



# **Fidelity U.S. Growth and Income Private Pool**

**Semi-Annual  
Management Report  
of Fund Performance**  
December 31, 2024

## Caution Regarding Forward-looking Statements

Certain portions of this report, including, but not limited to, “Results of Operations” and “Recent Developments”, may contain forward-looking statements about the Fund, including its strategy, risks, expected performance and condition. Forward-looking statements include statements that are predictive in nature, that depend upon or refer to future events or conditions, or that include words such as “expects”, “anticipates”, “intends”, “plans”, “believes”, “estimates” and similar forward-looking expressions or negative versions thereof.

In addition, any statement that may be made concerning future performance, strategies or prospects, and possible future Fund action, is also a forward-looking statement. Forward-looking statements are based on current expectations and projections about future events and are inherently subject to, among other things, risks, uncertainties and assumptions about the Fund and economic factors. Accordingly, assumptions concerning future economic and other factors may prove to be incorrect at a future date.

Forward-looking statements are not guarantees of future performance, and actual events and results could differ materially from those expressed or implied in any forward-looking statements made by the Fund. Any number of important factors could contribute to these digressions, including, but not limited to, general economic, political and market factors in North America and internationally, interest and foreign exchange rates, global equity and capital markets, business competition, technological change, changes in government regulations, unexpected judicial or regulatory proceedings, and catastrophic events.

It should be stressed that the above-mentioned list of important factors is not exhaustive. You are encouraged to consider these and other factors carefully before making any investment decisions and you are urged to avoid placing undue reliance on forward-looking statements. Further, you should be aware of the fact that the Fund has no specific intention of updating any forward-looking statements whether as a result of new information, future events or otherwise, prior to the release of the next Management Report of Fund Performance.

# Semi-Annual Management Report of Fund Performance as at December 31, 2024

## Fidelity U.S. Growth and Income Private Pool

*This semi-annual management report of fund performance contains financial highlights but does not contain the complete semi-annual financial statements for the investment fund. You can get a copy of the semi-annual financial statements at your request, and at no cost, by calling 1-800-263-4077, by writing to us at Fidelity Investments, 483 Bay St. Suite 300, Toronto ON M5G 2N7 or by visiting our website at [www.fidelity.ca](http://www.fidelity.ca) or SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).*

*Securityholders may also contact us using one of these methods to request a copy of the investment fund's proxy voting policies and procedures, proxy voting disclosure record or quarterly portfolio disclosure relating to the investment fund.*

## Management Discussion of Fund Performance

### Results of Operations

Fidelity U.S. Growth and Income Private Pool (Fund), Series B, returned 9.3%, after fees and expenses, for the six-month period ended December 31, 2024. The net returns of the other series of the Fund are similar to those of Series B, except for differences attributable to expense structures. During the review period, U.S. equities, as represented by the S&P 500 Index, returned 14.0% (in Canadian dollar terms) and U.S. fixed income, as represented by the Bloomberg U.S. Aggregate Bond Index, returned 7.2% (in Canadian dollar terms).

#### Market overview:

U.S. equities, as measured by the S&P 500 Index, returned 14.0% in Canadian dollar terms and 8.4% in U.S. dollar terms, for the six-month period ended December 31, 2024.

U.S. equities rose over the review period as expectations of monetary policy easing and continued corporate earnings growth supported investor sentiment. An anticipation of further tax cuts, expansionary fiscal policy, and possibilities of a protectionist trade stance further supported equity markets. The consumer discretionary and financials sectors gained the most from these developments. Additionally, cyclical sectors, including real estate and industrials, also generated positive returns. Investor optimism in the artificial intelligence initially boosted gains in the information technology and communication services sectors but faced volatility in the latter part of the review period due to concerns about stretched valuations. Defensive sectors, such as utilities and consumer staples, also gained as investors looked for stability amidst ongoing market volatility. The U.S. economy exhibited healthy growth, expanding by an annualized rate of 2.8% in the third quarter, supported by robust consumer and government spending. However, geopolitical risks, mixed economic signals in the U.S., and the U.S. Federal Reserve's (the Fed) adoption of a more cautious approach to its monetary policy easing cycle introduced some volatility. Over the period under review, the Fed reduced its benchmark interest rate (the Fed Funds Rate) thrice in subsequent meetings, from 5.5% to 5.0% in the September meeting, from 5.0% to 4.75% in the November meeting, and from 4.75% to 4.5% in the December meeting. U.S. inflation, as measured by the consumer price index, increased to 2.9% in December 2024, however headline inflation remains lower than the reported 3.0% in June 2024.

U.S. investment-grade bonds, as broadly represented by the Bloomberg U.S. Aggregate Bond Index, returned 7.2% in Canadian dollar terms and 2.0% in U.S. dollar terms, for the six-month period ended December 31, 2024.

U.S. investment-grade bonds advanced in Canadian and U.S. dollar terms during the period under review. High yield bonds continued to outperform their investment-grade peers, benefiting from higher yields and tighter credit spreads. Any decreases to headline inflation at the outset of the period were reversed in the later months of the year, with headline inflation increasing to 2.9% in December 2024. The U.S. Federal Reserve (the Fed) commenced their easing cycle with a 50-basis point cut in September followed by a 25-basis point cut in November and December. The U.S. 10-year Treasury yield remained volatile and rose towards the end of the review period. This was driven by strong economic data and the concern that, regardless of the election results, the new administration would increase U.S. Treasury issuance to fund a growing budget deficit. The unemployment rate remained at 4.1% in December 2024, unchanged since June 2024, while a separate report showed a sharp increase in the number of job openings and higher employment growth at the end of the review period, reinforcing the view that the labour market remains largely strong.

#### Factors affecting performance:

The Fund's benchmark returned 10.9% for the review period. This blended benchmark is composed of 40.0% Bloomberg U.S. Aggregate Bond Index, 10.0% Bloomberg U.S. 3-Month Treasury Bill Index, and 50.0% Russell 3000 Index.

The Fund underperformed its benchmark after fees and expenses, primarily due to the Fund's investments in, and higher-than-benchmark exposure to, U.S. equities. In contrast, the Fund's lower-than-benchmark allocation to U.S. investment-grade bonds contributed to relative returns.

#### Portfolio changes:

During the review period, the portfolio managers increased exposure to U.S. investment-grade bonds, which appeared to offer relatively more attractive risk/reward profiles in their view, while exiting its position in long-term U.S. treasuries. In equities, the portfolio managers reduced its exposure to U.S. equities to seek opportunities with more potential elsewhere.

