

本文件內容重要，敬請立即閱讀。如有任何疑問，請尋求專業建議。

富達基金股東臨時會通知

2026 年 8 月 28 日

親愛的股東您好：

富達基金（「本基金」）章程之修訂

為反映相關法令之變更及其他可能影響富達基金章程（「章程」）之事項，本基金定期檢視並更新章程。本次富達基金股東臨時會（「股東臨時會」）提請核准之主要變更內容如下：

- 流動性管理工具之揭露。歐盟「可轉讓證券集體投資計畫指令」（「UCITS指令」）之近期修訂，已為整個歐盟範圍內的流動性管理工具（「LMT」）建立統一框架。依據修訂後之制度，本基金等UCITS須從該指令所列明之指定清單中，選定至少兩種LMT，並於章程及公開說明書中予以揭露。此項監管目標旨在強化基金於市場壓力期間之韌性，並加強對投資人之保護。

擬議之修訂屬強制性規定，旨在透過明確納入額外的流動性管理工具條款（該等條款可於特殊情況下，並在符合本基金公開說明書規定及股東最佳利益之前提下使用），以更新及完善章程。

敬請特別留意第23條「淨資產價值」、第24條「流動性管理工具」及第27條「股份發行」，該等條文將予以修訂/增補，以納入下列流動性管理工具：

- i. 擺動定價
- ii. 雙重定價
- iii. 反稀釋費用
- iv. 暫停申購、贖回及轉換
- v. 贖回限制
- vi. 通知期間之延長
- vii. 贖回費
- viii. 實物贖回
- ix. 側袋帳戶

本函附錄A載有詞彙表，針對上述各項LMT提供更詳盡的說明。

- 其他些微修訂。章程之此等變更並未賦予董事會新的權力，亦不影響股東之權利與責任。
- 核准本基金章程之全文修訂，以反映上述各項修正。

議案所需費用

此等變更之費用將由本基金承擔。

股東臨時會

請參閱隨函附上的股東臨時會通知及委託書。股東臨時會將於 2026 年 10 月 1 日（星期四）歐洲中部時間上午 11 時 30 分，於本基金註冊辦事處舉行。

股東得向本基金註冊辦事處索取章程之修訂對照副本。

股東臨時會之法定人數要求為代表已發行股份總數過半數之股東出席。各項決議案須獲得所收到表決權數之三分之二贊成，方能通過。若股東臨時會未能達到法定人數，該會議將予以延期。

後續辦理事項

董事會認為擬議之修訂符合本基金及其股東之最佳利益，並一致建議股東行使表決權贊成將於股東臨時會上提出的各項決議案。

即使 台端擬親臨會議，亦請填妥委託書並交回富達，並確保該委託書最遲於 2026 年 9 月 28 日營業時間結束前送達。

註冊地址變更

此外，敬請注意，本基金之註冊地址將於 2026 年 10 月 12 日或前後，由 2a rue Albert Borschette, L-1246 Luxembourg 變更為 Skypark Business Center 1, Avenue de l'Aéroport, L-1110 Senningerberg, Luxembourg。此項變更已獲董事會核准，並將反映於章程中。

倘若首次股東臨時會未達法定人數，則重新召開之股東臨時會將於新註冊辦事處舉行。

若 台端對此次股東臨時會或您於本基金之投資有任何疑問，請照常聯繫您的獨立資產管理顧問或富達國際。

謹此



Christopher Brealey

FIL Holdings (Luxembourg) S.à r.l. 之常駐代表
富達基金之法人董事

附錄 A

流動性管理工具 流動性管理工具係指依據盧森堡法律可採用之措施，可於特殊情況下協助基金管理流動性、保障投資人權益，並確保股東獲得公平對待。使用這些工具並不表示基金正面臨困難，而是為董事會及/或管理公司提供一系列工具，用以因應異常市場狀況、投資人的重大交易活動，或其他被認為符合股東最佳利益的情況。

流動性管理工具	何謂流動性管理工具？	為何可能會使用？	對股東有何影響？	來源/章程參照
擺動定價	當本基金出現淨申購或淨贖回時，基金將上調或下調淨資產價值（NAV），以使買入或賣出投資標的之預估交易成本反映於價格中。	旨在於新進及贖回基金之投資人，以及持續持有基金之投資人之間，公平分配交易成本。	買入或賣出股份之價格可能會略作調整。此舉有助於確保因交易而產生交易成本之投資人自行承擔該等成本，而非由既有股東承擔。	第 24.5 條：淨資產價值調整/擺動定價
雙重定價	本基金得對申購及贖回採用不同的價格，而非單一交易價格，以確保相關價格能反映買賣資產的成本。	旨在於新進及贖回基金之投資人，以及持續持有基金之投資人之間，公平分配交易成本。	申購之投資人可能支付包含買入成本的價格，而贖回的投資人則可能獲得反映賣出成本的價格。	第 24.5 條：雙重定價
反稀釋費用	為彌補市場價差、稅款、費用及其他交易成本，得加計於申購價格或從贖回價格中扣除之額外金額。所收取的費用將由本基金保留。	旨在於新進及贖回基金之投資人，以及持續持有基金之投資人之間，公平分配交易成本。	當收取該費用時，申購投資人可能需支付略高於申購價的金額，或贖回投資人可能獲得略低於贖回價的款項。	第 24.5 條：反稀釋費用
暫停申購、贖回及轉換	暫時中止投資人買入、賣出或轉換受影響子基金的股份。	旨在保護股東，例如在資產無法可靠估值、市場出現混亂，或交易不切實際或不公平的情況下。	股東的投資仍維持不變，但在暫停期間內不得申購、贖回或轉換股份。	第 23 條：暫停條款；LMT 暫停

