

Fidelity® Variable Insurance Products:

VIP Asset Manager Portfolio

Annual Report
December 31, 2023



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To view a fund's proxy voting guidelines and proxy voting record for the 12-month period ended June 30, visit <http://www.fidelity.com/proxyvotingresults> or visit the Securities and Exchange Commission's (SEC) web site at <http://www.sec.gov>.

You may also call 1-877-208-0098 to request a free copy of the proxy voting guidelines.

Fidelity® Variable Insurance Products are separate account options which are purchased through a variable insurance contract.

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This report and the financial statements contained herein are submitted for the general information of the shareholders of the Fund. This report is not authorized for distribution to prospective investors in the Fund unless preceded or accompanied by an effective prospectus.

A fund files its complete schedule of portfolio holdings with the SEC for the first and third quarters of each fiscal year on Form N-PORT. Forms N-PORT are available on the SEC's web site at <http://www.sec.gov>. A fund's Forms N-PORT may be reviewed and copied at the SEC's Public Reference Room in Washington, DC. Information regarding the operation of the SEC's Public Reference Room may be obtained by calling 1-800-SEC-0330.

For a complete list of a fund's portfolio holdings, view the most recent holdings listing, semiannual report, or annual report on Fidelity's web site at <http://www.fidelity.com>, <http://www.institutional.fidelity.com>, or <http://www.401k.com>, as applicable.

NOT FDIC INSURED • MAY LOSE VALUE • NO BANK GUARANTEE

Neither the Fund nor Fidelity Distributors Corporation is a bank.

Performance: The Bottom Line

Average annual total return reflects the change in the value of an investment, assuming reinvestment of distributions from dividend income and capital gains (the profits earned upon the sale of securities that have grown in value, if any) and assuming a constant rate of performance each year. During periods of reimbursement by Fidelity, a fund's total return will be greater than it would be had the reimbursement not occurred. Performance numbers are net of all underlying fund operating expenses, but do not include any insurance charges imposed by your insurance company's separate account. If performance information included the effect of these additional charges, the total returns would have been lower. How a fund did yesterday is no guarantee of how it will do tomorrow.

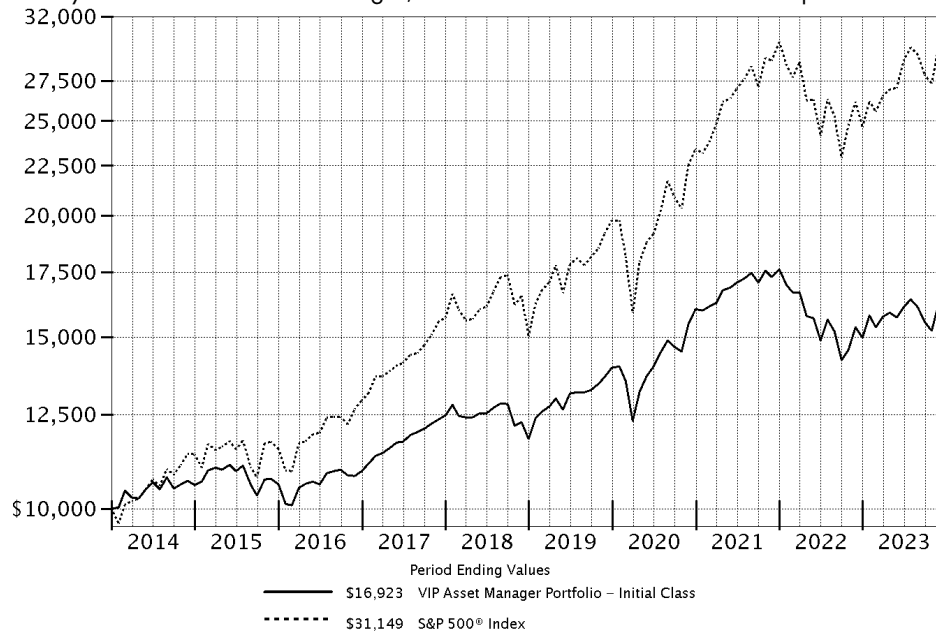
Average Annual Total Returns

| Periods ended December 31, 2023 | Past 1 year | Past 5 years | Past 10 years |
|---------------------------------|-------------|--------------|---------------|
| Initial Class | 12.94% | 7.48% | 5.40% |
| Service Class | 12.90% | 7.38% | 5.30% |
| Service Class 2 | 12.65% | 7.22% | 5.14% |
| Investor Class | 12.90% | 7.40% | 5.32% |

\$10,000 Over 10 Years

Let's say hypothetically that \$10,000 was invested in VIP Asset Manager Portfolio - Initial Class, a class of the fund, on December 31, 2013.

The chart shows how the value of your investment would have changed, and also shows how the S&P 500® Index performed over the same period.



Management's Discussion of Fund Performance

Market Recap:

For 2023, continued global economic expansion and a slowing in the pace of inflation contributed to a favorable backdrop for risk assets. After struggling throughout much of 2022, risk assets strongly rebounded the past year, with U.S. large-cap stocks leading, driven partly by a narrow set of companies in the information technology and communication services sectors amid excitement for generative artificial intelligence. Assets broadly gained in the final two months of 2023 after investor sentiment largely shifted to a view that policy interest rates had peaked in most countries following one of the most dramatic monetary tightening cycles on record by the U.S. Federal Reserve and other central banks.