### Recent Developments

Portfolio managers David Wolf and David Tulk observe that the economy in developed markets remains resilient, despite signals which have led central banks to begin cutting policy interest rates. However, Canada has shown anemic growth. In the managers' view, Canada's lagging growth may be due to a divergence appearing between U.S. and Canadian consumers, with the U.S. consumer base being seen as stronger and more adaptable. With headline inflation continuing to moderate, the managers believe that central banks may not need to further tighten monetary policy, and that the U.S. Federal Reserve's policy rate normalization can continue. The portfolio managers believe this may provide slightly easier financial conditions heading into 2025. The managers suggest that the last mile of deflation toward the 2% target could still remain a challenge, particularly as potential trade barriers and possible fiscal expansion following the U.S. election could keep inflation elevated, which could require central banks to make a sudden shift in policy decisions. The portfolio managers are hopeful that future earnings estimates point to continued economic momentum and observe that corporate level fundamentals appear to remain strong. The managers believe this may be attributed to advancements in artificial intelligence, coupled with the ongoing prevalence of remote and hybrid work arrangements, which both likely contribute to productivity gains. The managers

## **Fidelity U.S. Growth and Income Private Pool**

### **Management Discussion of Fund Performance – continued**

continue to focus on constructing portfolios that are well diversified across asset classes, styles and regions as they believe this is the right way to both protect and grow capital over the long run.

#### **Related Party Transactions**

##### **Manager and Portfolio Adviser**

The Fund is managed by Fidelity Investments Canada ULC (Fidelity). Fidelity is part of a broader collection of companies collectively known as Fidelity Investments.

Fidelity provides or arranges for the provision of all general management and administrative services required by the Fund in its day-to-day operations, bookkeeping, record-keeping and other administrative services for the Fund.

Fidelity is the portfolio adviser to the Fund and it provides investment advisory services to the Fund. Fidelity has entered into sub-advisory agreements with a number of entities, including Fidelity Management & Research Company LLC. With respect to the Fund, Fidelity Management & Research Company LLC has entered into a further sub-advisory agreement with Fidelity Management & Research (Canada) ULC to provide investment advice with respect to all or a portion of the investments of the Fund. The sub-advisors arrange for acquisition and disposition of portfolio investments, including all necessary brokerage arrangements. The Fund pays Fidelity a monthly management and advisory fee for their services, based on the net asset value of each Series, calculated daily and payable monthly. The Fund paid Fidelity management and advisory fees of \$2,159,000 for the period ended December 31, 2024.

##### **Administration Fee**

Fidelity charges the Fund a fixed administration fee in place of certain variable expenses. Fidelity, in turn, pays all of the operating expenses of the Fund, other than certain specified fund costs (e.g. the fees and expenses of the Independent Review Committee, taxes, brokerage commissions and interest charges). The Fund pays an annual rate based on the net asset value of each Series, calculated daily and payable monthly. The Fund paid Fidelity administration fees of \$313,000 for the period ended December 31, 2024.

##### **Brokerage Commissions**

The Fund may place a portion of its portfolio transactions with brokerage firms which are affiliates of Fidelity, provided it determines that these affiliates' trade execution abilities and costs are comparable to those of non-affiliated, qualified brokerage firms, on an execution-only basis. Commissions paid to brokerage firms that are affiliates of Fidelity Investments were \$0 for the period ended December 31, 2024. Fidelity receives standing instructions from the IRC in respect of policies and procedures governing best execution of transactions with affiliates, which includes brokers affiliated to Fidelity Investments, at least once per year.

#### **Independent Review Committee, Cross-Trading and In specie Transactions**

##### **Independent Review Committee**

Fidelity has established an independent review committee (IRC) that acts as an impartial and independent committee to review and provide recommendations or, if appropriate, approvals respecting conflict of interest matters referred to it by Fidelity. The IRC prepares, at least annually, a report of its activities for securityholders of the Fund. The report is available at [www.fidelity.ca](http://www.fidelity.ca) or at the securityholder's request at no cost by contacting Fidelity, using the contact information available on the final page of this document.

##### **Cross-Trading and In specie Transactions**

The Fund received the approval and standing instructions from the IRC in order to:

- (i) engage in cross-trading, which is a form of interfund trading. A cross-trade occurs when the Fund purchases or sells portfolio securities from or to another Fund, a U.S. fund or a separately managed account, through a broker;
- (ii) permit the Fund, in certain circumstances, to purchase and redeem Fund securities in consideration for securities rather than cash of another investment fund not governed by NI 81-102, or a separately managed account, managed by Fidelity.

For each of the transactions in (i) and (ii) above, the IRC's standing instructions require Fidelity to act in accordance with its associated policies and procedures and applicable law, and comply with the conditions in each of the exemptive relief orders received, which, in the case of cross-trading, requires additional periodic reporting to the Ontario Securities Commission. The standing instructions also require that investment decisions in respect of these transactions (a) are free from any influence by an entity related to Fidelity and without taking into account any consideration relevant to an entity related to Fidelity; (b) represent the business judgment of Fidelity uninfluenced by considerations other than the best interests of the Fund; (c) comply with the applicable policies and procedures of Fidelity; and (d) achieve a fair and reasonable result for the Fund.

# Financial Highlights

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for the period end of the years shown. This information is derived from the Fund's audited annual and/or unaudited semi-annual financial statements. Please see the front page for information about how you can obtain the Fund's annual or semi-annual financial statements.