流動性管理工具	何謂流動性管理工具？	為何可能會使用？	對股東有何影響？	來源/章程參照
贖回限制	對交易日可贖回股份數量的限制。超出限額的贖回申請可能會被調減，並遞延至後續交易日。	旨在避免被迫出售資產，並以有序的方式處理異常龐大的贖回申請。	股東可能無法立即收到全部申請贖回的款項；部分申請可能會在隨後的交易日處理。	第 24.1 條：贖回限制
通知期間之延長	本基金得要求在提交贖回申請與贖回處理或付款之間設有較長的期間。	此舉旨在讓基金有更多時間以有序的方式籌集現金，並保護其餘股東。	股東可能需要提前更長時間通知，並可能需要等待更長時間才能收到贖回款項。	第 24.2 條：贖回通知
贖回費	除非另有揭露，否則此項費用得從贖回款項中扣除，並由本基金或相關子基金為其餘股東的利益而保留。	旨在協助抵銷處理贖回請求所產生之成本，並保障其餘股東之權益。	當扣除該費用時，贖回股份的股東可能獲得的贖回款項會略為減少。	第 24.3 條：贖回費
實物贖回	在獲准的情況下，本基金得透過將基金或子基金的資產轉讓予贖回投資人，以代替支付現金來履行贖回。	此舉旨在避免迫使基金出售資產，特別是在大額贖回或市場狀況嚴峻等可能對其餘股東造成不利影響的情況下。	贖回投資人可能會收到證券或其他資產而非現金，並將直接持有該等資產。	第 24.4 條：實物贖回
側袋帳戶	一種將某些資產或負債從子基金的其餘部分分離出來，並納入獨立的子基金或股份級別「側袋帳戶」的機制。	旨在將可能難以出售或估值的資產隔離，同時讓基金的其餘部分得以更正常地繼續運作。	既有股東可能會獲得側袋帳戶的權利。該部分僅可在相關資產得以妥善處理時方可變現或贖回。	第 24.6 條：側袋帳戶

富達基金

Société d'investissement à capital variable, Luxembourg
註冊辦事處：2a, rue Albert Borschette, L-1246 Luxembourg
R.C.S. Luxembourg B 34036

股東臨時會通知

謹通知，富達基金（「本基金」）將於2026年10月1日星期四當地時間（歐洲中部時間）上午11時30分，在本基金位於盧森堡的註冊辦事處召開股東臨時會，以審議以下與本基金章程（「章程」）相關之議程：

1. 核准修訂**第23條「淨資產價值」**，具體而言為第23(j)條之後之第三段，修訂後內容如下：

倘依據 2010 年法律作為流動性管理工具而暫停交易，董事會應同時對相關子基金的所有股東，於同一期間內暫停申購、贖回及轉換。

2. 核准**新增第24條**，內容如下：

第 24 條「流動性管理工具」：

儘管本章程第 26 條有相關規定，且不影响本章程賦予董事會的任何其他權力，董事會得於符合股東利益、有效管理流動性風險、維護市場完整性、保障投資人及/或確保相關子基金有序運作之目的下，依據 2010 年法律、盧森堡金融業監管委員會（CSSF）之要求、本章程及公開說明書之規定，全部或一部採納、引入、啟動、變更、調整、暫停及/或撤銷一項或多項流動性管理工具（每項稱為「LMT」，統稱「LMTs」）。

LMTs 得包括但不限於：暫停交易（包括應主管機關指示而暫停）、贖回限制、延長或設定贖回通知期間、針對專業投資人之實物贖回、擺動定價、雙重定價、反稀釋費用/調整、贖回費、側袋帳戶，以及任何其他依適用盧森堡法律及法規所允許且於公開說明書中規定的流動性管理措施或工具。

董事會得針對特定子基金或級別適用 LMTs，在公平、合理且於公開說明書中已揭露之情況下，得區分不同股東及/或級別，並得視需要調整交易安排及時間表（包括交易截止時間、評價時點及交割時限），以實行任何 LMT，惟須始終符合 CSSF 之要求。

公開說明書應載明董事會可採用之 LMTs，並於適當時載明適用於每項 LMT 之參數、範圍或上限。

在符合所適用法令的前提下，LMT 得單獨或合併使用，得與公開說明書所載之其他可用措施並行適用或作為其替代方案，並應於導致其使用之情況不再存在時，或依所適用盧森堡法令之要求，予以解除或重新調整。

24.1 贖回限制：

若於任何評價日，贖回申請及轉換申請之總額超過董事會依其裁量決定的適用啟動門檻（「門檻」），董事會得依其裁量決定拒絕贖回超出該門檻的任何股份。若董事會拒絕該等申請，該交易日的贖回申請將按比例調減，因而未獲贖回的股份，應視為已於其後每一評價日提出贖回申請，直至原始申請所涉及的全部股份均完成贖回為止。自較早評價日遞延的贖回申請，在符合前述限制的前提下，應按比例辦理。

為維護股東權益及有效管理流動性風險，董事會得依據 2010 年法律、CSSF 規定（包括任何適用的揭露及通知要求）、章程及公開說明書，隨時在本公司層級引入、變更、暫停或撤銷該門檻。贖回限制可與其他獲准之流動性管理工具並行使用或取代之。任何贖回限制措施之實施期間及條款應符合本公司之流動性風險管理架構，並應公平且按比例地適用，同時須向股東作出任何必要的揭露。

24.2 贖回通知：

董事會為維護股東權益及有效管理流動性，得於符合 CSSF 要求之前提下，就依據 2010 年法律（及適用於本公司的任何相關實施措施或指引）所允許且於公開說明書中揭露之任何 LMT 之啟動或適用，於適當或必要時引入或延長贖回通知期間，並調整相關交易截止時間。此類延長措施可與其他獲准工具並行實施或取代之；當相關情況不再存在時，得依照公開說明書之規定予以縮短或撤銷。