International equities rose 15.82% for the 12 months, according to the MSCI ACWI (All Country World Index) ex USA Index. Each of the six regions advanced, with Europe ex U.K. (+23%) and Japan (+21%) leading, whereas Asia Pacific ex Japan (+7%) lagged by the widest margin. Each of the 11 sectors also advanced, with tech (+37%) and industrials (+24%) leading the way. Financials (+17%) also topped the return of the broad index. Conversely, consumer staples (+5%) lagged most, followed by real estate (+6%).

U.S. stocks gained 26.06% for the year, as measured by the Dow Jones U.S. Total Stock Market Index, as all but two sectors rose. Information technology (+60%), communication services (+53%) and consumer discretionary (+41%) led by the widest margins. Conversely, utilities (-7%) and energy (0%) lagged most. Growth stocks broadly outpaced value, while larger-caps topped small-caps. Commodities returned -7.91%, according to the Bloomberg Commodity Index Total Return.

U.S. taxable investment-grade bonds returned 5.53% for the 12 months, per the Bloomberg U.S. Aggregate Bond Index, as the Fed slowed the pace of, and eventually paused, interest rate increases, allowing bond prices to stabilize. Since March 2022, the Fed has hiked its benchmark interest rate 11 times, by 5.25 percentage points, while allowing up to billions in bonds to mature each month without investing the proceeds. U.S. investment-grade corporate bonds (+8.18%) topped short-term U.S. Treasuries (+5.15%), while commercial mortgage-backed securities returned (+5.42%) and agencies gained (+5.13%) also advanced. Outside the index, leveraged loans (+13.72%), U.S. high-yield bonds (+13.47%), emerging-markets debt (+10.45%) and Treasury Inflation-Protected Securities (+3.90%) all gained.

Comments from Co-Portfolio Managers Avishek Hazrachoudhury and Katie Shaw:

For the year, the fund's share classes gained about 13%, versus 13.58% for the Fidelity® Asset Manager 50% Composite IndexSM. In what was a favorable environment for stocks and other risk assets, security selection substantially aided the fund's relative performance in 2023, whereas asset class positioning detracted. The fund's core equity allocation strategy - comprised of a modest underweighting in the U.S., along with equal-weighted exposure to developed international markets (DM) and emerging markets (EM) - hampered performance versus the Composite index. U.S. stocks outperformed their international DM and EM counterparts, so our positioning proved unfavorable. Out-of-index exposure to commodity-related securities also worked against the fund's relative result. Elsewhere, our fixed-income strategy of underweighting investment-grade (IG) bonds, as well as cash, in favor of non-Composite allocations to riskier segments of the debt market also weighed on relative performance. Specifically, positioning in IG bonds helped, however rising interest rates during much of the period worked against the portfolio's allocations to long-term U.S. Treasuries and Treasury Inflation-Protected Securities (TIPS). In terms of security selection, investments among most of the fund's key underlying asset classes outpaced their respective benchmarks the past year. To that end, stock picks in the U.S. and overseas contributed about equally, meanwhile IG bond selection also added value. As of December 31, the portfolio was moderately overweight U.S. stocks and underweight international equities. In terms of fixed income, the fund's allocation to IG bonds was slightly below the Composite's target weight. Our comparatively small allocations to U.S. Treasuries, TIPS and credit-sensitive bonds remained essentially unchanged this past year.

Note to shareholders:

On November 1, 2023, Katie Shaw succeeded Geoff Stein as Co-Manager of the fund.

The views expressed above reflect those of the portfolio manager(s) only through the end of the period as stated on the cover of this report and do not necessarily represent the views of Fidelity or any other person in the Fidelity organization. Any such views are subject to change at any time based upon market or other conditions and Fidelity disclaims any responsibility to update such views. These views may not be relied on as investment advice and, because investment decisions for a Fidelity fund are based on numerous factors, may not be relied on as an indication of trading intent on behalf of any Fidelity fund.

Investment Summary December 31, 2023 (Unaudited)

The information in the following tables is based on the combined Investments of the Fund and its pro-rata share of investments in Fidelity's Central Funds, other than the Commodity Strategy and Money Market Central Funds.

Top Holdings (% of Fund's net assets)

| | |
|---|-------|
| Microsoft Corp. | 2.5 |
| Apple, Inc. | 1.8 |
| Amazon.com, Inc. | 1.3 |
| Alphabet, Inc. Class A | 1.2 |
| Fidelity Low Volatility Factor ETF | 1.0 |
| iShares 20+ Year Treasury Bond ETF | 0.9 |
| Meta Platforms, Inc. Class A | 0.7 |
| NVIDIA Corp. | 0.7 |
| JPMorgan Chase & Co. | 0.7 |
| Taiwan Semiconductor Manufacturing Co. Ltd. | 0.6 |
| | <hr/> |
| | 11.4 |

Top Bond Issuers (% of Fund's net assets)

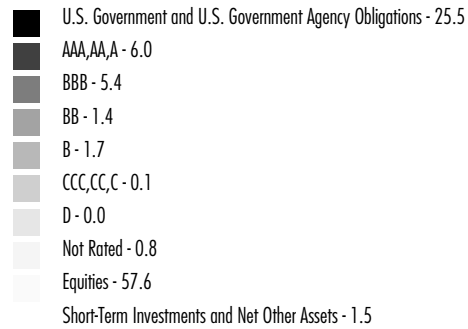
(with maturities greater than one year)

| | |
|------------------------------------|-------|
| U.S. Treasury Obligations | 17.8 |
| Fannie Mae | 2.4 |
| Freddie Mac | 1.9 |
| Uniform Mortgage Backed Securities | 1.9 |
| Ginnie Mae | 1.5 |
| Morgan Stanley | 0.5 |
| Bank of America Corp. | 0.4 |
| JPMorgan Chase & Co. | 0.4 |
| Citigroup, Inc. | 0.3 |
| Petroleos Mexicanos | 0.3 |
| | <hr/> |
| | 27.4 |

