

AMENDMENT NO. 1

dated May 16, 2024

to the Simplified Prospectus of Fidelity[®] Capital Structure Corp. dated April 25, 2024

(the “Simplified Prospectus”)

in respect of:

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Canadian Growth
Company Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Small Cap
America Class**

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

Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Insights Class[®]

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity International
Growth Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global
Innovators[®] Class**

**Series A, B, F, F5, F8, S5, S8, T5 and T8 shares of Fidelity Global
Innovators[®] Currency Neutral Class**

**Series A, B, F, F5, F8, S5 and S8 shares of Fidelity Technology Innovators
Class**

(the “Funds”)

The Simplified Prospectus is being amended to:

- (a) provide notice to investors of the proposed termination of Fidelity U.S. Growth Opportunities Systematic Currency Hedged Class, and to close this Fund to new purchases and switches in, except for existing systematic transactions, effective after the close of business on May 15, 2024; and
- (b) add Series Q shares to Fidelity Canadian Growth Company Class, Fidelity Small Cap America Class, Fidelity Insights Class[®], Fidelity International Growth Class, Fidelity Global Innovators[®] Class, Fidelity Global Innovators[®] Currency Neutral Class and Fidelity Technology Innovators Class.

All capitalized terms used but not defined in this Amendment No. 1 have the respective meanings set out in the Simplified Prospectus.

AMENDMENTS TO THE SIMPLIFIED PROSPECTUS

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

1. **Front and Back Covers**

The front and back covers are amended to indicate that Series Q shares are qualified for distribution for Fidelity Canadian Growth Company Class, Fidelity Small Cap America Class, Fidelity Insights Class[®], Fidelity International Growth Class, Fidelity Global Innovators[®] Class, Fidelity Global Innovators[®] Currency Neutral Class and Fidelity Technology Innovators Class.

2. **Purchases, switches and redemptions**

- (a) The following is added as a new paragraph directly below the fifth paragraph under the sub-heading entitled “How to buy, redeem or switch shares of a series of a Fund” on page 33:

“Fidelity U.S. Growth Opportunities Systematic Currency Hedged Class is closed to new investors. Fidelity will seek investor approval for the termination of the Fund at a special meeting of investors of the Fund on July 24, 2024. If approved, the Fund will be terminated after the close of business on or about September 6, 2024.”

- (b) The tenth paragraph under the sub-heading entitled “How to buy, redeem or switch shares of a series of a Fund” on page 33 is deleted and replaced with:

“Series F, F5, F8 and Q shares are only available to investors whose *dealers* have entered into appropriate eligibility agreements with Fidelity. Investors may buy Series F shares in fee-based accounts at their *dealers*, where they pay fees directly to their *dealers*. Except for investors in the Pools, investors may also buy Series F shares and pay fees to their *dealers* by entering into advisor service fee

agreements that authorize Fidelity to redeem Series F shares from their accounts that have a value equal to the amount of the fees payable by them to their *dealers*, plus applicable taxes, and to pay the proceeds to their *dealers*. This advisor service fee arrangement is not offered to investors in the Pools.”

- (c) The second sentence of the first paragraph under the sub-heading entitled “Purchase Options” on page 35 is deleted and replaced with the following:

“There is no sales charge for Series F, F5, F8 and Q shares, which are considered “no load” shares.”

- (d) The third paragraph under the sub-heading entitled “About sales charges” on page 35 is deleted and replaced with the following:

“You don’t pay any sales charges if you invest in Series F, F5, F8 or Q shares, which are only available to certain investors.”

- (e) The table under the sub-heading entitled “Switching to another series of the same Fund” on page 37 is deleted and replaced with the following:

Series	Switch, Subject to a Fee	Switch, No Fee
A	T5, T8	B, F5, F8, S5, S8
B	I, I5, I8, S5, S8	F, F5, F8
F	B, I, I5, I8, S5, S8	F5, F8, Q
F5	B, I, I5, I8, S5, S8	F, F8, Q
F8	B, I, I5, I8, S5, S8	F, F5, Q
I	n/a	F, F5, F8
I5	n/a	F, F5, F8
I8	n/a	F, F5, F8
Q	B, S5, S8	F, F5, F8
S5	B, I, I5, I8, S8	F, F5, F8
S8	B, I, I5, I8, S5	F, F5, F8
T5	A, T8	n/a
T8	A, T5	n/a

- (f) The last line beneath the table under the sub-heading entitled “Switching to another series of the same Fund” on page 37 is deleted and replaced with the following:

“You can only switch to Series F, F5 or F8 shares if you’re eligible for these series, or to Series Q shares with our approval.”

3. Short-Term Trading

The tenth bullet under the sub-heading “Short-term trading” on page 39 is deleted and replaced with the following:

- Redemption of Series Q shares sold as part of a *dealer's* or portfolio management firm’s model portfolio, investment fund or other similar investment product.