24.3 贖回費：

除公開說明書所揭露且於正常情況下收取之任何贖回費用外，於不影響該等費用之適用下，董事會得基於股東利益及有效管理流動性風險之目的，將贖回費用作為 LMT 予以採用（「贖回費」）；該費用得依據 2010 年法律（及適用於本公司的任何相關實施措施或指引）、CSSF 要求、章程及公開說明書之規定，於適當或必要時予以引入、啟動、變更、暫停或撤銷。任何此類費用應以贖回申請總額的百分比或貨幣金額表示，或兩者結合，在公開說明書所揭露的限額內從贖回價格中扣除；除非另有揭露外，否則該費用將由本公司或相關子基金保留，以惠及其餘股東。

董事會可在公平、合理、符合公開說明書並依照本公司流動性風險管理架構實施的情況下，對股東及/或級別作出區分，並得據此調整交易安排。該費用可與公開說明書所揭露的其他允許 LMT 並用或取代之，並可在相關情況不再存在時予以減免或撤銷。

24.4 實物贖回：

董事會可基於股東利益及有效管理流動性風險之目的，對專業投資人（其定義依歐洲議會及理事會 2014 年 5 月 15 日有關金融工具市場並修訂第 2002/92/EC 號指令及第 2011/61/EU 號指令之第 2014/65/EU 號指令（MiFID II）附錄二）提出的贖回申請，透過全部或部分實物轉讓本公司及/或子基金資產之方式予以履行，而無需適用上述所列條件（包括存託機構核准及投資人同意），惟須於 2010 年法律及公開說明書允許的情況下，符合 CSSF 要求、章程規定，且與本公司之流動性風險管理架構相符。

轉讓或變現費用應由贖回股東承擔，且資產的選擇應以本公司及/或子基金以及其餘股東的最佳利益為準，以確保在可行範圍內，其組成公平、合理，且不會對其餘股東造成重大損害。

24.5 反稀釋費用、擺動定價及雙重定價：

就本條款而言，「反稀釋費用」係指於申購或贖回時（視情況而定）收取的一項費用，用以反應市場買賣價差（即資產之評價價格及/或買入、賣出價格間的差額）、本公司資產之取得或處分相關的稅捐、費用及其他交易成本，並在收受淨申購或淨贖回之處理時，用以維護相關子基金標的資產的價值。

就本條款而言，「擺動定價」係指在淨申購的情況下，將每股淨資產價值向上調整；或在淨贖回的情況下，將每股淨資產價值向下調整，以彌補預期或實際的交易成本，並維護相關子基金標的資產的價值。

就本條款而言，「雙重定價」係指在淨申購的情況下，將每股淨資產價值向上調整以得出申購價；或在淨贖回的情況下，將每股淨資產價值向下調整以得出贖回價，藉此彌補預期或實際的交易成本，並維護相關子基金標的資產的價值；而贖回價（在淨申購的情況下）或申購價（在淨贖回的情況下）將維持在每股淨資產價值之水準。

倘董事會經考量包括當前市場狀況、特定子基金的申購及贖回水準、估計稀釋成本及子基金規模等因素後，認為此舉符合股東的最佳利益，淨資產價值可予以調整，以反映子基金在變現或買進投資資產以滿足每日淨交易時將產生的估計交易價差、成本及費用（包括稅務費用）（擺動定價機制）。

董事會得於任何出現淨申購的評價日，採用雙重定價、擺動定價及/或透過加收反稀釋費用來調整申購價格，以支付交易成本並維護相關子基金標的資產的價值。

董事會得於出現淨贖回的任何評價日，採用雙重定價、擺動定價及/或透過扣除反稀釋費用來調整贖回價，以支付交易成本並維護相關子基金標的資產的價值。

24.6 側袋帳戶：

就本條款而言：

「側袋帳戶子基金」係指由董事會設立的特定子基金，用以持有或追蹤一組自某子基金（「轉出子基金」）的現有資產中轉出或分離的特定資產池，該子基金由董事會依據本章程規定決定。

「側袋帳戶級別」係指：(i) 側袋子基金中與相關資產或負債有關的特定級別；或 (ii) 由董事會依據本章程所決定的子基金中的特定級別。

「側袋帳戶股份」係指側袋帳戶級別中的特定股份。

董事會得依據 2010 年法律之規定，依其裁量不時設立及發行側袋帳戶子基金或側袋帳戶級別，並將子基金的資產與負債分配至該等側袋帳戶子基金或側袋帳戶級別。側袋帳戶股份僅在董事會作出決定時，方可由本公司及/或其持有人贖回。

設立側袋帳戶股份的方法可能涉及董事會按比例削減股東所持歸屬於相關子基金或轉出子基金之股數（不包括歸屬於側袋帳戶子基金及/或側袋帳戶級別之資產與負債），並為該股東之利益，在側袋帳戶子基金及/或側袋帳戶級別中設立相應的按比例權益，或由董事會根據 CSSF 及 2010 年法律的要求所決定的其他方式進行。除非本章程另有規定外，側袋帳戶級別應享有與任何其他級別相同的權利及特性。

除側袋帳戶級別以外級別之股份，不得參與歸屬於側袋帳戶級別之資產或負債，且歸屬於側袋帳戶級別之資產與負債應與子基金之其他資產隔離，並不構成該等資產之一部分。側袋帳戶級別之負債或歸屬於該級別之負債，應僅由該側袋帳戶級別之資產清償。

