.

Point 4: Discharge of the Board of Directors with respect to the performance of their duties for the year ended 30 April 2019

After the adoption of the Annual Financial Statements, the general meeting should also vote specifically on whether discharge is to be given to the Directors. Such discharge is only valid if the annual accounts contain no omission or false information concealing the true situation of the company.

Point 5: Election/re-election of the following Directors until the next annual general meeting of shareholders, which will be held in 2020.

In accordance with the Articles of Incorporation of the Company, all current Directors will retire at the Annual General Meeting. The following Directors are standing for re-election:

- i. Mr Simon Fraser
- ii. Dr Yousef Al-Awadi
- iii. Mr Didier Cherpitel
- iv. Ms Carine Feipel
- v. Mr Simon Haslam
- vi. Ms Abby Johnson
- vii. Mr Glen Moreno
- viii. Mr Jon Skillman
- ix. Ms Amy Yip
- x. FIL (Luxembourg) S.A., represented by Mr Nishith Gandhi

In addition, the Board has recommended that you vote in favour of the appointment to the Board of Ms Anne Richards, Chief Executive of Fidelity International:

- xi. Ms Anne Richards, subject to no objection from the CSSF

A short biography for each of the Directors is provided as an appendix to this letter for information. Out of the eleven Directors offering themselves for (re)-election at this Annual General Meeting, four are considered by the Board to be independent, five non-executive and two executive.

It should be noted that Dr Arno Morenz and Mr Barclay Simmons will retire from the Board at the Annual General Meeting on 3 October 2019 and will not be offering themselves for re-election. The Board thanks both Dr Morenz and Mr Simmons for their contributions to the governance of the Fund. In particular, Dr Morenz has been on the Board of the Fund since 1999 and has been a long-standing member of the Audit and Risk Committee.

The composition of the Board is kept under regular review and it is considered that it has a diverse mix of expertise, skills and backgrounds.

Point 6: Approval of the payment of Directors' fees for the year ended 30 April 2019.

As detailed in the Annual Financial Statements, the Chairman of the Board is entitled to an annual fee of €100,000. Each of the other Directors are entitled to an annual fee of €50,000. There is an additional attendance fee of €5,000 for each meeting attended. The Chairman of the Audit and Risk Committee receives an additional fee of €20,000 per annum and the other members of the Committee receive an additional fee of €10,000 per annum.

Taking into account those Directors that have waived their fees (specifically Mr Haslam, Ms Johnson and FIL (Luxembourg) S.A. and Mr Skillman from 1 May 2018 to 17 March 2019 inclusive), the total fees earned by the Directors in respect of services rendered for the year ended 30 April 2019 was \$604,075.

The level of fees is reviewed on a regular basis, most recently in July 2018. It is believed that the level of fee is appropriate for the level of experience and expertise of the Board members.

Point 7: Election of Deloitte Audit S.á r.l. as Auditor of the Fund (Reviseur d'entreprises agree) until the next annual general meeting of shareholders, which will be held in 2020.

The appointment of the statutory auditor is subject to the approval of shareholders, on the recommendation of the Board.

At this Annual General Meeting, the Board is recommending the appointment of Deloitte as Auditor of the Fund. PricewaterhouseCoopers, as incumbent auditor, will step down as auditor at the conclusion of the audit for the financial year ended 30 April 2019.

The proposed change of auditor for Fidelity Funds has been considered in detail by the Audit and Risk Committee and by the Board. An extensive audit tender process, which included the incumbent auditor, has been undertaken as a matter of good corporate governance.

Deloitte is being proposed for appointment due to their commitment and allocation of dedicated personnel, best in class technology offering and robust global audit quality. Furthermore, given the length of time that PricewaterhouseCoopers has been the Fund's Auditor, the appointment of Deloitte will bring a different audit approach, fresh objectivity and renewed vigour to the audit of the Fund in-line with corporate governance best practise.

Point 8: Approval of the payment of dividends for the year ended 30 April 2019 and to declare dividends in respect of the financial year ending 30 April 2020.

This resolution is to approve the dividends paid for the year ended 30 April 2019 and to permit the Board to declare dividends for the subsequent financial year, for which approval will be sought at the subsequent AGM.

Consistent with the provisions of the Luxembourg law dated 17 December 2010, the audited Annual Report and Accounts will be accessible to Shareholders on Fidelity's website www.fidelityinternational.com/statutory/index.html.

Shareholders may request to continue to receive hard copy audited Annual Report and Accounts free of charge by contacting the registered office of the Fund or their usual Fidelity service centre.

Should you have any queries about the Annual General Meeting, the Annual Financial Statements or about any aspect of your investment in the Fund, please contact your Independent Financial Adviser or Fidelity International in the usual manner.

Yours sincerely,

A handwritten signature in black ink, appearing to read 'Nishith Gandhi', with a stylized flourish at the end.

Nishith Gandhi

Representative of FIL (Luxembourg) S.A.
Corporate Director, Fidelity Funds

APPENDIX

DIRECTORS' BIOGRAPHIES

Dr. Yousef A. Al-Awadi K.B.E.

Kuwait; Chairman and Chief Executive Officer of YAA Consultancy and previously Chief Executive Officer of Gulf Bank in Kuwait and President and Chief Executive Officer of Kuwait Investment Office in London. His board directorships included many public and private sector entities in Kuwait and internationally.

