

委託書  
特別股東大會

本人／我們

客戶帳號：

1

2

投票

為註冊辦事處位於 2a rue Albert Borschette, L-1246 Luxembourg 之富達基金股份之登記持有人，茲委任大會主席，或

為本人/我們之代表，代表本人/我們出席定於 2019 年 2 月 25 日下午二時三十分（中歐標準時間）在盧森堡舉行之特別股東大會及任何延期會議並投票。請於下文適當方格內畫上「X」號，表明您對特別股東大會通知內所載決議案之投票意願。

	贊成	反對	棄權
第 1 項	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
第 2 項	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

本委託書進一步授權該代表就議程第 3 項決議案投票。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。如帳戶持有人是一家公司，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

本人擬親自出席特別股東大會

3

附註

- 如欲委任大會主席以外之任何人士為代表，則請刪去「大會主席」，並在空格內填上擬委任代表之姓名，代表無須為富達基金之另一股東。
- 請表明您的投票意願。如無指示，您的代表可於會上自行酌情進行投票或放棄投票。
- 倘為聯名持有股份，則任何一名聯名持有人均可委任一名代表，但在股東名冊排名首位之持有人之投票（親自或由代表投出）可優先於其他聯名股東。
- 請簽署本表格及署明日期，並於 2019 年 2 月 21 日下午二時三十分（中歐標準時間）前交回富達基金，地址為：2a rue Albert Borschette, L-1246 Luxembourg。
- 您於本表格內提供之資料將由富達或其關係企業持有並於電腦中處理。這可能涉及以網際網路等電子媒體傳送資料。您的資料將獲保密處理，未經您同意，除非法律要求進行揭露，否則不會向任何其他第三方揭露。
- 如未達到法定人數要求，會議將在 2019 年 3 月 21 日下午二時三十分（中歐標準時間），按照盧森堡法律要求的方式，於基金的註冊辦事處重新召開。這一重新召開的會議可以有效地進行而沒有法定人數的限制，決議的通過也將遵循首次會議的條件。在首次會議上收到的委託書將得以保留，對重新召開的會議依然有效。

**Form of Proxy  
Extraordinary General**

1

**I/We**

CLIENT ACCOUNT NUMBER:

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 25 February 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

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**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 21 February 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. If the quorum is not reached, the meeting will be reconvened for 21 March 2019 at 2.30 p.m. (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.

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.

特別股東大會通知

謹通告富達基金（「本基金」）謹訂於2019年2月25日（星期一）下午二時三十分（中歐標準時間）假本基金於盧森堡之註冊辦事處舉行特別股東大會，商議下列事項：

1. 根據本基金的公司章程（「章程」）第29條准予全面重述章程，以便作出如下主要修訂：

i. 反映歐盟貨幣市場基金監管法規所需的變更，包括將公司目標變更為：

**「第3條：公司目標：**

*公司的唯一目標是根據2010年12月17日關於集體投資事業的法律的第1部分（「法律」，可能不時修改），並在適用範圍內根據歐洲議會之歐盟法規第2017/1131號暨歐盟理事會2017年6月14日關於貨幣市場基金之條例（「條例」），將基金投資於各類型可轉讓證券、優質短期流動資產和其他允許資產，包括其他集體投資事業的股份或單位，以分散投資風險和向其股東提供其資產管理的結果為目的。*

*公司可以在法律允許的最大範圍內並在條例規定的適用範圍內，採取任何措施和執行其認為有助於實現和發揚其宗旨的任何交易。」*

ii. 反映1915年8月10日之盧森堡法律（經修訂）中的若干條文。

2. 追認本基金於2018年10月4日（星期四）假本基金於盧森堡之註冊辦事處舉行的股東年度大會（「股東年度大會」）上通過的決議案。

3. 臨時動議審議。

股東可以從基金的註冊辦事處免費索取重述章程的提議文本的副本以及股東年度大會上通過的決議案的副本。

為了使會議能夠按照議程有效進行，出席的法定人數所代表的股本需要達到50%，決議的通過需要與會者三分之二以上投贊成票。

如未達到法定人數要求，會議將在2019年3月21日（星期四）下午二時三十分（中歐標準時間），按照盧森堡法律要求的方式，於基金的註冊辦事處重新召開。這一重新召開的會議可以有效地進行而沒有法定人數的限制，決議的通過也將遵循首次會議的條件。在首次會議上收到的委託書將得以保留，對重新召開的會議依然有效。

除本章程所定持有超過富達基金已發行股份百分之三（3%），或美國人士所持有富達基金股份之相關限制外，每股股份享有一投票權。敬請持股人踴躍出席大會投票或得以書面委託他人代為出席大會投票。該代理人毋須為本基金之股東。

註冊股份的持有人可以委託代表進行投票，請填寫所發送的委託書並寄回至本基金的註冊辦事處，以進行投票。

經董事會授權  
2019年2月

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 Monday 25 February 2019 at 2.30 p.m. local time (CET) to consider the following agenda:

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.
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").
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.

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 Thursday 21 March 2019 at 2.30 p.m. (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.

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