董事會應於本公司啟動或停用側袋帳戶前的一段合理時間內，將該啟動或停用事宜通知 CSSF。

3. 核准自第 27 條「股份發行」（原第 26 條）中刪除以下段落：

「此外，得依據公開說明書之規定，就交易收取稀釋費用。該稀釋費用不應超過淨資產價值的 5%，且將在計算時考量為滿足申購要求而可能產生的預估成本、開支及對證券價格的潛在影響。」

4. 核准其他非重大變更
5. 核准依據上述修正事項，對本基金章程進行全文修訂
6. 審議會議中適宜提出的其他事項。

股東可向本基金註冊辦事處免費索取修訂章程擬議文字的副本。

為使股東臨時會能就議程進行有效審議，須達到股本50%的法定人數；而決議案之通過，則須獲得股東臨時會表決權數三分之二的贊成。

如未達法定人數，本次會議將依盧森堡法律規定之方式，於 2026 年 10 月 19 日歐洲中部時間（CET）上午 11時30分在本基金註冊辦事處¹重新召開。該次重新召開之會議不受法定人數限制即可有效對議程進行審議，且決議將依照與首次會議相同的條件通過。於首次會議收到的委託書將予以保留，並在重新召開的會議中繼續有效。

在章程就美國人士持有股份或合計佔已發行股份總數超過百分之三（3%）之股份所設之限制範圍內，每股均享有一表決權。謹此邀請股東親臨大會並行使表決權，或以書面形式委任他人代為出席並表決。該受委代表無須為本基金之股東。

記名股份持有人得將寄發予其之記名股東委託書寄回本基金註冊辦事處，藉此委任代表表決。

經董事會授權

2026年8月11日

¹ 請注意本基金之註冊辦事處將自 2026 年 10 月 12 日起由 2a rue Albert Borschette, L-1246 Luxembourg 變更為 Skypark Business Center 1, Avenue de l'Aéroport, L-1110 Senningerberg, Luxembourg。

股東臨時會委託書

本人／我們

姓名
地址

客戶帳號：

本人/我們係富達基金的股份登記持有人，該基金的註冊辦事處位於 2a rue Albert Borschette, B.P. 2174, L-1246 Luxembourg，茲委任股東臨時會主席為本人/我們的代理人，代表本人/我們於 2026 年 10 月 1 日盧森堡時間上午 11 時 30 分舉行之富達基金股東臨時會（「股東臨時會」）及其任何續會上行使表決權。請於下方相關方框內標註「X」，表明您對股東臨時會通知內所載決議案之表決意向：

		贊成	反對	棄權
第 1 項	核准修訂第 23 條「淨資產價值」，具體而言是對第 23(j) 條之後第三段的修訂	☐	☐	☐
第 2 項	核准新增第 24 條「流動性管理工具」	☐	☐	☐
第 3 項	核准對第 27 條「股份發行」（原第 26 條）的修訂	☐	☐	☐
第 4 項	核准對公司章程作出的非重大變更	☐	☐	☐
第 5 項	核准本基金章程之全文修訂，以反映上述各項修正	☐	☐	☐

本委託書進一步授權該代表就議程第 6 項決議案進行表決。如帳戶持有人是未成年人，則本委託書須由其法定代理人簽署。如帳戶持有人為一家公司，則本委託書須由其法定代理人或委託授權簽署人簽署。

簽名：

日期：

D	D	M	M	Y	Y	Y	Y

附註

- 1.請表明您的表決意向。如未作指示，代理人得於會議上自行決定投票贊成、反對或放棄表決。
- 2.如股份由數人共同持有，則任何共同持有人均得委任一名代理人，惟將以股東名冊所載姓名順序中排名最前之共同持有人所為之表決（不論親自或委託代理人行使表決權）為準，其餘共同持有人所為的表決則不予採納。
- 3.請於本委託書上填寫日期並簽署，並於 2026 年 9 月 28 日正午十二點（盧森堡時間）前透過郵寄（地址為 2a rue Albert Borschette, B.P. 2174, L-1021 Luxembourg）、電郵（發送至以下地址：LUXTAOversight@fil.com）或其他足以證明該代理權之電子方式送達富達基金。
- 4.您於本委託書中提供之資料，將由富達或其關係企業以電腦儲存及處理。此過程可能涉及透過包括網際網路在內的電子媒介傳輸資料。您的資料將予以保密，除非取得您的同意或按法律要求，否則不會向任何其他第三人揭露。
- 5.如未達法定人數，本次會議將依盧森堡法律規定之方式，於 2026 年 10 月 19 日歐洲中部時間（CET）中午 12 時在本基金註冊辦事處重新召開。該次重新召開之會議不受法定人數限制即可有效對議程進行審議，且決議將依照與首次會議相同的條件通過。於首次會議收到的委託書將予以保留，並在重新召開的會議中繼續有效。

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF IN DOUBT, PLEASE
SEEK PROFESSIONAL ADVICE.

NOTICE OF EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF FIDELITY FUNDS

28 August 2026

Dear Shareholder

Changes to the Articles of Incorporation of Fidelity Funds (the “Fund”)

In order to reflect changes in relevant laws and regulations and other matters that may impact the Articles of Incorporation of Fidelity Funds (the “Articles”), they are periodically reviewed and updated. The key changes that are being proposed for approval at this Extraordinary General Meeting of Shareholders of Fidelity Funds (the “EGM”) are as follows:

- Liquidity management tool disclosures. Recent amendments to the EU Undertakings for Collective Investment in Transferable Securities Directive (the “UCITS Directive”) have established a harmonised framework for liquidity management tools (“LMTs”) across the European Union. Under the revised regime, UCITS such as the Fund must select and disclose a minimum of two LMTs from a prescribed list included in the Directive in both the Articles and the Prospectus. The regulatory objective is to strengthen fund resilience during periods of market stress and enhance investor protection.