Market Sectors (% of Fund's net assets)

| | |
|------------------------|------|
| Financials | 14.4 |
| Information Technology | 13.0 |
| Industrials | 7.1 |
| Health Care | 7.1 |
| Consumer Discretionary | 6.9 |
| Communication Services | 4.6 |
| Consumer Staples | 4.0 |
| Energy | 3.4 |
| Materials | 2.5 |
| Real Estate | 2.5 |
| Utilities | 1.5 |

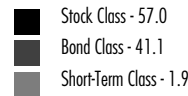
Quality Diversification (% of Fund's net assets)



Percentages shown as 0.0% may reflect amounts less than 0.05%.

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.

Asset Allocation (% of Fund's net assets)

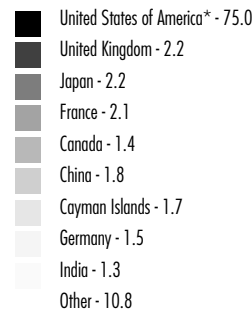


Futures - 5.3%

Asset allocations in the pie chart reflects the categorization of assets as defined in the Fund's prospectus in effect as of the time periods indicated above. Financial Statement categorizations conform to accounting standards and will differ from the pie chart. Percentages are adjusted for the effect of future contracts and swap contracts, if applicable.

An unaudited holdings listing for the Fund, which presents direct holdings as well as the pro-rata share of any securities and other investments held indirectly through its investment in underlying Fidelity Central Funds, other than the Commodity Strategy and Money Market Central Funds, is available at institutional.fidelity.com. Percentages in the above tables are adjusted for the effect of TBA Sale Commitments.

Geographic Diversification (% of Fund's net assets)



* Includes Short-Term investments and Net Other Assets (Liabilities). Percentages are adjusted for the effect of derivatives, if applicable.

Schedule of Investments December 31, 2023

Showing Percentage of Net Assets

U.S. Treasury Obligations – 0.2%

| | Principal Amount (a) | Value (\$) |
|---|-------------------------|------------------|
| U.S. Treasury Bills, yield at date of purchase 5.29% to 5.38% 1/25/24 to 3/21/24 (b) (Cost \$2,080,753) | 2,100,000 | <u>2,081,169</u> |

Fixed-Income Funds – 41.1%

| | Shares | Value (\$) |
|---|-----------|------------------|
| Fidelity Emerging Markets Debt Central Fund (c) | 133,438 | 1,050,159 |
| Fidelity Emerging Markets Debt Local Currency Central Fund (c) | 88,163 | 7,984,931 |
| Fidelity Floating Rate Central Fund (c) | 123,161 | 12,136,294 |
| Fidelity High Income Central Fund (c) | 45,525 | 4,764,215 |
| Fidelity Inflation-Protected Bond Index Central Fund (c) | 179,661 | 15,853,274 |
| Fidelity International Credit Central Fund (c) | 60,129 | 4,787,509 |
| Fidelity VIP Investment Grade Central Fund (c) | 3,553,965 | 333,042,057 |
| iShares 20+ Year Treasury Bond ETF | 85,044 | <u>8,409,151</u> |

TOTAL FIXED-INCOME FUNDS

(Cost \$417,474,763) 388,027,590

Money Market Funds – 0.5%

| | Shares | Value (\$) |
|--|-----------|------------------|
| Fidelity Cash Central Fund 5.40% (d) | 3,438,997 | 3,439,685 |
| Fidelity Securities Lending Cash Central Fund 5.40% (d) (e) | 1,042,096 | <u>1,042,200</u> |

TOTAL MONEY MARKET FUNDS

(Cost \$4,481,885) 4,481,885

Equity Funds – 58.3%

| | Shares | Value (\$) |
|--|-----------|--------------------|
| Domestic Equity Funds - 36.6% | | |
| Fidelity Commodity Strategy Central Fund (c) | 46,696 | 4,124,657 |
| Fidelity Hedged Equity Central Fund (c) | 105,484 | 11,893,358 |
| Fidelity Low Volatility Factor ETF (f) (g) | 176,713 | 9,360,489 |
| Fidelity Real Estate Equity Central Fund (c) | 31,371 | 4,028,946 |
| Fidelity U.S. Equity Central Fund (c) | 2,553,338 | <u>315,950,019</u> |
| TOTAL DOMESTIC EQUITY FUNDS | | <u>345,357,469</u> |

International Equity Funds - 21.7%

| | | |
|---|-----------|--------------------|
| Fidelity Emerging Markets Equity Central Fund (c) | 297,837 | 60,315,015 |
| Fidelity International Equity Central Fund (c) | 1,469,115 | <u>143,796,973</u> |
| TOTAL INTERNATIONAL EQUITY FUNDS | | <u>204,111,988</u> |

TOTAL EQUITY FUNDS

(Cost \$366,755,970) 549,469,457

TOTAL INVESTMENT IN SECURITIES – 100.1%

(Cost \$790,793,371) 944,060,101

NET OTHER ASSETS (LIABILITIES) – (0.1)%

(1,067,497)

NET ASSETS – 100.0%

942,992,604

See accompanying notes which are an integral part of the financial statements.