Didier Cherpitel

Switzerland; currently Director of the Swiss Philanthropy Foundation; Chairman and former Treasurer of the Association François-Xavier Bagnoud; Director and Treasurer of Fondation Mérieux; former Chairman of J.P. Morgan in France, former Chief Executive Officer of the Federation of the Red Cross and Red Crescent societies in Geneva and former Chairman of Atos Origin. Founder and Chairman of Managers Without Borders.

Carine Feipel

Luxembourg; after 20 years at leading independent business law firm, Arendt & Medernach in Luxembourg and New York, where she was a partner, she is now an independent attorney and non-executive director of several companies including Banque de Luxembourg, Morgan Stanley Investment Funds and several life and non-life insurance companies. She is a Certified Director by INSEAD and by the Luxembourg Institute of Directors ('ILA'). In June 2019, she was appointed Chair of ILA.

Simon Fraser

United Kingdom; Chairman of Foreign and Colonial Investment Trust plc, Merchants Trust plc and McInroy and Wood plc. He is Vice President of the National Trust of Scotland. He is also the Chairman of The Investor Forum and an Advisor to Scope Ratings. He spent 27 years at Fidelity but retired from his executive responsibilities at the end of 2008.

Simon Haslam

United Kingdom; Senior Advisor. He has worked at Fidelity International for over twenty years, initially as Chief Financial Officer, and most recently served as interim President of Fidelity International. He is a director of FIL Limited (and various other companies within the FIL group), is Chairman of the FIL Remuneration Committee and a member of the FIL Audit and Risk Committee. He is also Chairman and board member at The Academy of St Martin's in the Fields. He was formerly an audit and a consulting partner at Deloitte.

Abby Johnson

United States; President and Chief Executive Officer of FMR LLC; chairman of Fidelity Management & Research Company (FMRCO); chairman of the Board of FIL Limited; chairman of the Board of Trustees of US Fidelity Investments Fixed-Income/Asset Allocation funds.

Glen Moreno

United States; He joined the FIL Board in 1987 and is the Chairman of the FIL Capital Committee, and a member of the FIL Audit and Risk Committee and the Remuneration Committee. Glen was previously chairman of Virgin Money and Pearson PLC, Deputy Chairman of the Financial Reporting Council and Deputy Chairman of Lloyds Banking Group. He is a governor of The Ditchley Foundation and a director of the Royal Academy of Dramatic Art. From 1987 to 1991 he was Chief Executive of Fidelity International and prior to that spent 18 years at Citigroup, where he was a Group Executive and Member of the Policy Committee.

Jon Skillman

Luxembourg; Senior Advisor. Previously Managing Director, Head of Global Workplace Investing and Stock Plan Services and Managing Director, Continental Europe at Fidelity. He joined Fidelity in 1994 as Director of Planning, Fidelity Management & Research. Prior to his appointment as Managing Director, Continental Europe in 2012, he was President of Fidelity Stock Plan Services at Fidelity Investments in Boston.

Amy Yip

China, currently a member of the Supervisory Board of Deutsche Börse and a non-executive director of AIG Insurance Hong Kong and Temenos Group. She has had a distinguished career working principally in Asia for numerous major international financial services businesses including Rothschild Asset Management, Citibank and DBS Bank. She also spent ten years at the Hong Kong Monetary Authority.

FIL (Luxembourg) S.A.

A company incorporated in Luxembourg on 14 October 1988 under the name of Fidelity International Service (Luxembourg) S.A. with RCS number B 29 112 and having its registered office at 2a, Rue Albert Borschette, BP 2174, L-1021 Luxembourg; the company acts as a Distributor of the Fund as agent of the General Distributor, FIL Distributors. FIL (Luxembourg) S.A. is currently **represented by Nishith Gandhi**, Chief Financial Officer, Continental Europe. He joined Fidelity in 2002 as Senior Project manager. Before being appointed Chief Financial Officer - Continental Europe in January 2017, he performed a number of senior finance roles within Fidelity, most recently as Head of Investment Services and Fund Accounting responsible for all aspects of fund administration and Investment services across the FIL European Fund ranges, most notably Luxembourg and UK operations.

Anne Richards

United Kingdom; Anne joined Fidelity International as CEO in December 2018 from M&G Investments where she was CEO and a director of its parent company Prudential plc. She has worked in the asset management industry since 1992. Anne has almost three decades of experience as an analyst, portfolio manager and CIO and is a strong proponent of ESG investing. Her career path spans many blue chip global names in the financial sector including Alliance Capital, JP Morgan, Merrill Lynch Investment Managers and Aberdeen Asset Management.

Anne is a Chartered Engineer and began her career as a research fellow at CERN, the European Organisation for Nuclear Research. She is a former chair of the UK Financial Conduct Authority's Practitioner Panel and is also a member of the US-based Board of Leaders of 2020 Women on Boards, which works to increase the proportion of women on corporate boards.

Anne was publicly recognised in the UK for her services to the voluntary sector and to the Financial Services industry by being appointed a Commander of the Royal Victorian Order (CVO) in 2014 and a Commander of the Order of the British Empire (CBE) in 2015.