The proposed amendments are mandatory and are intended to modernise and enhance the Articles by expressly incorporating additional LMT provisions that may be used in exceptional circumstances and in the best interests of shareholders, in according with the Prospectus of the Fund.

Your attention is brought to Article 23 “Net Asset Value, Article 24 “Liquidity Management Tools” and Article 27 “Issuance of Shares” in particular, which are to be amended/added to the Articles to include the following LMTs:

- i. Swing pricing
- ii. Dual pricing
- iii. Anti-dilution levy
- iv. Suspension of subscriptions, redemptions and exchanges
- v. Redemption gates
- vi. Extension of notice periods
- vii. Redemption fee
- viii. Redemption in kind
- ix. Side pockets

A glossary providing more detail on each of the above LMTs is provided as Appendix A to this letter.

- Other minor amendments. These changes to the Articles do not give the Board of Directors new powers or affect the rights and responsibilities of shareholders.
- Approval of the full restatement of the Articles of Incorporation of the Fund to reflect the above-mentioned amendments.

Costs of the Proposal

The cost of these changes will be borne by the Fund.

Extraordinary General Meeting

Please see enclosed the notice of EGM, together with a Form of Proxy. The EGM will be held at the registered office of the Fund at 11.30am CET on Thursday 1 October 2026.

Shareholders may request a copy of the blacklined version of the Articles from the registered office of the Fund.

The quorum requirement for the EGM is for a majority of shares in issue to be represented. For each resolution to be passed, two thirds of the votes received must be in favour of the resolution. If the quorum is not achieved for the EGM, the EGM will be adjourned.

Next Steps

The Board of Directors believes that the proposed amendments are in the best interests of the Fund and its Shareholders and unanimously recommends that Shareholders vote in favour of the resolutions to be proposed at the EGM.

Even if you intend to come to the meeting, please complete and return the Form of Proxy to Fidelity to arrive no later than the close of business on 28 September 2026.

Change of registered address

You are further asked to note that on or around 12 October 2026, the registered address of the Fund will change from 2a rue Albert Borschette, L-1246 Luxembourg to Skypark Business Center 1, Avenue de l'Aéroport, L-1110 Senningerberg, Luxembourg. This change has been approved by the Board and will be reflected in the Articles.

Should the first EGM be inquorate, the reconvened EGM will take place at the new registered office.

Should you have any queries about the EGM 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 blue ink that reads 'C. P. Brealey'.

Christopher Brealey

Permanent Representative of FIL Holdings (Luxembourg) S.à r.l.
Corporate Director, Fidelity Funds

APPENDIX A

Liquidity management tools Liquidity management tools are measures available under Luxembourg law that may be used in exceptional circumstances to help a fund manage liquidity, protect investors and ensure the fair treatment of shareholders. Their use does not indicate that a fund is experiencing difficulties. Rather, they provide the Board and/or the Management Company with a range of tools to address unusual market conditions, significant investor dealing activity or other circumstances where their use is considered to be in the best interests of shareholders.

Liquidity management tool	What is it?	Why might it be used?	What does it mean for shareholders?	Source / Articles reference
Swing pricing	The Fund adjusts the net asset value (NAV) up or down when there are net subscriptions or redemptions, so that the estimated dealing costs of buying or selling investments are reflected in the price.	To allocate transaction costs fairly between investors entering and leaving the Fund and those who remain invested.	The price for buying or selling shares may be adjusted slightly. This helps ensure that investors whose transactions cause dealing costs bear those costs, rather than remaining shareholders.	Article 24.5: NAV adjustments / Swing Pricing
Dual pricing	The Fund may use separate prices for subscriptions and redemptions, rather than a single dealing price, so that the relevant price reflects the costs of buying or selling assets.	To allocate transaction costs fairly between investors entering and leaving the Fund and those who remain invested.	Investors subscribing may pay a price that includes buying costs, while investors redeeming may receive a price that reflects selling costs.	Article 24.5: Dual Pricing
Anti-dilution levy	An additional amount that may be added to subscription prices or deducted from redemption prices to cover market spreads, duties, charges and other dealing costs. The amount levied will be retained by the Fund.	To allocate transaction costs fairly between investors entering and leaving the Fund and those who remain invested.	A subscribing investor may pay slightly more, or a redeeming investor may receive slightly less, where the levy is applied.	Article 24.5: Anti-Dilution Levy
Suspension of subscriptions, redemptions and exchanges	A temporary pause on investors buying, selling or switching shares in the affected sub-fund.	To protect shareholders where, for example, assets cannot be valued reliably, markets are disrupted, or dealing would be impractical or unfair.	Shareholders remain invested, but cannot subscribe, redeem or exchange shares during the suspension period.	Article 23: Suspension provisions; LMT suspension