Schedule of Investments - Continued

Futures Contracts

| | Number of contracts | Expiration Date | Notional Amount (\$) | Value (\$) | Unrealized Appreciation/ (Depreciation) (\$) |
|---|---------------------|-----------------|----------------------|------------|--|
| Sold | | | | | |
| Equity Index Contracts | | | | | |
| CME Micro E-mini S&P 500 Index Contracts (United States) | 113 | Mar 2024 | 27,233,000 | (904,148) | (904,148) |
| ICE MSCI EAFE Index Contracts (United States) | 90 | Mar 2024 | 10,135,800 | (385,360) | (385,360) |
| ICE MSCI Emerging Markets Index Contracts (United States) | 185 | Mar 2024 | 9,561,725 | (424,624) | (424,624) |

TOTAL FUTURES CONTRACTS

(1,714,132)

The notional amount of futures sold as a percentage of Net Assets is 5.0%

For the period, the average monthly notional amount at value for futures contracts in the aggregate was \$67,004,765.

Security Type Abbreviations

ETF — EXCHANGE-TRADED FUND

Legend

- (a) Amount is stated in United States dollars unless otherwise noted.
- (b) Security or a portion of the security was pledged to cover margin requirements for futures contracts. At period end, the value of securities pledged amounted to \$2,081,169.
- (c) Affiliated fund that is generally available only to investment companies and other accounts managed by Fidelity Investments. A complete unaudited schedule of portfolio holdings for each Fidelity Central Fund is filed with the SEC for the first and third quarters of each fiscal year on Form N-PORT and is available upon request or at the SEC's website at www.sec.gov. An unaudited holdings listing for the Fund, which presents direct holdings as well as the pro-rata share of securities and other investments held indirectly through its investment in underlying non-money market Fidelity Central Funds, other than the Commodity Strategy Central Fund, is available at fidelity.com and/or institutional.fidelity.com, as applicable. In addition, each Fidelity Central Fund's financial statements, which are not covered by the Fund's Report of Independent Registered Public Accounting Firm, are available on the SEC's website or upon request.
- (d) Affiliated fund that is generally available only to investment companies and other accounts managed by Fidelity Investments. The rate quoted is the annualized seven-day yield of the fund at period end. A complete unaudited listing of the fund's holdings as of its most recent quarter end is available upon request. In addition, each Fidelity Central Fund's financial statements, which are not covered by the Fund's Report of Independent Registered Public Accounting Firm, are available on the SEC's website or upon request.
- (e) Investment made with cash collateral received from securities on loan.
- (f) Security or a portion of the security is on loan at period end.
- (g) Affiliated Fund

Affiliated Central Funds

Fiscal year to date information regarding the Fund's investments in Fidelity Central Funds, including the ownership percentage, is presented below.

| Affiliate | Value, beginning of period (\$) | Purchases (\$) | Sales Proceeds (\$) | Dividend Income (\$) | Realized Gain (loss) (\$) | Change in Unrealized appreciation (depreciation) (\$) | Value, end of period (\$) | % ownership, end of period |
|--|---------------------------------|----------------|---------------------|----------------------|---------------------------|---|---------------------------|----------------------------|
| Fidelity Cash Central Fund 5.40% | 7,455,959 | 94,843,565 | 98,859,839 | 298,883 | — | — | 3,439,685 | 0.0% |
| Fidelity Commodity Strategy Central Fund | 16,528,012 | 442,146 | 11,614,743 | 287,898 | (1,940,564) | 709,806 | 4,124,657 | 2.0% |
| Fidelity Emerging Markets Debt Central Fund | 1,940,360 | 197,167 | 1,129,806 | 90,363 | (246,683) | 289,121 | 1,050,159 | 0.0% |
| Fidelity Emerging Markets Debt Local Currency Central Fund | 2,664,658 | 4,977,055 | 24 | 463,346 | 8,819 | 334,423 | 7,984,931 | 2.7% |
| Fidelity Emerging Markets Equity Central Fund | 51,368,089 | 14,373,294 | 11,091,805 | 1,764,934 | (1,935,764) | 7,601,201 | 60,315,015 | 2.6% |
| Fidelity Floating Rate Central Fund | 27,484,957 | 1,832,175 | 17,879,020 | 1,602,779 | (611,734) | 1,309,916 | 12,136,294 | 0.8% |
| Fidelity Hedged Equity Central Fund | — | 11,887,256 | 963,929 | 124,422 | 39,348 | 930,683 | 11,893,358 | 2.7% |
| Fidelity High Income Central Fund | 7,782,988 | 529,471 | 3,776,200 | 446,911 | 113,987 | 113,969 | 4,764,215 | 0.4% |
| Fidelity Inflation-Protected Bond Index Central Fund | 18,475,824 | 5,155,688 | 7,927,849 | 583,968 | (803,348) | 952,959 | 15,853,274 | 2.6% |
| Fidelity International Credit Central Fund | 9,231,536 | 338,678 | 4,893,967 | 239,092 | (1,353,138) | 1,464,400 | 4,787,509 | 2.0% |
| Fidelity International Equity Central Fund | 113,983,095 | 27,108,751 | 17,723,189 | 3,247,987 | 427,097 | 20,001,219 | 143,796,973 | 2.8% |
| Fidelity Real Estate Equity Central Fund | 6,262,297 | 179,629 | 2,959,899 | 125,516 | 21,368 | 525,551 | 4,028,946 | 0.4% |

See accompanying notes which are an integral part of the financial statements.