## Fidelity U.S. Growth and Income Private Pool Series B

	Six months ended December 31, 2024		2024	2023	Periods ended June 30, 2022		2021	2020				
<b>The Series' Net Assets per Security <sup>A</sup></b>												
Net assets, beginning of period <sup>B</sup>	\$	18.56	\$	15.71	\$	14.55	\$	16.68	\$	16.20	\$	14.91
<b>Increase (decrease) from operations:</b>												
Total revenue		.26		.52		.47		.35		.39		.32
Total expenses (excluding distributions)		(.20)		(.34)		(.31)		(.33)		(.33)		(.31)
Realized gains (losses)		.90		.51		.27		.76		1.38		.49
Unrealized gains (losses)		.76		2.59		1.14		(1.97)		(.25)		1.06
<b>Total increase (decrease) from operations <sup>B</sup></b>		1.72		3.28		1.57		(1.19)		1.19		1.56
<b>Distributions:</b>												
From net investment income (excluding dividends)		(.11)		(.20)		(.18)		(.06)		(.11)		(.10)
From dividends		—		(.01)		—		—		—		—
From capital gains		(.63)		(.14)		(.20)		(.85)		(.64)		(.13)
Return of capital		—		—		—		—		—		—
<b>Total distributions <sup>B,C</sup></b>		(.74)		(.35)		(.38)		(.91)		(.75)		(.23)
<b>Net assets, end of period <sup>B</sup></b>	\$	19.55	\$	18.56	\$	15.71	\$	14.55	\$	16.68	\$	16.20
<b>Ratios and Supplemental Data</b>												
Net asset value (000s) <sup>D,E</sup>	\$	140,532	\$	116,908	\$	74,117	\$	74,712	\$	95,346	\$	68,199
Securities outstanding <sup>D</sup>		7,189,592		6,299,362		4,716,480		5,136,363		5,716,550		4,209,577
Management expense ratio <sup>F</sup>		2.05%		2.06%		2.07%		2.07%		2.08%		2.09%
Management expense ratio before waivers or absorptions <sup>F</sup>		2.05%		2.06%		2.07%		2.07%		2.08%		2.09%
Trading expense ratio <sup>G</sup>		.02%		.01%		.02%		.01%		.02%		.02%
Portfolio turnover rate <sup>H</sup>		8.93%		28.17%		42.22%		34.66%		60.27%		32.53%
Net asset value per security, end of period	\$	19.5471	\$	18.5604	\$	15.7140	\$	14.5461	\$	16.6796	\$	16.2020

## Fidelity U.S. Growth and Income Private Pool Series F

	Six months ended December 31, 2024		2024	2023	Periods ended June 30, 2022		2021	2020				
<b>The Series' Net Assets per Security <sup>A</sup></b>												
Net assets, beginning of period <sup>B</sup>	\$	19.14	\$	16.20	\$	15.00	\$	17.17	\$	16.63	\$	15.19
<b>Increase (decrease) from operations:</b>												
Total revenue		.26		.52		.50		.36		.39		.33
Total expenses (excluding distributions)		(.09)		(.16)		(.14)		(.15)		(.15)		(.14)
Realized gains (losses)		.93		.48		.29		.78		1.42		.49
Unrealized gains (losses)		.80		2.63		1.12		(2.14)		(.26)		1.07
<b>Total increase (decrease) from operations <sup>B</sup></b>		1.90		3.47		1.77		(1.15)		1.40		1.75
<b>Distributions:</b>												
From net investment income (excluding dividends)		(.17)		(.37)		(.33)		(.17)		(.21)		(.14)
From dividends		—		(.01)		(.01)		(.01)		—		—
From capital gains		(.70)		(.18)		(.23)		(.93)		(.71)		(.15)
Return of capital		—		—		—		—		—		—
<b>Total distributions <sup>B,C</sup></b>		(.87)		(.56)		(.57)		(1.11)		(.92)		(.29)
<b>Net assets, end of period <sup>B</sup></b>	\$	20.15	\$	19.14	\$	16.20	\$	15.00	\$	17.17	\$	16.63
<b>Ratios and Supplemental Data</b>												
Net asset value (000s) <sup>D,E</sup>	\$	221,720	\$	189,809	\$	173,353	\$	148,849	\$	165,056	\$	114,699
Securities outstanding <sup>D</sup>		11,000,894		9,918,328		10,697,872		9,923,198		9,613,322		6,896,640
Management expense ratio <sup>F</sup>		.94%		.95%		.95%		.95%		.96%		.97%
Management expense ratio before waivers or absorptions <sup>F</sup>		.94%		.95%		.95%		.95%		.96%		.97%
Trading expense ratio <sup>G</sup>		.02%		.01%		.02%		.01%		.02%		.02%
Portfolio turnover rate <sup>H</sup>		8.93%		28.17%		42.22%		34.66%		60.27%		32.53%
Net asset value per security, end of period	\$	20.1553	\$	19.1376	\$	16.2040	\$	15.0003	\$	17.1700	\$	16.6319

## Financial Highlights – continued

### Fidelity U.S. Growth and Income Private Pool Series F5

	Six months ended December 31, 2024	2024	2023	Periods ended June 30, 2022	2021	2020
<b>The Series' Net Assets per Security <sup>A</sup></b>						
Net assets, beginning of period <sup>B</sup>	\$ 18.00	\$ 15.74	\$ 15.11	\$ 18.05	\$ 18.22	\$ 17.42
<b>Increase (decrease) from operations:</b>						
Total revenue	.25	.51	.50	.38	.42	.35
Total expenses (excluding distributions)	(.08)	(.14)	(.13)	(.15)	(.15)	(.16)
Realized gains (losses)	.87	.48	.28	.80	1.53	.52
Unrealized gains (losses)	.73	2.55	1.08	(2.39)	(.26)	1.47
<b>Total increase (decrease) from operations <sup>B</sup></b>	1.77	3.40	1.73	(1.36)	1.54	2.18
<b>Distributions:</b>						
From net investment income (excluding dividends)	(.13)	(.30)	(.28)	(.18)	(.23)	(.16)
From dividends	—	(.01)	(.01)	(.01)	—	—
From capital gains	(.65)	(.17)	(.23)	(.96)	(.76)	(.17)
Return of capital	(.33)	(.59)	(.61)	(.75)	(.74)	(.80)
<b>Total distributions <sup>B,C</sup></b>	(1.11)	(1.07)	(1.13)	(1.90)	(1.73)	(1.13)
<b>Net assets, end of period <sup>B</sup></b>	\$ 18.65	\$ 18.00	\$ 15.74	\$ 15.11	\$ 18.05	\$ 18.22
<b>Ratios and Supplemental Data</b>						
Net asset value (000s) <sup>D,E</sup>	\$ 45,984	\$ 38,184	\$ 29,031	\$ 22,081	\$ 28,220	\$ 22,488
Securities outstanding <sup>D</sup>	2,466,361	2,121,329	1,844,168	1,461,659	1,563,223	1,234,109
Management expense ratio <sup>F</sup>	.92%	.93%	.92%	.92%	.93%	.97%
Management expense ratio before waivers or absorptions <sup>F</sup>	.92%	.93%	.92%	.92%	.93%	.97%
Trading expense ratio <sup>G</sup>	.02%	.01%	.02%	.01%	.02%	.02%
Portfolio turnover rate <sup>H</sup>	8.93%	28.17%	42.22%	34.66%	60.27%	32.53%
Net asset value per security, end of period	\$ 18.6453	\$ 18.0003	\$ 15.7421	\$ 15.1073	\$ 18.0536	\$ 18.2235

