

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

RE-CONVENING NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that, as the Extraordinary General Meeting of Shareholders of Fidelity Funds (the "Fund") held on 25 February 2019 could not validly deliberate due to the required quorum not being attained, the Extraordinary General Meeting of Fidelity Funds (the "Fund") is hereby reconvened, to be held at the registered office of the Fund in Luxembourg on Thursday 21 March 2019 at 2.30 p.m. local time (CET) to consider the following agenda:

Item 1. Approval of the full restatement of the Articles of Incorporation of the Fund (the "Articles") pursuant to Article 29 of the Articles in order to make the main following amendments:

- i. reflect changes required in respect of the EU Money Market Funds Regulation, including the corporate object which shall now read as follows:

"Article 3. Corporate Object:

The exclusive object of the Corporation is to invest the funds available to it in transferable securities of all types, high quality short-term liquid assets and other permitted assets under Part I of the law of 17 December 2010 on undertakings for collective investment, as this law may be amended from time to time (the "Law"), including shares or units of other collective investment undertakings, and, to the extent applicable, by the EU Regulation 2017/1131 of the European Parliament and of the Council of 14 June 2017 on money market funds (the "Regulation"), with the purpose of spreading investment risk and affording its shareholders the results of the management of its assets.

The Corporation may take any measures and carry out any transactions which it may deem useful for the fulfilment and development of its purposes to the fullest extent permitted by the Law and, to the extent applicable, by the Regulation."

- ii. reflect certain provisions set out in the Luxembourg Law of 10 August 1915 as amended.

Item 2. Ratification of the resolutions passed at the Annual General Meeting of the Fund held at the registered office of the Fund in Luxembourg on Thursday 4 October 2018 (the "AGM").

Item 3. 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 and a copy of the resolutions passed at the AGM, free of charge, from the registered office of the Fund.

The meeting can deliberate without any quorum, and the passing of the resolutions requires the consent of two thirds of the votes cast at the 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
February 2019

**Form of Proxy
Extraordinary General Meeting**

1

I/We

CLIENT ACCOUNT NUMBER: AB*****1234

2

Vote

being the registered holder(s) of shares in Fidelity Funds, having its registered office at 2a rue Albert Borschette, L-1246 Luxembourg, APPOINT the Chairman of the meeting, or

.....
as my/our proxy to vote on my/our behalf at the Extraordinary General Meeting to be held at 2.30 p.m. (CET) on 21 March 2019 in Luxembourg and at any adjournments thereof. Please indicate how you wish your votes to be cast on the resolutions set out in the Notice of Extraordinary General Meeting by placing an "X" in the relevant box below:

	FOR	AGAINST	ABSTAIN
Item 1	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 2	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The proxy is further empowered to vote on resolutions concerning item 3 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:

☐

I intend to attend the meeting in person

3

Notes

1. If you wish to appoint another person to represent you in place of the Chairman please delete "the Chairman of the meeting" and insert in the space provided the name of the appointee, who need not be another shareholder in Fidelity Funds.
2. Please indicate how you wish your proxy to vote. If you do not do so, your proxy may vote, or may abstain from voting, at the meeting at his/her discretion.
3. 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.
4. Please date and sign the form and return it to Fidelity Funds at 2a rue Albert Borschette, L-1246 Luxembourg, so as to arrive not later than 2.30 pm CET on 19 March 2019.
5. 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.
6. 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.