| Affiliate | Value, beginning of period (\$) | Purchases (\$) | Sales Proceeds (\$) | Dividend Income (\$) | Realized Gain (loss) (\$) | Change in Unrealized appreciation (depreciation) (\$) | Value, end of period (\$) | % ownership, end of period |
|---|---------------------------------------|--------------------|------------------------|-------------------------|------------------------------|---|---------------------------------|----------------------------------|
| Fidelity Securities Lending Cash Central Fund 5.40% | 2,514,975 | 109,825,980 | 111,298,755 | 1,975 | — | — | 1,042,200 | 0.0% |
| Fidelity U.S. Equity Central Fund | 301,048,011 | 22,039,451 | 62,751,414 | 19,153,848 | 12,329,480 | 43,284,491 | 315,950,019 | 1.8% |
| Fidelity VIP Investment Grade Central Fund | 333,520,507 | 41,666,603 | 48,957,378 | 12,684,429 | (1,081,572) | 7,893,897 | 333,042,057 | 11.5% |
| Total | <u>900,261,268</u> | <u>335,396,909</u> | <u>401,827,817</u> | <u>41,116,351</u> | <u>4,967,296</u> | <u>85,411,636</u> | <u>924,209,292</u> | |

Amounts in the dividend income column in the above table include any capital gain distributions from underlying funds, which are presented in the corresponding line item in the Statement of Operations, if applicable.

Amounts in the dividend income column for Fidelity Securities Lending Cash Central Fund represents the income earned on investing cash collateral, less rebates paid to borrowers and any lending agent fees associated with the loan, plus any premium payments received for lending certain types of securities.

Amounts included in the purchases and sales proceeds columns may include in-kind transactions, if applicable.

Affiliated Underlying Funds

Fiscal year to date information regarding the Fund's investments in affiliated Underlying Funds is presented below. Exchanges between classes of the same affiliated Underlying Funds may occur. If an Underlying Funds changes its name, the name presented below is the name in effect at period end.

| Affiliate | Value, beginning of period (\$) | Purchases (\$) | Sales Proceeds (\$) | Dividend Income (\$) | Realized Gain (loss) (\$) | Change in Unrealized appreciation (depreciation) (\$) | Value, end of period (\$) |
|------------------------------------|---------------------------------------|----------------|------------------------|-------------------------|------------------------------|---|---------------------------------|
| Fidelity Low Volatility Factor ETF | — | 9,204,307 | — | 27,391 | — | 156,182 | 9,360,489 |
| | — | 9,204,307 | — | 27,391 | — | 156,182 | 9,360,489 |

Amounts in the dividend income column in the above table include any capital gain distributions from underlying funds, which are presented in the corresponding line item in the Statement of Operations, if applicable.

Amounts included in the purchases and sales proceeds columns may include in-kind transactions, if applicable.

Investment Valuation

The following is a summary of the inputs used, as of December 31, 2023, involving the Fund's assets and liabilities carried at fair value. The inputs or methodology used for valuing securities may not be an indication of the risk associated with investing in those securities. For more information on valuation inputs, and their aggregation into the levels used below, please refer to the Investment Valuation section in the accompanying Notes to Financial Statements.

| Description | Valuation Inputs at Reporting Date: | | | |
|---|-------------------------------------|--------------------|------------------|--------------|
| | Total (\$) | Level 1 (\$) | Level 2 (\$) | Level 3 (\$) |
| Investments in Securities: | | | | |
| U.S. Government and Government Agency Obligations | 2,081,169 | - | 2,081,169 | - |
| Fixed-Income Funds | 388,027,590 | 388,027,590 | - | - |
| Money Market Funds | 4,481,885 | 4,481,885 | - | - |
| Equity Funds | 549,469,457 | 549,469,457 | - | - |
| Total Investments in Securities: | <u>944,060,101</u> | <u>941,978,932</u> | <u>2,081,169</u> | <u>-</u> |
| Derivative Instruments: | | | | |
| Liabilities | | | | |
| Futures Contracts | (1,714,132) | (1,714,132) | - | - |
| Total Liabilities | <u>(1,714,132)</u> | <u>(1,714,132)</u> | <u>-</u> | <u>-</u> |
| Total Derivative Instruments: | <u>(1,714,132)</u> | <u>(1,714,132)</u> | <u>-</u> | <u>-</u> |

Value of Derivative Instruments

The following table is a summary of the Fund's value of derivative instruments by primary risk exposure as of December 31, 2023. For additional information on derivative instruments, please refer to the Derivative Instruments section in the accompanying Notes to Financial Statements.

| Primary Risk Exposure / Derivative Type | Value | |
|---|------------|----------------|
| | Asset (\$) | Liability (\$) |
| Equity Risk | | |
| Futures Contracts ^(a) | 0 | (1,714,132) |

See accompanying notes which are an integral part of the financial statements.

Schedule of Investments - Continued

Primary Risk Exposure / Derivative Type

| | Value | |
|----------------------------|------------|----------------|
| | Asset (\$) | Liability (\$) |
| Equity Risk - continued | | |
| Total Equity Risk | 0 | (1,714,132) |
| Total Value of Derivatives | 0 | (1,714,132) |

(a) Reflects gross cumulative appreciation (depreciation) on futures contracts as presented in the Schedule of Investments. In the Statement of Assets and Liabilities, the period end daily variation margin is included in receivable or payable for daily variation margin on futures contracts, and the net cumulative appreciation (depreciation) is included in Total accumulated earnings (loss).

See accompanying notes which are an integral part of the financial statements.