### Fidelity U.S. Growth and Income Private Pool Series F8

	Six months ended December 31, 2024	2024	2023	Periods ended June 30, 2022	2021	2020
<b>The Series' Net Assets per Security <sup>A</sup></b>						
Net assets, beginning of period <sup>B</sup>	\$ 12.83	\$ 11.57	\$ 11.48	\$ 14.18	\$ 14.76	\$ 14.55
<b>Increase (decrease) from operations:</b>						
Total revenue	.23	.37	.36	.29	.34	.31
Total expenses (excluding distributions)	(.06)	(.11)	(.11)	(.12)	(.13)	(.14)
Realized gains (losses)	.62	.35	.21	.61	1.22	.47
Unrealized gains (losses)	.44	1.87	.85	(1.73)	(.19)	.93
<b>Total increase (decrease) from operations <sup>B</sup></b>	1.23	2.48	1.31	(.95)	1.24	1.57
<b>Distributions:</b>						
From net investment income (excluding dividends)	(.11)	(.26)	(.24)	(.13)	(.18)	(.13)
From dividends	—	(.01)	(.01)	—	—	—
From capital gains	(.46)	(.12)	(.17)	(.74)	(.61)	(.14)
Return of capital	(.40)	(.74)	(.82)	(1.02)	(1.04)	(1.10)
<b>Total distributions <sup>B,C</sup></b>	(.97)	(1.13)	(1.24)	(1.89)	(1.83)	(1.37)
<b>Net assets, end of period <sup>B</sup></b>	\$ 13.11	\$ 12.83	\$ 11.57	\$ 11.48	\$ 14.18	\$ 14.76
<b>Ratios and Supplemental Data</b>						
Net asset value (000s) <sup>D,E</sup>	\$ 13,243	\$ 10,089	\$ 7,031	\$ 6,229	\$ 6,069	\$ 4,741
Securities outstanding <sup>D</sup>	1,010,219	786,258	607,937	542,412	427,908	321,183
Management expense ratio <sup>F</sup>	.94%	.95%	.95%	.96%	.96%	.97%
Management expense ratio before waivers or absorptions <sup>F</sup>	.94%	.95%	.95%	.96%	.96%	.97%
Trading expense ratio <sup>G</sup>	.02%	.01%	.02%	.01%	.02%	.02%
Portfolio turnover rate <sup>H</sup>	8.93%	28.17%	42.22%	34.66%	60.27%	32.53%
Net asset value per security, end of period	\$ 13.1097	\$ 12.8322	\$ 11.5655	\$ 11.4835	\$ 14.1831	\$ 14.7614

**Fidelity U.S. Growth and Income Private Pool Series I**

	Six months ended December 31, 2024		2024	Periods ended June 30, 2023		2022	2021	2020				
<b>The Series' Net Assets per Security <sup>A</sup></b>												
Net assets, beginning of period <sup>B</sup>	\$	18.51	\$	15.67	\$	14.50	\$	16.63	\$	16.16	\$	14.87
<b>Increase (decrease) from operations:</b>												
Total revenue		.22		.49		.47		.35		.38		.32
Total expenses (excluding distributions)		(.17)		(.28)		(.26)		(.28)		(.28)		(.26)
Realized gains (losses)		.89		.45		.27		.76		1.37		.49
Unrealized gains (losses)		.80		2.42		1.13		(2.01)		(.22)		.99
<b>Total increase (decrease) from operations <sup>B</sup></b>		1.74		3.08		1.61		(1.18)		1.25		1.54
<b>Distributions:</b>												
From net investment income (excluding dividends)		(.11)		(.20)		(.18)		(.06)		(.11)		(.10)
From dividends		—		(.01)		—		—		—		—
From capital gains		(.63)		(.14)		(.20)		(.85)		(.64)		(.13)
Return of capital		—		—		—		—		—		—
<b>Total distributions <sup>B,C</sup></b>		(.74)		(.35)		(.38)		(.91)		(.75)		(.23)
<b>Net assets, end of period <sup>B</sup></b>	\$	19.49	\$	18.51	\$	15.67	\$	14.50	\$	16.63	\$	16.16
<b>Ratios and Supplemental Data</b>												
Net asset value (000s) <sup>D,E</sup>	\$	16,440	\$	15,850	\$	21,311	\$	21,097	\$	24,874	\$	22,243
Securities outstanding <sup>D</sup>		843,655		856,448		1,360,362		1,454,897		1,495,929		1,377,201
Management expense ratio <sup>F</sup>		2.06%		2.07%		2.07%		2.08%		2.06%		2.09%
Management expense ratio before waivers or absorptions <sup>F</sup>		2.06%		2.07%		2.07%		2.08%		2.06%		2.09%
Trading expense ratio <sup>G</sup>		.02%		.01%		.02%		.01%		.02%		.02%
Portfolio turnover rate <sup>H</sup>		8.93%		28.17%		42.22%		34.66%		60.27%		32.53%
Net asset value per security, end of period	\$	19.4924	\$	18.5085	\$	15.6691	\$	14.5044	\$	16.6326	\$	16.1563

**Fidelity U.S. Growth and Income Private Pool Series I5**

	Six months ended December 31, 2024		2024	Periods ended June 30, 2023		2022	2021	2020				
<b>The Series' Net Assets per Security <sup>A</sup></b>												
Net assets, beginning of period <sup>B</sup>	\$	16.62	\$	14.65	\$	14.18	\$	17.10	\$	17.44	\$	16.87
<b>Increase (decrease) from operations:</b>												
Total revenue		.21		.44		.45		.36		.44		.38
Total expenses (excluding distributions)		(.17)		(.26)		(.25)		(.30)		(.32)		(.31)
Realized gains (losses)		.80		.41		.26		.77		1.44		.57
Unrealized gains (losses)		.69		2.47		1.07		(1.90)		(.26)		1.06
<b>Total increase (decrease) from operations <sup>B</sup></b>		1.53		3.06		1.53		(1.07)		1.30		1.70
<b>Distributions:</b>												
From net investment income (excluding dividends)		(.10)		(.19)		(.18)		(.06)		(.11)		(.11)
From dividends		—		(.01)		—		—		—		—
From capital gains		(.56)		(.13)		(.19)		(.85)		(.68)		(.14)
Return of capital		(.33)		(.62)		(.66)		(.82)		(.84)		(.83)
<b>Total distributions <sup>B,C</sup></b>		(.99)		(.95)		(1.03)		(1.73)		(1.63)		(1.08)
<b>Net assets, end of period <sup>B</sup></b>	\$	17.17	\$	16.62	\$	14.65	\$	14.18	\$	17.10	\$	17.44
<b>Ratios and Supplemental Data</b>												
Net asset value (000s) <sup>D,E</sup>	\$	482	\$	451	\$	1,501	\$	1,430	\$	1,925	\$	1,844
Securities outstanding <sup>D</sup>		28,094		27,120		102,457		100,830		112,565		105,728
Management expense ratio <sup>F</sup>		1.98%		1.99%		2.00%		2.07%		2.09%		2.11%
Management expense ratio before waivers or absorptions <sup>F</sup>		1.98%		1.99%		2.00%		2.07%		2.09%		2.11%
Trading expense ratio <sup>G</sup>		.02%		.01%		.02%		.01%		.02%		.02%
Portfolio turnover rate <sup>H</sup>		8.93%		28.17%		42.22%		34.66%		60.27%		32.53%
Net asset value per security, end of period	\$	17.1662	\$	16.6204	\$	14.6525	\$	14.1837	\$	17.1015	\$	17.4416