4. Optional Services

The first paragraph in the section entitled “Fund Eligibility” under the sub-heading “Fidelity ClearPlan® Custom Fund Portfolios and Fidelity Custom Portfolio Service” on page 42 is deleted and replaced with the following:

“All of our Canadian dollar-denominated Fidelity Funds (other than the Fidelity ClearPath® Retirement Portfolios), in all series, except Series O and Q securities (if available)), are eligible for this program. Any Fidelity Fund where your investment is made in U.S. dollars is not eligible to be included in this service. You may also hold Fidelity Funds separate and apart from your ClearPlan® portfolio or Custom Portfolio if you choose.”

5. Fees and Expenses

(a) Fees and Expenses Payable by the Fund

- (i) The following is added at the end of the second paragraph under the sub-heading entitled “Operating expenses - *Fidelity Preferred Program (excluding the Pools)*” on page 48:

“You should note that holdings in Series Q shares do not count towards determining the value of a *Fidelity Preferred Program* financial group and are not part of the account-linking for the *Fidelity Preferred Program* referred to below.”

- (ii) The following is added as the last two sentences of the first paragraph under the sub-heading “Operating expenses - *Large Account Program (excluding the Pools)*” on page 50:

“Holdings in Series Q shares do not count towards determining the value of any *LAP financial group*. You can obtain further details by contacting your *financial advisor*.”

(b) Fees and Expenses Payable Directly by You

- (i) The second paragraph under the sub-heading entitled “Sales charges - *Initial sales charge section*” on page 54 is deleted and replaced with the following:

“You pay no *initial sales charge* when you buy Series F, F5, F8 or Q shares of a Fund.”

6. Income Tax Considerations

The third paragraph under the sub-heading “*Taxation of shareholders (other than registered plan)*” on page 62 is deleted and replaced with the following:

“Generally, fees paid by you to your *dealer* in respect of Series F, F5, F8 or Q shares of the Funds should be deductible for income tax purposes from the income earned on the Funds to the extent that the fees are reasonable, represent fees for advice to you regarding the purchase or sale of specific securities (including shares of the Funds) by you directly or for services provided to you in respect of the administration or management of securities (including shares of the Funds) owned by you directly, and the fees are paid by you to a *dealer* whose principal business is advising others regarding the purchase or sale of specific securities, or includes the provision of administration or management services in respect of securities. Fees paid directly by you to Fidelity for services provided by Fidelity to the Funds are not deductible. **You should consult your tax advisor regarding the deductibility of fees paid directly by you in your particular circumstances.**”

7. Description of shares offered by the Funds

- (a) The first sub-section (a) under the fifth paragraph on page 94 is deleted and replaced with the following:

“(a) a change in the basis of the calculation of management fee rates or of other expenses that are charged to a Fund (or the introduction of such a fee or expense) that could result in an increase in charges to the Fund, unless (i) the contract is an arm’s length contract with a party other than Fidelity, or an associate or affiliate of Fidelity, for services relating to the operation of the Fund, and (ii) the shareholders are given at least 60 days’ written notice of the effective date of the proposed change. Because Series F, F5, F8 and Q shares are sold without a sales charge, a meeting of shareholders of these series of the Funds is not required to approve any increase in, or introduction of, a fee or expense charged to the Funds. Any such increase will only be made if such shareholders are notified of the increase at least 60 days before the date on which the increase will take effect;”

- (b) The following is added as a new paragraph directly above the “Series S5 shares” section under the sub-heading entitled “*About the Series*” on page 96.

“Series Q shares

Series Q shares are only available to *dealers* or portfolio management firms that, on behalf of their clients who have granted them discretionary investment authority, use proprietary model portfolios, investment funds or similar investment products. *Dealers* or portfolio management firms that want to purchase Series Q shares for their clients or investment funds must enter into an appropriate eligibility agreement with Fidelity.

Series Q shares have lower combined management and advisory fees and *Administration Fees* than Series A, B, C, D, F, F5, F8, S5 or S8 shares. Instead of investors in Series Q shares or Fidelity paying sales charges to *dealers*, investors in Series Q shares pay their *dealer* or portfolio management firm a fee for the investment advice and/or administration and management services they provide.

Investors that hold Series Q shares may pay fees directly to their dealer or portfolio management firm. A dealer or portfolio management firm can only buy Series Q shares for their clients if the *dealer* has entered into the appropriate eligibility agreement with Fidelity.

We don’t pay any commissions or trailing commissions to dealers or portfolio management firms who sell Series Q shares, which means we can charge lower management and advisory fees to the Fund. Your dealer or portfolio management firm is responsible for deciding whether you are eligible to buy and continue to hold Series Q shares. If you’re no longer eligible to hold Series Q shares, your dealer or portfolio management firm is responsible for telling us to switch your shares into shares of another series of the same Fund or to redeem them. The minimum initial investment for Series Q shares of a Fund is \$500.

Series Q shares will not be eligible for the *Fidelity Preferred Program* or for the advisor service fee arrangements.”

8. Fund profile of Fidelity Canadian Growth Company Class

Class details

- (a) The row entitled “Type of securities” on page 117 is amended by adding Series Q.