Financial Statements

Statement of Assets and Liabilities

December 31, 2023

Assets

Investment in securities, at value (including securities loaned of \$1,022,321) — See accompanying schedule:

| | | | |
|--|----|-------------|--------------------|
| Unaffiliated issuers (cost \$10,724,773) | \$ | 10,490,320 | |
| Fidelity Central Funds (cost \$770,864,291) | | 924,209,292 | |
| Other affiliated issuers (cost \$9,204,307) | | 9,360,489 | |
| | | <hr/> | |
| Total Investment in Securities (cost \$790,793,371) | | | \$ 944,060,101 |
| Receivable for investments sold | | | 358,430 |
| Receivable for fund shares sold | | | 225,369 |
| Dividends receivable | | | 54,999 |
| Distributions receivable from Fidelity Central Funds | | | 24,158 |
| Receivable for daily variation margin on futures contracts | | | 54,563 |
| Prepaid expenses | | | 864 |
| Other receivables | | | 3,112 |
| | | | <hr/> |
| Total assets | | | 944,781,596 |

Liabilities

| | | | |
|--|----|-----------|------------------|
| Payable for investments purchased | \$ | 71,944 | |
| Payable for fund shares redeemed | | 159,487 | |
| Accrued management fee | | 365,033 | |
| Distribution and service plan fees payable | | 3,584 | |
| Other affiliated payables | | 94,471 | |
| Other payables and accrued expenses | | 52,273 | |
| Collateral on securities loaned | | 1,042,200 | |
| | | <hr/> | |
| Total Liabilities | | | 1,788,992 |

| | | | |
|-------------------|--|--|-----------------------|
| Net Assets | | | \$ 942,992,604 |
|-------------------|--|--|-----------------------|

Net Assets consist of:

| | | | |
|-----------------------------------|----|-------------|--|
| Paid in capital | \$ | 786,604,187 | |
| Total accumulated earnings (loss) | | 156,388,417 | |

| | | |
|-------------------|----|--------------------|
| Net Assets | \$ | 942,992,604 |
|-------------------|----|--------------------|

Net Asset Value and Maximum Offering Price

Initial Class :

| | | |
|--|----|--------------|
| Net Asset Value , offering price and redemption price per share (\$696,248,060 ÷ 44,508,851 shares) | \$ | <u>15.64</u> |
|--|----|--------------|

Service Class :

| | | |
|---|----|--------------|
| Net Asset Value , offering price and redemption price per share (\$2,503,842 ÷ 161,860 shares) | \$ | <u>15.47</u> |
|---|----|--------------|

Service Class 2 :

| | | |
|--|----|--------------|
| Net Asset Value , offering price and redemption price per share (\$16,470,878 ÷ 1,087,565 shares) | \$ | <u>15.14</u> |
|--|----|--------------|

Investor Class :

| | | |
|--|----|--------------|
| Net Asset Value , offering price and redemption price per share (\$227,769,824 ÷ 14,686,427 shares) | \$ | <u>15.51</u> |
|--|----|--------------|

See accompanying notes which are an integral part of the financial statements.

Financial Statements - Continued

Statement of Operations

Year ended
December 31, 2023

Investment Income

| | | |
|--|----|-------------------|
| Dividends (including \$27,391 earned from affiliated issuers) | \$ | 465,180 |
| Interest | | 170,893 |
| Income from Fidelity Central Funds (including \$1,975 from security lending) | | 25,880,748 |
| Total Income | | <u>26,516,821</u> |

Expenses

| | | |
|---|----|-------------------|
| Management fee | \$ | 4,424,784 |
| Transfer agent fees | | 760,109 |
| Distribution and service plan fees | | 42,017 |
| Accounting fees | | 380,178 |
| Custodian fees and expenses | | 25,324 |
| Independent trustees' fees and expenses | | 3,373 |
| Audit | | 56,414 |
| Legal | | 7,592 |
| Miscellaneous | | 6,620 |
| Total expenses before reductions | | <u>5,706,411</u> |
| Expense reductions | | <u>(57,845)</u> |
| Total expenses after reductions | | <u>5,648,566</u> |
| Net Investment income (loss) | | <u>20,868,255</u> |

Realized and Unrealized Gain (Loss)

| | | |
|--|-------------|--------------------|
| Net realized gain (loss) on: | | |
| Investment Securities: | | |
| Unaffiliated issuers | (3,319,022) | |
| Fidelity Central Funds | 4,967,296 | |
| Futures contracts | (7,372,165) | |
| Capital gain distributions from Fidelity Central Funds | 15,235,603 | |
| Total net realized gain (loss) | | <u>9,511,712</u> |
| Change in net unrealized appreciation (depreciation) on: | | |
| Investment Securities: | | |
| Unaffiliated issuers | 617,961 | |
| Fidelity Central Funds | 85,411,636 | |
| Other affiliated issuers | 156,182 | |
| Futures contracts | (2,968,722) | |
| Total change in net unrealized appreciation (depreciation) | | <u>83,217,057</u> |
| Net gain (loss) | | <u>92,728,769</u> |
| Net increase (decrease) in net assets resulting from operations | \$ | <u>113,597,024</u> |

See accompanying notes which are an integral part of the financial statements.

Statement of Changes in Net Assets

| | Year ended December 31, 2023 | Year ended December 31, 2022 |
|--|---------------------------------|---------------------------------|
| Increase (Decrease) in Net Assets | | |
| Operations | | |
| Net investment income (loss) | \$ 20,868,255 | \$ 20,909,265 |
| Net realized gain (loss) | 9,511,712 | 3,887,476 |
| Change in net unrealized appreciation (depreciation) | 83,217,057 | (200,538,663) |
| Net increase (decrease) in net assets resulting from operations | <u>113,597,024</u> | <u>(175,741,922)</u> |
| Distributions to shareholders | (31,471,834) | (89,791,253) |
| Share transactions - net increase (decrease) | (69,316,930) | (3,782,308) |
| Total increase (decrease) in net assets | 12,808,260 | (269,315,483) |
| Net Assets | | |
| Beginning of period | 930,184,344 | 1,199,499,827 |
| End of period | <u>\$ 942,992,604</u> | <u>\$ 930,184,344</u> |

See accompanying notes which are an integral part of the financial statements.