## Financial Highlights – continued

### Fidelity U.S. Growth and Income Private Pool Series I8

	Six months ended December 31, 2024	2024	2023	Periods ended June 30, 2022	2021	2020
<b>The Series' Net Assets per Security <sup>A</sup></b>						
Net assets, beginning of period <sup>B</sup>	\$ 11.78	\$ 10.71	\$ 10.75	\$ 13.40	\$ 14.09	\$ 14.03
<b>Increase (decrease) from operations:</b>						
Total revenue	.15	.34	.34	.26	.32	.29
Total expenses (excluding distributions)	(.13)	(.24)	(.24)	(.28)	(.31)	(.30)
Realized gains (losses)	.57	.31	.19	.58	1.15	.45
Unrealized gains (losses)	.48	1.70	.80	(1.59)	(.15)	.93
<b>Total increase (decrease) from operations <sup>B</sup></b>	1.07	2.11	1.09	(1.03)	1.01	1.37
<b>Distributions:</b>						
From net investment income (excluding dividends)	(.07)	(.12)	(.12)	(.05)	(.09)	(.09)
From dividends	—	(.01)	—	—	—	—
From capital gains	(.39)	(.10)	(.14)	(.66)	(.54)	(.11)
Return of capital	(.40)	(.79)	(.87)	(1.05)	(1.08)	(1.08)
<b>Total distributions <sup>B,C</sup></b>	(.86)	(1.02)	(1.13)	(1.76)	(1.71)	(1.28)
<b>Net assets, end of period <sup>B</sup></b>	\$ 11.99	\$ 11.78	\$ 10.71	\$ 10.75	\$ 13.40	\$ 14.09
<b>Ratios and Supplemental Data</b>						
Net asset value (000s) <sup>E,D</sup>	\$ 3	\$ 2	\$ 2	\$ 2	\$ 2	\$ 2
Securities outstanding <sup>D</sup>	218	203	186	167	146	129
Management expense ratio <sup>F</sup>	2.06%	2.12%	2.16%	2.14%	2.19%	2.19%
Management expense ratio before waivers or absorptions <sup>F</sup>	2.06%	2.12%	2.16%	2.14%	2.19%	2.19%
Trading expense ratio <sup>G</sup>	.02%	.01%	.02%	.01%	.02%	.02%
Portfolio turnover rate <sup>H</sup>	8.93%	28.17%	42.22%	34.66%	60.27%	32.53%
Net asset value per security, end of period	\$ 11.9934	\$ 11.7792	\$ 10.7128	\$ 10.7448	\$ 13.4041	\$ 14.0919

### Fidelity U.S. Growth and Income Private Pool Series S5

	Six months ended December 31, 2024	2024	2023	Periods ended June 30, 2022	2021	2020
<b>The Series' Net Assets per Security <sup>A</sup></b>						
Net assets, beginning of period <sup>B</sup>	\$ 16.68	\$ 14.72	\$ 14.25	\$ 17.19	\$ 17.52	\$ 16.94
<b>Increase (decrease) from operations:</b>						
Total revenue	.25	.47	.45	.36	.39	.35
Total expenses (excluding distributions)	(.18)	(.31)	(.30)	(.34)	(.36)	(.35)
Realized gains (losses)	.81	.43	.26	.77	1.47	.55
Unrealized gains (losses)	.65	2.36	1.11	(2.05)	(.24)	1.10
<b>Total increase (decrease) from operations <sup>B</sup></b>	1.53	2.95	1.52	(1.26)	1.26	1.65
<b>Distributions:</b>						
From net investment income (excluding dividends)	(.09)	(.18)	(.18)	(.06)	(.11)	(.11)
From dividends	—	(.01)	—	—	—	—
From capital gains	(.56)	(.13)	(.19)	(.86)	(.68)	(.14)
Return of capital	(.34)	(.63)	(.67)	(.83)	(.84)	(.83)
<b>Total distributions <sup>B,C</sup></b>	(.99)	(.95)	(1.04)	(1.75)	(1.63)	(1.08)
<b>Net assets, end of period <sup>B</sup></b>	\$ 17.23	\$ 16.68	\$ 14.72	\$ 14.25	\$ 17.19	\$ 17.52
<b>Ratios and Supplemental Data</b>						
Net asset value (000s) <sup>D,E</sup>	\$ 7,216	\$ 6,012	\$ 5,070	\$ 5,058	\$ 6,339	\$ 5,303
Securities outstanding <sup>D</sup>	418,918	360,465	344,463	354,849	368,812	302,652
Management expense ratio <sup>F</sup>	2.06%	2.06%	2.06%	2.06%	2.08%	2.09%
Management expense ratio before waivers or absorptions <sup>F</sup>	2.06%	2.06%	2.06%	2.06%	2.08%	2.09%
Trading expense ratio <sup>G</sup>	.02%	.01%	.02%	.01%	.02%	.02%
Portfolio turnover rate <sup>H</sup>	8.93%	28.17%	42.22%	34.66%	60.27%	32.53%
Net asset value per security, end of period	\$ 17.2256	\$ 16.6808	\$ 14.7166	\$ 14.2537	\$ 17.1889	\$ 17.5234