- (b) The chart in the section entitled “Management and advisory fee and administration fee” on page 117 is amended by adding the following row:

Management and advisory fee and administration fee	Series	Management and advisory fee**	Administration fee***
	Q	0.85%	0.100%

9. Fund profile of Fidelity Small Cap America Class

Class details

- (a) The row entitled “Type of securities” on page 152 is amended by adding Series Q.

- (b) The chart in the section entitled “Management and advisory fee and administration fee” on page 152 is amended by adding the following row:

Management and advisory fee and administration fee	Series	Management and advisory fee**	Administration fee***
	Q	0.85%	0.125%

10. Fund profile of Fidelity U.S. Growth Opportunities Systematic Currency Hedged Class

The following disclosure is added at the end of the section entitled “Class details” on page 162:

“Further to its May 15, 2024 press release, Fidelity has proposed to terminate the Fund (the “Termination”), expected to be completed on or about September 6, 2024. The related special meeting of shareholders of the Fund is scheduled to be held as a virtual meeting on July 24, 2024 for the purposes of considering and voting on resolutions in connection with the Termination, including in respect of certain amendments to the articles of Fidelity® Capital Structure Corp. to facilitate the cancellation and redemption of shares of the Fund. The Fund is closed to new purchases and switches in, except for existing systematic transactions. Further details regarding the proposed Termination will be sent to shareholders of the Fund in advance of the shareholder meeting.”

11. Fund profile of Fidelity Insights Class®

Class details

- (a) The row entitled “Type of securities” on page 165 is amended by adding Series Q.

- (b) The chart in the section entitled “Management and advisory fee and administration fee” on page 165 is amended by adding the following row:

Management and advisory fee and administration fee	Series	Management and advisory fee**	Administration fee***
	Q	0.85%	0.125%

12. Fund profile of Fidelity International Growth Class

Class details

- (a) The row entitled “Type of securities” on page 206 is amended by adding Series Q.

- (b) The chart in the section entitled “Management and advisory fee and administration fee” on page 206 is amended by adding the following row:

Management and advisory fee and administration fee	Series	Management and advisory fee**	Administration fee***
	Q	0.85%	0.140%

13. Fund profile of Fidelity Global Innovators[®] Class

Class details

- (a) The row entitled “Type of securities” on page 208 is amended by adding Series Q.

- (b) The chart in the section entitled “Management and advisory fee and administration fee” on page 208 is amended by adding the following row:

Management and advisory fee and administration fee	Series	Management and advisory fee**	Administration fee***
	Q	0.85%	0.140%

14. Fund profile of Fidelity Global Innovators[®] Currency Neutral Class

Class details

- (a) The row entitled “Type of securities” on page 210 is amended by adding Series Q.

- (b) The chart in the section entitled “Management and advisory fee and administration fee” on page 210 is amended by adding the following row:

Management and advisory fee and administration fee	Series	Management and advisory fee*	Administration fee**
	Q	0.85%	0.170%

15. Fund profile of Fidelity Technology Innovators Class

Class details

- (a) The row entitled “Type of securities” on page 240 is amended by adding Series Q.

- (b) The chart in the section entitled “Management and advisory fee and administration fee” on page 240 is amended by adding the following row:

Management and advisory fee and administration fee	Series	Management and advisory fee*	Administration fee**
	Q	0.85%	0.140%

PURCHASER'S STATUTORY RIGHTS

Securities legislation in several of the provinces and territories gives you the right to withdraw from an agreement to buy securities within two business days after you receive a simplified prospectus or fund facts, or to cancel your purchase within 48 hours after you receive confirmation of a securities purchase. If you buy securities under a contractual plan, the time period for your right to withdraw from the purchase may be longer.

In several provinces and territories, securities law also gives you the right to cancel a purchase or, in some jurisdictions, claim damages if the simplified prospectus, annual information form, fund facts or financial statements contain a misrepresentation. You must act within the time limit set by the securities legislation in your province or territory. You can find out more by consulting the securities legislation in the province or territory or by consulting a legal advisor.

CERTIFICATE OF THE FUNDS

DATED: May 16, 2024

This Amendment No. 1 dated May 16, 2024 together with the Simplified Prospectus dated April 25, 2024 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”
GORDON THOMSON
Chief Executive Officer
Fidelity Capital Structure Corp.

“Jason Louie”
JASON LOUIE
Chief Financial Officer
Fidelity Capital Structure Corp.

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

“Roderick J. McKay”
RODERICK J. MCKAY
Director

“Karl Ewoniak”
KARL EWONIAK
Director

CERTIFICATE OF THE MANAGER AND PROMOTER OF THE FUNDS

DATED: May 16, 2024

This Amendment No. 1 dated May 16, 2024 together with the Simplified Prospectus dated April 25, 2024 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”
ROBERT LLOYD STRICKLAND
Chief Executive Officer
Fidelity Investments Canada ULC

“Philip McDowell”
PHILIP McDOWELL
Chief Financial Officer, Fidelity Canada
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”
BARRY MYERS
Director

“Russell Kaunds”
RUSSELL KAUNDS
Director