Financial Highlights

VIP Asset Manager Portfolio Initial Class

| Years ended December 31, | 2023 | 2022 | 2021 | 2020 | 2019 |
|--|------------|------------|------------|--------------------|------------|
| Selected Per-Share Data | | | | | |
| Net asset value, beginning of period | \$ 14.32 | \$ 18.33 | \$ 17.04 | \$ 15.23 | \$ 13.68 |
| Income from Investment Operations | | | | | |
| Net investment income (loss) ^{A,B} | .34 | .32 | .29 | .22 | .27 |
| Net realized and unrealized gain (loss) | 1.50 | (2.94) | 1.40 | 2.03 | 2.16 |
| Total from investment operations | 1.84 | (2.62) | 1.69 | 2.25 | 2.43 |
| Distributions from net investment income | (.36) | (.32) | (.30) | (.24) | (.27) |
| Distributions from net realized gain | (.16) | (1.07) | (.10) | (.21) | (.61) |
| Total distributions | (.52) | (1.39) | (.40) | (.44) ^C | (.88) |
| Net asset value, end of period | \$ 15.64 | \$ 14.32 | \$ 18.33 | \$ 17.04 | \$ 15.23 |
| Total Return ^{D,E} | 12.94% | (14.94)% | 9.92% | 14.87% | 18.25% |
| Ratios to Average Net Assets ^{B,F,G} | | | | | |
| Expenses before reductions | .59% | .59% | .59% | .59% | .60% |
| Expenses net of fee waivers, if any | .58% | .59% | .58% | .59% | .60% |
| Expenses net of all reductions | .58% | .59% | .58% | .59% | .60% |
| Net investment income (loss) | 2.26% | 2.08% | 1.62% | 1.41% | 1.88% |
| Supplemental Data | | | | | |
| Net assets, end of period (000 omitted) | \$ 696,248 | \$ 688,649 | \$ 889,923 | \$ 889,473 | \$ 843,000 |
| Portfolio turnover rate ^H | 19% | 29% | 20% | 20% | 30% |

^A Calculated based on average shares outstanding during the period.

^B Net investment income (loss) is affected by the timing of the declaration of dividends by any underlying mutual funds or exchange-traded funds (ETFs). Net investment income (loss) of any mutual funds or ETFs is not included in the Fund's net investment income (loss) ratio.

^C Total distributions per share do not sum due to rounding.

^D Total returns do not reflect charges attributable to your insurance company's separate account. Inclusion of these charges would reduce the total returns shown.

^E Total returns would have been lower if certain expenses had not been reduced during the applicable periods shown.

^F Fees and expenses of any underlying mutual funds or exchange-traded funds (ETFs) are not included in the Fund's expense ratio. The Fund indirectly bears its proportionate share of these expenses. For additional expense information related to investments in Fidelity Central Funds, please refer to the "Investments in Fidelity Central Funds" note found in the Notes to Financial Statements section of the most recent Annual or Semi-Annual report.

^G Expense ratios reflect operating expenses of the class. Expenses before reductions do not reflect amounts reimbursed, waived, or reduced through arrangements with the investment adviser, brokerage services, or other offset arrangements, if applicable, and do not represent the amount paid by the class during periods when reimbursements, waivers or reductions occur.

^H Amount does not include the portfolio activity of any underlying mutual funds or exchange-traded funds (ETFs).

See accompanying notes which are an integral part of the financial statements.

VIP Asset Manager Portfolio Service Class

| Years ended December 31, | 2023 | 2022 | 2021 | 2020 | 2019 |
|--|----------|---------------------|----------|--------------------|----------|
| Selected Per-Share Data | | | | | |
| Net asset value, beginning of period | \$ 14.16 | \$ 18.14 | \$ 16.86 | \$ 15.08 | \$ 13.55 |
| Income from Investment Operations | | | | | |
| Net investment income (loss) ^{A,B} | .32 | .30 | .27 | .20 | .26 |
| Net realized and unrealized gain (loss) | 1.49 | (2.91) | 1.38 | 2.01 | 2.13 |
| Total from investment operations | 1.81 | (2.61) | 1.65 | 2.21 | 2.39 |
| Distributions from net investment income | (.34) | (.31) | (.27) | (.23) | (.25) |
| Distributions from net realized gain | (.16) | (1.07) | (.10) | (.21) | (.61) |
| Total distributions | (.50) | (1.37) ^C | (.37) | (.43) ^C | (.86) |
| Net asset value, end of period | \$ 15.47 | \$ 14.16 | \$ 18.14 | \$ 16.86 | \$ 15.08 |
| Total Return ^{D,E} | 12.90% | (15.03)% | 9.80% | 14.74% | 18.16% |
| Ratios to Average Net Assets ^{B,F,G} | | | | | |
| Expenses before reductions | .69% | .69% | .69% | .69% | .70% |
| Expenses net of fee waivers, if any | .68% | .69% | .69% | .69% | .70% |
| Expenses net of all reductions | .68% | .69% | .69% | .69% | .70% |
| Net investment income (loss) | 2.16% | 1.98% | 1.52% | 1.31% | 1.78% |
| Supplemental Data | | | | | |
| Net assets, end of period (000 omitted) | \$ 2,504 | \$ 2,480 | \$ 3,627 | \$ 5,108 | \$ 3,923 |
| Portfolio turnover rate ^H | 19% | 29% | 20% | 20% | 30% |

^A Calculated based on average shares outstanding during the period.