**Fidelity U.S. Growth and Income Private Pool Series S8**

	Six months ended December 31, 2024		2024	Periods ended June 30, 2023		2022	2021	2020				
<b>The Series' Net Assets per Security <sup>A</sup></b>												
Net assets, beginning of period <sup>B</sup>	\$	11.93	\$	10.84	\$	10.86	\$	13.54	\$	14.21	\$	14.13
<b>Increase (decrease) from operations:</b>												
Total revenue		.20		.34		.34		.29		.33		.29
Total expenses (excluding distributions)		(.12)		(.22)		(.22)		(.25)		(.27)		(.28)
Realized gains (losses)		.58		.30		.20		.59		1.17		.45
Unrealized gains (losses)		.47		1.64		.79		(1.74)		(.20)		.91
<b>Total increase (decrease) from operations <sup>B</sup></b>		1.13		2.06		1.11		(1.11)		1.03		1.37
<b>Distributions:</b>												
From net investment income (excluding dividends)		(.07)		(.14)		(.13)		(.05)		(.09)		(.09)
From dividends		—		(.01)		—		—		—		—
From capital gains		(.40)		(.10)		(.14)		(.67)		(.55)		(.12)
Return of capital		(.41)		(.79)		(.87)		(1.06)		(1.09)		(1.09)
<b>Total distributions <sup>B,C</sup></b>		(.88)		(1.04)		(1.14)		(1.78)		(1.73)		(1.30)
<b>Net assets, end of period <sup>B</sup></b>	\$	12.15	\$	11.93	\$	10.84	\$	10.86	\$	13.54	\$	14.21
<b>Ratios and Supplemental Data</b>												
Net asset value (000s) <sup>D,E</sup>	\$	4,644	\$	3,260	\$	3,502	\$	3,302	\$	3,529	\$	3,034
Securities outstanding <sup>D</sup>		382,323		273,354		323,036		303,947		260,705		213,465
Management expense ratio <sup>F</sup>		2.02%		2.03%		2.03%		2.03%		2.01%		2.05%
Management expense ratio before waivers or absorptions <sup>F</sup>		2.02%		2.03%		2.03%		2.03%		2.01%		2.05%
Trading expense ratio <sup>G</sup>		.02%		.01%		.02%		.01%		.02%		.02%
Portfolio turnover rate <sup>H</sup>		8.93%		28.17%		42.22%		34.66%		60.27%		32.53%
Net asset value per security, end of period	\$	12.1468	\$	11.9264	\$	10.8417	\$	10.8631	\$	13.5369	\$	14.2124

## Financial Highlights Footnotes

- <sup>A</sup> This information is derived from the Fund's audited annual and/or unaudited interim financial statements. The net assets attributable to securityholders per security presented in the financial statements may differ from the net asset value calculated for fund pricing purposes. An explanation of these differences can be found in the notes to financial statements.
- <sup>B</sup> Net assets and distributions are based on the actual number of securities outstanding at the relevant time. The increase (decrease) from operations is based on the weighted average number of securities outstanding over the financial period. This table is not intended to be a reconciliation of beginning to ending net assets per security.
- <sup>C</sup> Distributions were paid in cash or reinvested in additional securities of the Fund, or both, and excludes any applicable distributions of management fee reduction to securityholders. Distributions are presented based on management's best estimate of the tax character.
- <sup>D</sup> This information is provided as at period end of the year shown.
- <sup>E</sup> Prior period amounts may have been adjusted.
- <sup>F</sup> Management expense ratio is based on total expenses (excluding distributions, commissions and other portfolio transaction costs) for the stated period and is expressed as an annualized percentage of daily average net asset values during the period, including the Fund's pro-rata share of estimated expenses incurred in any underlying investment fund, if applicable, (2024: --%, 2024: .01%, 2023: .01%, 2022: .01%, 2021: .01%, 2020: .02%).
- <sup>G</sup> The trading expense ratio represents total commissions, other portfolio transaction costs and dividends and interest expense on securities sold short expressed as an annualized percentage of daily average net asset value during the period, including the Fund's pro-rata share of estimated trading costs incurred in any underlying investment fund, if applicable.
- <sup>H</sup> The Fund's portfolio turnover rate indicates how actively the Fund's portfolio adviser manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the year. The higher the Fund's portfolio turnover rate in a year, the greater the trading costs payable by the Fund in the year, and the greater chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high portfolio turnover rate and the performance of the Fund. The portfolio turnover rate is calculated based on the lesser of purchases or sales of securities divided by the weighted average market value of portfolio securities owned by the Fund, excluding short-term securities. The portfolio turnover rate includes any proceeds from a short sale in the value of sales of securities and the cost of covering a short sale in the value of purchases of securities. For periods greater than six months, but less than a full fiscal year, the portfolio turnover rate is annualized. The portfolio turnover rate excludes any adjustment for in-kind transactions.

## Management and Advisory Fees

Fidelity serves as manager and investment advisor of the Fund. The Fund pays Fidelity a monthly management and advisory fee for its services, based on the net asset value of each Series, calculated daily and payable monthly. Fidelity uses these management fees to pay for sales and trailing commissions to registered dealers on the distribution of the Fund securities, as well as for the general investment management expenses. Dealer compensation represents cash commissions paid by Fidelity to registered dealers during the period and includes upfront deferred sales charge and trailing commissions. This amount may, in certain circumstances, exceed 100% of the fees earned by Fidelity during the period. For new Funds or Series the amounts presented may not be indicative of longer term operating periods.

	<b>Management Fees (%)</b>	<b>Dealer Compensation (%)</b>	<b>Investment management, administration and other (%)</b>
Series B	1.700	58.82	41.18
Series F	0.700	-	100.00
Series F5	0.700	-	100.00
Series F8	0.700	-	100.00
Series I	1.700	58.82	41.18
Series I5	1.700	58.82	41.18
Series I8	1.700	58.82	41.18
Series S5	1.700	58.82	41.18
Series S8	1.700	58.82	41.18

# Fidelity U.S. Growth and Income Private Pool

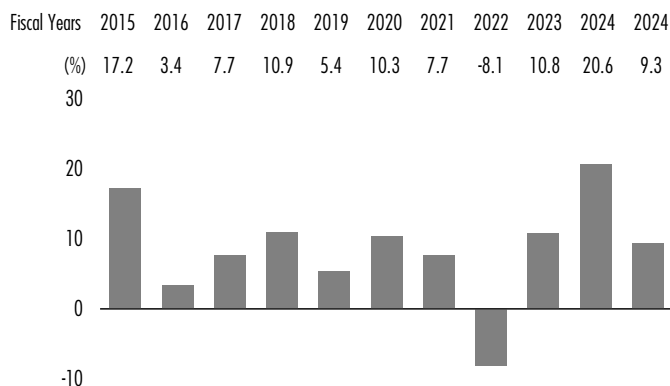
## Past Performance

The performance information shown assumes that all distributions made by the Fund in the periods shown were reinvested in additional securities of the Fund. The performance information does not take into account sales, redemption, distribution or other optional charges that would have reduced returns or performance. How the Fund has performed in the past does not necessarily indicate how it will perform in the future.