Liquidity management tool	What is it?	Why might it be used?	What does it mean for shareholders?	Source / Articles reference
Redemption gates	A limit on the amount of shares that can be redeemed on a dealing day. Requests above the limit may be reduced and carried forward to later dealing days.	To avoid forced asset sales and manage unusually large redemption requests in an orderly way.	A shareholder may not receive all requested redemption proceeds immediately; part of the request may be processed over subsequent dealing days.	Article 24.1: Redemption Gate
Extension of notice periods	The Fund may require a longer period between submitting a redemption request and the redemption being processed or paid.	To give the Fund more time to raise cash in an orderly manner and protect remaining shareholders.	Shareholders may need to provide more advance notice and may wait longer before receiving redemption proceeds.	Article 24.2: Redemption Notice
Redemption fee	A fee that may be deducted from redemption proceeds and retained by the Fund or relevant Sub-Fund for the benefit of remaining shareholders, unless otherwise disclosed.	To help offset costs associated with meeting redemption requests and protect remaining shareholders.	A redeeming shareholder may receive slightly lower proceeds when the fee is applied.	Article 24.3: Redemption Fee
Redemption in kind	Instead of paying cash, the Fund may satisfy a redemption by transferring assets of the Fund or Sub-Fund to the redeeming investor, where permitted.	To avoid forcing the Fund to sell assets, particularly where a large redemption or stressed market conditions could disadvantage remaining shareholders.	The redeeming investor may receive securities or other assets rather than cash and will then hold those assets directly.	Article 24.4: Redemption in kind
Side pockets	A mechanism to separate certain assets or liabilities from the rest of a Sub-Fund into a separate side pocket Sub-Fund or share class.	To isolate assets that may be difficult to sell or value, while allowing the rest of the Fund to continue operating more normally.	Existing shareholders may receive an interest in the side pocket. That part may only be realised or redeemed when the relevant assets can be dealt with appropriately.	Article 24.6: Side pockets

FIDELITY FUNDS

Société d'investissement à capital variable, Luxembourg
Registered office: 2a, rue Albert Borschette, L-1246 Luxembourg
R.C.S. Luxembourg B 34036.

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Fidelity Funds (the "Fund") will be held at the registered office of the Fund in Luxembourg on Thursday 1 October 2026 at 11.30 a.m. local time (CET) to consider the following agenda relating to the Articles of Incorporation of the Fund (the "Articles"):

1. Approval of the amendment to **Article 23. Net Asset Value**, specifically the third paragraph after Article 23j so as to read:

In the event of suspension as a liquidity management tool in accordance with the 2010 Law, the Board of Directors shall suspend subscriptions, redemptions and exchanges simultaneously for the same period for all shareholders in the relevant Sub-Fund.

2. Approval of a **new Article 24** which will read as follows:

Article 24. Liquidity Management Tools:

Notwithstanding the provisions of Article 26 hereof, and without prejudice to any other powers conferred on the Board of Directors under these Articles of Incorporation, the Board of Directors may adopt, introduce, activate, vary, calibrate, suspend and/or withdraw, in whole or in part, one or more liquidity management tools (each an "LMT" and together "LMTs") where considered appropriate in the interests of shareholders and for the purposes of effective liquidity risk management, market integrity, investor protection and/or the orderly functioning of the relevant Sub-Fund, and in accordance with the 2010 Law, the requirements of the CSSF, these Articles of Incorporation and the Prospectus.

LMTs may include, without limitation: dealing suspensions (including at the direction of a competent authority), redemption gates, extensions to or imposition of redemption notice periods, in kind redemptions for professional investors, Swing Pricing, Dual Pricing, Anti-Dilution Levy/adjustments, redemption fees, side pockets, and any other liquidity management measures or tools permitted under applicable Luxembourg law and regulations and provided for in the Prospectus.

The Board of Directors may apply LMTs on a Sub-Fund or class specific basis, may differentiate between shareholders and/or classes where fair, reasonable and disclosed in the Prospectus, and may adjust dealing arrangements and timetables (including dealing cut-offs, valuation points and settlement timeframes) as necessary to give effect to any LMT, subject always to the requirements of the CSSF.

The Prospectus shall describe the LMTs available to the Board of Directors and, where relevant, the parameters, ranges or maximum levels applicable to each LMT.

Subject to applicable law, LMTs may be used individually or in combination, may be applied alongside or as an alternative to other available measures described in the Prospectus, and shall be lifted or recalibrated when the circumstances justifying their use no longer prevail or as otherwise required by applicable Luxembourg law and regulations.

24.1 Redemption Gate:

If, on any Valuation Date, redemption requests and switching requests relate to more than the applicable activation threshold (the "Threshold"), as determined by the Board of Directors in its discretion, the Board of Directors may at their discretion refuse to repurchase any Shares in excess of the Threshold. If they so refuse, requests for repurchase on such dealing day shall be reduced pro rata and Shares which are not repurchased by reason of such refusal shall be treated as if a request for repurchase had been made in respect of each subsequent Valuation Date until all Shares to which the original request related have been repurchased. Repurchase requests which have been carried forward from an earlier Valuation Date shall, subject always to the foregoing limits, be complied with on a pro rata basis.

In the interests of shareholders and for the purposes of effective liquidity risk management, the Board of Directors may introduce, vary, suspend or withdraw the Threshold at any time at Corporation level in all cases in accordance with the 2010 Law, CSSF requirements (including any applicable disclosure and notification requirements), the Articles of Incorporation and the Prospectus. The redemption gate may be used alongside, or instead of, other permitted liquidity management tools. Any redemption gating shall be implemented for such duration and on such terms as are consistent with the

Corporation's liquidity risk management framework, and shall be applied fairly and proportionately with any required disclosures made to shareholders.

24.2 Redemption Notice:

The Board of Directors may, in the interests of shareholders and for effective liquidity management, introduce or extend repurchase notice periods and adjust related dealing cut-offs where appropriate or required in connection with the activation or application of any liquidity management tool permitted under the 2010 Law (and any related implementing measures or guidance, as applicable to the Corporation) and disclosed in the Prospectus, subject to CSSF requirements. Such extensions may be applied alongside, or instead of, other permitted tools and may be reduced or withdrawn when the relevant circumstances no longer prevail, as specified in the Prospectus.