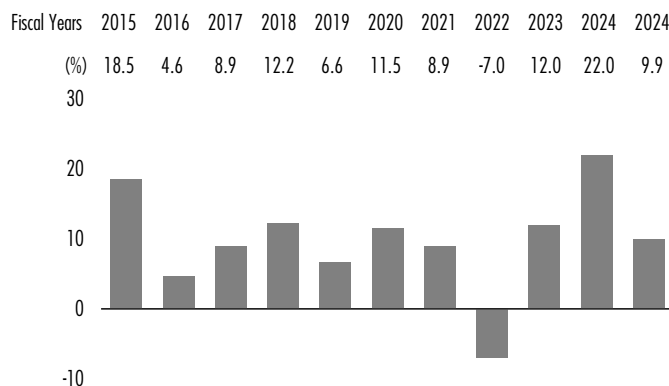
### Year-by-Year Returns

The following bar chart shows the Fund's annual performance for each of the years shown, and illustrates how the Fund's performance was changed from year to year. In percentage terms, the bar chart shows how much an investment made on the first day of each financial year would have grown or decreased by the last day of each financial year. For each Series in the Year-by-Year Returns table below, the most recent returns stated are for the current six month period.

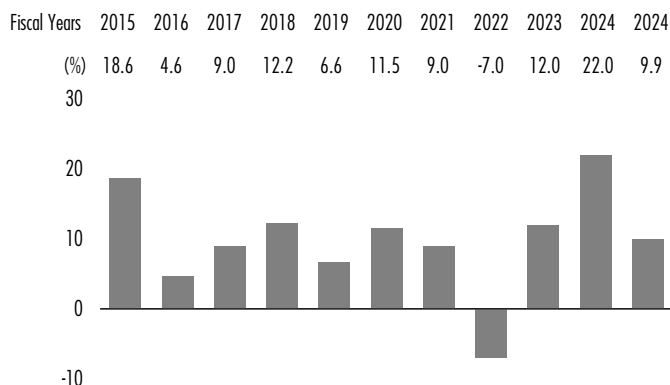
#### Series B



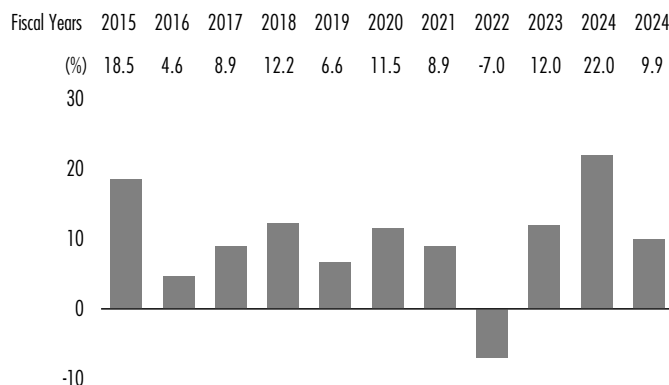
#### Series F



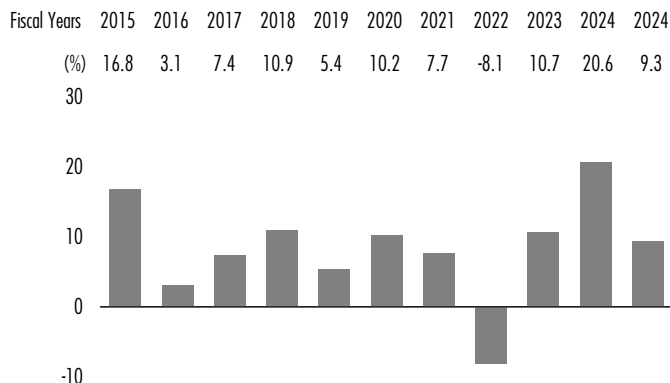
#### Series F5



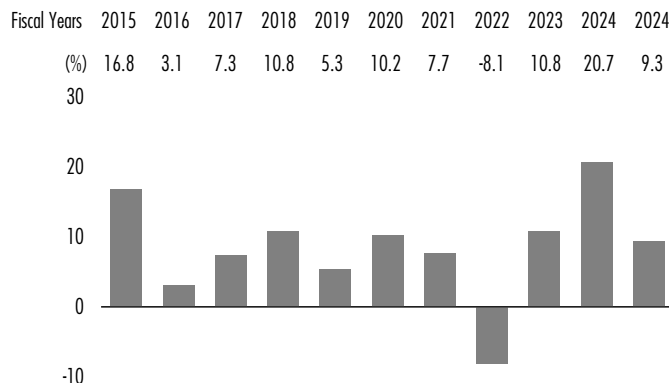
#### Series F8



#### Series I

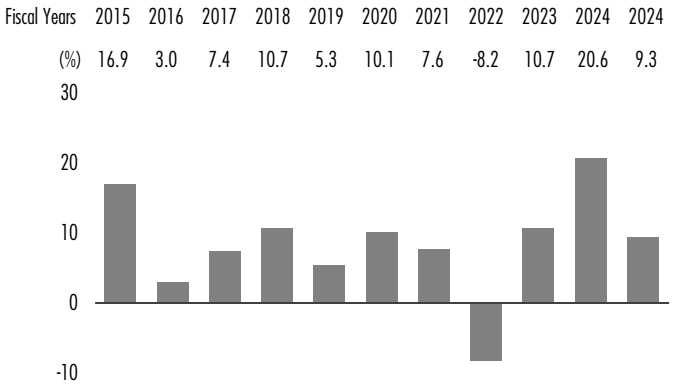


#### Series I5

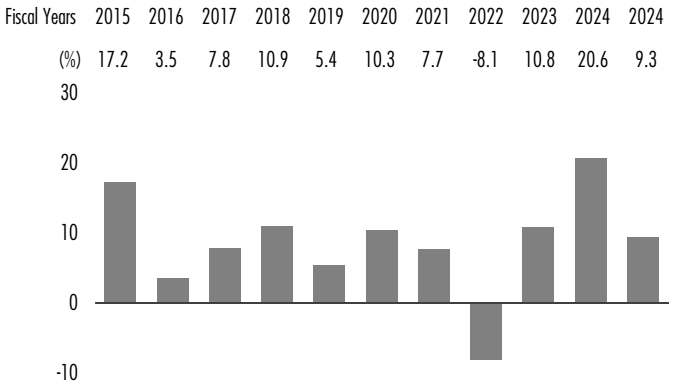


**Fidelity U.S. Growth and Income Private Pool**  
**Past Performance – continued**

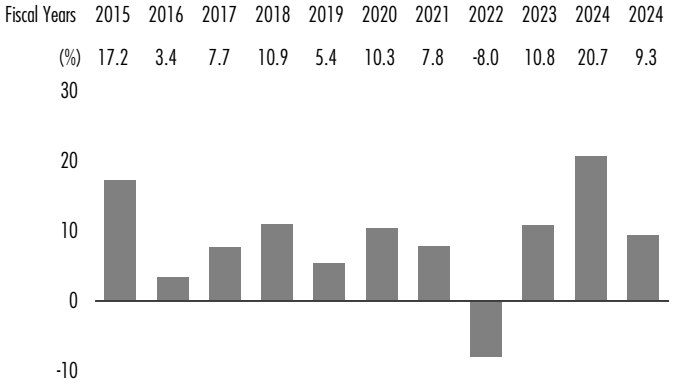
**Series I8**



**Series S5**



**Series S8**



# Fidelity U.S. Growth and Income Private Pool

## Summary of Investment Portfolio as at December 31, 2024

### Asset Mix

	% of Fund's Net Assets as at December 31, 2024	% of Fund's Net Assets as at June 30, 2024
Foreign Equities	49.4	53.9
Foreign Bonds	38.5	32.3
Canadian Equities	1.9	1.5
Foreign Exchange Traded Funds	1.5	2.5
Canadian Bonds	0.2	0.1
Foreign Preferred Securities	0.1	0.1
Canadian Preferred Securities	0.1	0.1
Cash and Cash Equivalents	8.7	9.6
Net Other Assets (Liabilities)	(0.4)	(0.1)

### Geographic Mix

	% of Fund's Net Assets as at December 31, 2024	% of Fund's Net Assets as at June 30, 2024
United States of America	82.4	83.1
Canada	2.2	1.6
Others (Individually Less Than 1%)	7.1	5.8
Cash and Cash Equivalents	8.7	9.6
Net Other Assets (Liabilities)	(0.4)	(0.1)

### Maturity Diversification

Years	% of Fund's Net Assets as at December 31, 2024	% of Fund's Net Assets as at June 30, 2024
0 – 1	9.5	10.4
1 – 3	3.1	2.4
3 – 5	5.4	4.1
Over 5	29.4	25.1

### Derivative Exposure

	% of Fund's Net Assets as at December 31, 2024	% of Fund's Net Assets as at June 30, 2024
Futures Contracts	0.0	0.0
Purchased Options	0.0	0.0
Forward Foreign Currency Contracts	0.0	0.0
Swaps	0.0	0.0

*Futures Contracts percentage is calculated by dividing the sum of the notional amount by total net assets.*

*Swaps percentage is calculated by dividing the sum of the notional and unrealized gain/loss by total net assets.*

*Forward Foreign Currency Contracts percentage is calculated by dividing the net unrealized gain/loss of all contracts held by total net assets.*

*Options percentage is calculated by dividing the sum of the notional and unrealized gain/loss by total net assets.*

### Quality Diversification

	% of Fund's Net Assets as at December 31, 2024	% of Fund's Net Assets as at June 30, 2024