24.3 Redemption Fee:

In addition to, and without prejudice to, any repurchase charge disclosed in the Prospectus and charged in normal circumstances, the Board of Directors may, in the interests of shareholders and for the purposes of effective liquidity risk management, apply a repurchase fee as a liquidity management tool (the "Repurchase Fee"), which may be introduced, activated, varied, suspended or withdrawn, where appropriate or required, in accordance with the 2010 Law (and any related implementing measures or guidance, as applicable to the Corporation), CSSF requirements, these Articles of Incorporation and the Prospectus. Any such fee shall be expressed as a percentage of the gross repurchase orders or as a monetary value, or a combination of both, within the limits disclosed in the Prospectus, deducted from the repurchase price, and, unless otherwise disclosed, retained by the Corporation or the relevant Sub-Fund for the benefit of remaining shareholders.

The Board of Directors may differentiate between shareholders and/or classes where fair, reasonable and consistent with the Prospectus and applied in accordance with the Corporation's liquidity risk management framework, and may adjust dealing arrangements accordingly. The fee may be used alongside, or instead of, other permitted liquidity management tools as disclosed in the Prospectus, and may be reduced or withdrawn when the relevant circumstances no longer prevail.

24.4 Redemption in kind:

The Board of Directors may, in the interests of shareholders and for the purposes of effective liquidity risk management, satisfy repurchases of professional investors (within the meaning of Annex II of Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments and amending Directive 2002/92/EC and Directive 2011/61/EU (MiFID II)), in whole or in part by an in kind transfer of Corporation and/or Sub-Fund assets without applying the conditions set out above (including Depositary approval and investor consent), where permitted by the 2010 Law and the Prospectus and subject to CSSF requirements, the Articles of Incorporation and if consistent with the Corporation's liquidity risk management framework.

Transfer or realisation costs shall be borne by the redeeming shareholder, and assets shall be selected in the best interests of the Corporation and/or Sub-Fund and remaining Shareholders so that, so far as practicable, the composition is fair, reasonable and not materially prejudicial to the remaining shareholders.

24.5 Anti-Dilution Levy, Swing Pricing and Dual Pricing:

For the purposes of this Article, "Anti-Dilution Levy" means a provision imposed on subscriptions or on repurchases, as relevant, for market spreads (the difference between the prices at which assets are valued and/or bought or sold), duties and charges and other dealing costs relating to the acquisition or disposal of the Corporation's assets and to preserve the value of the underlying assets of the relevant Sub-Fund in the event of receipt for processing of net subscriptions or net repurchases.

For the purposes of this Article, "Swing Pricing" means an adjustment upwards to the Net Asset Value per Share in the case of net subscriptions; or an adjustment downwards to the Net Asset Value per Share in the case of net repurchases, to cover anticipated or actual dealing costs and to preserve the value of the underlying assets of the relevant Sub-Fund.

For the purposes of this Article, "Dual Pricing" means an adjustment upwards to the Net Asset Value per Share to arrive at the subscription price in the case of net subscriptions; or an adjustment downwards to the Net Asset Value per Share to arrive at the repurchase price in the case of net repurchases, to cover anticipated or actual dealing costs and to preserve the value of the underlying assets of the relevant Sub-Fund, with the repurchase price (in the case of net subscriptions) or the subscription price (in the case of net repurchases) remaining at the Net Asset Value per Share.

To the extent the Board of Directors consider that it is in the best interests of shareholders, taking into account factors including the prevailing market conditions, the level of subscriptions and redemptions in a particular Sub-Fund, the estimated dilution costs and the size of the Sub-Fund, the Net Asset Value may be adjusted to reflect the estimated dealing spreads, costs and charges (including fiscal charges) to be incurred by the Sub-Fund in liquidating or purchasing investments to satisfy the net daily transactions (Swing Pricing mechanism).

The Board of Directors may on any Valuation Date where there are net subscriptions apply Dual Pricing, Swing Pricing and/or adjust the subscription price by adding an Anti-Dilution Levy to cover dealing costs and to preserve the value of the underlying assets of the relevant Sub-Fund.

The Board of Directors may on any Valuation Date where there are net repurchases apply Dual Pricing, Swing Pricing and/or adjust the repurchase price by deducting an Anti-Dilution Levy to cover dealing costs and to preserve the value of the underlying assets of the relevant Sub-Fund.

24.6 Side pockets:

For the purposes of this Article:

“Side Pocket Sub-Fund” means a particular Sub-Fund which is created by the Board of Directors to hold or track a specific pool of assets that are transferred out of or segregated from existing assets of a Sub-Fund (the “Transferor Sub-Fund”), as determined by the Board of Directors in accordance with these Articles of Incorporation.

“Side Pocket Class” means a particular class of Shares in: (i) a Side Pocket Sub-Fund, which the relevant assets or liabilities relate to; or (ii) a Sub-Fund, as determined by the Board of Directors in accordance with these Articles of Incorporation.

“Side Pocket Share” mean a particular share in a Side Pocket Class.

The Board of Directors may, in accordance with the requirements of the 2010 Law, create and issue at their discretion from time to time, a Side Pocket Sub-Fund or a Side Pocket Class to which assets and liabilities of a Sub-Fund are allocated. Side Pocket Shares shall be redeemable by the Corporation and/or by the holders thereof only when so determined by the Board of Directors.

The method by which Side Pocket Shares shall be created may involve the Board of Directors effecting a pro-rata reduction in the number of Shares held by a shareholder attributable to the relevant Sub-Fund or Transferor Sub-Fund excluding the assets and liabilities attributable to the Side Pocket Sub-Fund and/or Side Pocket Class and creating for the benefit of such shareholder a corresponding pro-rata interest in the Side Pocket Sub-Fund and/or Side Pocket Class or by such other method as may be determined by the Board of Directors acting in accordance with the requirements of the Commission de Surveillance du Secteur Financier (“CSSF”) and the 2010 Law. Unless otherwise provided for in these Articles of Incorporation, a Side Pocket Class shall have the same rights and characteristics as any other Share Class.