AAA	19.4	15.9
AA	0.2	0.1
A	1.6	1.8
BBB	6.4	5.8
BB and Below	5.3	4.8
Not Rated	6.0	4.2
Equities	52.8	57.9
Short-Term Investments and Net Other Assets	8.3	9.5

*We have used ratings from Moody's Investors Service, Inc. Where Moody's® ratings are not available, we have used S&P® ratings. All ratings are as of the date indicated and do not reflect subsequent changes.*

### Top Issuers

	% of Fund's Net Assets
1. Fidelity U.S. Bond Multi-Asset Base Fund – Series O	27.2
2. Fidelity Insights Investment Trust™ – Series O	24.6
3. Fidelity U.S. Dividend Investment Trust – Series O	12.1
4. Fidelity Global Innovators® Investment Trust – Series O	10.4
5. Fidelity U.S. Money Market Investment Trust – Series O	6.3
6. U.S. Treasury Obligations	4.8
7. Fidelity U.S. Small/Mid-Cap Equity Multi-Asset Base Fund – Series O	2.5
8. iShares TIPS Bond ETF	1.2
9. Fidelity Floating Rate High Income Multi-Asset Base Fund – Series O	1.2
10. Fidelity American High Yield Fund – Series O	0.7
11. Fidelity SmartHedge™ U.S. Equity Multi-Asset Base Fund – Series O	0.5
12. Fidelity Global Real Estate Multi-Asset Base Fund – Series O	0.5
13. Fidelity Global Natural Resources Fund – Series O	0.4
14. Fidelity Emerging Markets Local Currency Debt Multi-Asset Base Fund – Series O	0.4
15. iShares Gold Trust	0.3
16. Fidelity Emerging Markets Debt Multi-Asset Base Fund – Series O	0.2
17. Japan Government	0.1
18. Chicago Board of Education	0.0
19. Bank of Nova Scotia	0.0
20. Brazilian Federative Republic	0.0
21. Petroleos Mexicanos	0.0
22. United Mexican States	0.0
23. DPL, Inc.	0.0
24. Prime Healthcare Foundation, Inc.	0.0
25. Dominican Republic	0.0
	<u>93.4</u>

*Total Fund Net Assets \$450,264,000*

*If the fund invests in another fund managed by Fidelity, which in turn invests more than 10% of its net assets in any third-tier fund also managed by Fidelity, the Top Issuers table would include a pro-rata look-through into the assets held by the third tier fund. This amount will be disclosed if it meets the criteria to be included in the Top Issuers table.*

*Where applicable, the information in the above tables includes the Fund's pro-rata share of the investment in any Fidelity managed underlying fund.*

The summary of investment portfolio may change due to ongoing portfolio transactions of the investment fund. The most recent annual report, semi-annual report, quarterly report, fund facts document or simplified prospectus for the investment fund and/or underlying fund is available at no cost, by calling 1-800-263-4077, by writing to us at Fidelity Investments Canada ULC, 483 Bay St. Suite 300, Toronto ON M5G 2N7 or by visiting our web site at [www.fidelity.ca](http://www.fidelity.ca) or SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).





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