Shares in Share Classes other than the Side Pocket Class shall not participate in the assets or liabilities attributable to Shares in the Side Pocket Class and the assets and liabilities attributable to the Side Pocket Class shall be segregated from and shall not form part of the other assets of the Sub-Fund. The liabilities of or attributable to a Side Pocket Class shall be discharged solely out of the assets of that Side Pocket Class.

The Board of Directors shall, within a reasonable timeframe before the Corporation activates or deactivates side pockets, notify the CSSF of such activation or deactivation.

3. Approval of the deletion of the following paragraph from **Article 27. Issuance of Shares (previously Article 26)**:

“In addition, a dilution levy may be imposed on deals as specified in the Prospectus. Such dilution levy should not exceed 5% of the Net Asset Value and will be calculated taking into account the estimated costs, expenses and potential impact on security prices that may be incurred to meet purchase requests.”

4. Approval of other non-material changes
5. Approval of the full restatement of the Articles of Incorporation of the Fund (the “Articles”) pursuant to the above-mentioned amendments
6. Consideration of such other business as may properly come before the meeting.

Shareholders may request a copy of the proposed text of the restated Articles, free of charge, from the registered office of the Fund.

In order for the meeting to deliberate validly on the agenda, a quorum of 50% of the capital is required, and the passing of the resolutions requires the consent of two thirds of the votes cast at the meeting.

If the quorum is not reached, the meeting will be reconvened for **19 October 2026 at 11.30 am CET** at the registered office of the Fund¹ in the manner prescribed by Luxembourg law. This reconvened meeting may validly deliberate without any quorum, and the resolutions will be passed under the same conditions as for the first meeting. Proxies received at the first meeting will be held and shall remain valid for the reconvened meeting.

Subject to the limitations imposed by the Articles with regard to ownership of shares by US persons or of shares which constitute in aggregate more than three per cent (3%) of the outstanding shares, each share is entitled to one vote. Shareholders are invited to attend and vote at the meeting or may appoint another person in writing to attend and vote at the meeting. Such proxy need not be a shareholder of the Fund.

Holders of registered shares may vote by proxy by returning to the registered office of the Fund the form of registered shareholder proxy sent to them.

By Order of the Board
11 August 2026

¹ Please note that the registered office of the Fund will change from 2a rue Albert Borschette, L-1246 Luxembourg to Skypark Business Center 1, Avenue de l'Aéroport, L-1110 Senningerberg, Luxembourg with effect from 12 October 2026.

Fidelity Funds

2a rue Albert Borschette
BP 2174 L-1246 Luxembourg
R.C.S. Luxembourg B 34036



**Form of Proxy Extraordinary
General Meeting**

I/We**Name****Address**

CLIENT ACCOUNT NUMBER:

being the registered holder(s) of shares in Fidelity Funds, having its registered office at 2a rue Albert Borschette, B.P. 2174, L-1246 Luxembourg, APPOINT the Chair of the Extraordinary General Meeting as my/our proxy to vote on my/our behalf at the Extraordinary General Meeting of Shareholders of Fidelity Funds (the "EGM") to be held by proxy at 11.30a.m. Luxembourg time on 1 October 2026 and at any adjournments thereof. Please indicate how you wish your votes to be cast on the resolutions set out in the Notice of EGM by placing an "X" in the relevant box below:

		FOR	AGAINST	ABSTAIN
Point 1	Approval of the amendment to Article 23. Net Asset Value, specifically the amendment to the third paragraph after Article 23j	☐	☐	☐
		☐	☐	☐
Point 2	Approval of a new Article 24. Liquidity Management Tools			
Point 3	Approval of the amendment to Article 27. Issuance of Shares (previously Article 26)	☐	☐	☐
Point 4	Approval of non-material changes to the Articles of Incorporation	☐	☐	☐
Point 5	Approval of the full restatement of the Articles of Incorporation of the Fund to reflect the above-mentioned amendments	☐	☐	☐

The proxy is further empowered to vote on resolutions concerning item 6 of the agenda. If the account holder is a minor, the proxy must be signed by a legal representative. If the account holder is a company, the proxy must be signed by its legal representative or by a delegated authorised signatory.

Signature:

Dated:

D	D	M	M	Y	Y	Y	Y

Notes

1. Please indicate how you wish your proxy to vote. If you do not do so, your proxy may vote, or abstain from voting, at the meeting at their discretion.
2. In the case of joint holdings, any of the joint holders may appoint a proxy but the vote (in person or by proxy) of the most senior, in the order in which names appear in the register, shall be accepted to the exclusion of the other joint holders.
3. Please date and sign the form and return it to Fidelity Funds at 2a rue Albert Borschette, B.P. 2174, L-1021 Luxembourg, by email (to the following address LUXTAOversight@fil.com) or by other electronic means capable of evidencing such proxy so as to arrive not later than 12.00 noon (Luxembourg time) on 28 September 2026.
4. The information you provide on this form will be held and processed on computer by Fidelity or associated companies. This may involve the transfer of data by electronic media including the Internet. Your information will be held in confidence and not passed to any third party without your permission or unless we are required to do so by law.
5. If the quorum is not reached, the meeting will be reconvened for 19 October 2026 at 12 noon (CET) at the registered office of the Fund in the manner prescribed by Luxembourg law. This reconvened meeting may validly deliberate without any quorum, and the resolutions will be passed under the same conditions as for the first meeting. Proxies received at the first meeting will be held and shall remain valid for the reconvened meeting.