^B Net investment income (loss) is affected by the timing of the declaration of dividends by any underlying mutual funds or exchange-traded funds (ETFs). Net investment income (loss) of any mutual funds or ETFs is not included in the Fund's net investment income (loss) ratio.

^C Total distributions per share do not sum due to rounding.

^D Total returns do not reflect charges attributable to your insurance company's separate account. Inclusion of these charges would reduce the total returns shown.

^E Total returns would have been lower if certain expenses had not been reduced during the applicable periods shown.

^F Fees and expenses of any underlying mutual funds or exchange-traded funds (ETFs) are not included in the Fund's expense ratio. The Fund indirectly bears its proportionate share of these expenses. For additional expense information related to investments in Fidelity Central Funds, please refer to the "Investments in Fidelity Central Funds" note found in the Notes to Financial Statements section of the most recent Annual or Semi-Annual report.

^G Expense ratios reflect operating expenses of the class. Expenses before reductions do not reflect amounts reimbursed, waived, or reduced through arrangements with the investment adviser, brokerage services, or other offset arrangements, if applicable, and do not represent the amount paid by the class during periods when reimbursements, waivers or reductions occur.

^H Amount does not include the portfolio activity of any underlying mutual funds or exchange-traded funds (ETFs).

See accompanying notes which are an integral part of the financial statements.

Financial Highlights - Continued

VIP Asset Manager Portfolio Service Class 2

| Years ended December 31, | 2023 | 2022 | 2021 | 2020 | 2019 |
|--|-----------|-----------|-----------|--------------------|--------------------|
| Selected Per-Share Data | | | | | |
| Net asset value, beginning of period | \$ 13.88 | \$ 17.81 | \$ 16.56 | \$ 14.82 | \$ 13.33 |
| Income from Investment Operations | | | | | |
| Net investment income (loss) ^{A,B} | .29 | .27 | .24 | .17 | .23 |
| Net realized and unrealized gain (loss) | 1.45 | (2.85) | 1.36 | 1.97 | 2.11 |
| Total from investment operations | 1.74 | (2.58) | 1.60 | 2.14 | 2.34 |
| Distributions from net investment income | (.32) | (.28) | (.25) | (.20) | (.23) |
| Distributions from net realized gain | (.16) | (1.07) | (.10) | (.21) | (.61) |
| Total distributions | (.48) | (1.35) | (.35) | (.40) ^C | (.85) ^C |
| Net asset value, end of period | \$ 15.14 | \$ 13.88 | \$ 17.81 | \$ 16.56 | \$ 14.82 |
| Total Return ^{D,E} | 12.65% | (15.15)% | 9.68% | 14.54% | 18.01% |
| Ratios to Average Net Assets ^{B,F,G} | | | | | |
| Expenses before reductions | .84% | .84% | .84% | .84% | .85% |
| Expenses net of fee waivers, if any | .83% | .84% | .83% | .84% | .85% |
| Expenses net of all reductions | .83% | .84% | .83% | .84% | .85% |
| Net investment income (loss) | 2.01% | 1.83% | 1.37% | 1.16% | 1.63% |
| Supplemental Data | | | | | |
| Net assets, end of period (000 omitted) | \$ 16,471 | \$ 14,925 | \$ 20,038 | \$ 19,943 | \$ 19,343 |
| Portfolio turnover rate ^H | 19% | 29% | 20% | 20% | 30% |

^A Calculated based on average shares outstanding during the period.

^B Net investment income (loss) is affected by the timing of the declaration of dividends by any underlying mutual funds or exchange-traded funds (ETFs). Net investment income (loss) of any mutual funds or ETFs is not included in the Fund's net investment income (loss) ratio.

^C Total distributions per share do not sum due to rounding.

^D Total returns do not reflect charges attributable to your insurance company's separate account. Inclusion of these charges would reduce the total returns shown.

^E Total returns would have been lower if certain expenses had not been reduced during the applicable periods shown.

^F Fees and expenses of any underlying mutual funds or exchange-traded funds (ETFs) are not included in the Fund's expense ratio. The Fund indirectly bears its proportionate share of these expenses. For additional expense information related to investments in Fidelity Central Funds, please refer to the "Investments in Fidelity Central Funds" note found in the Notes to Financial Statements section of the most recent Annual or Semi-Annual report.

^G Expense ratios reflect operating expenses of the class. Expenses before reductions do not reflect amounts reimbursed, waived, or reduced through arrangements with the investment adviser, brokerage services, or other offset arrangements, if applicable, and do not represent the amount paid by the class during periods when reimbursements, waivers or reductions occur.

^H Amount does not include the portfolio activity of any underlying mutual funds or exchange-traded funds (ETFs).

See accompanying notes which are an integral part of the financial statements.

VIP Asset Manager Portfolio Investor Class

| Years ended December 31, | 2023 | 2022 | 2021 | 2020 | 2019 |
|--|------------|------------|--------------------|--------------------|--------------------|
| Selected Per-Share Data | | | | | |
| Net asset value, beginning of period | \$ 14.20 | \$ 18.19 | \$ 16.91 | \$ 15.12 | \$ 13.59 |
| Income from Investment Operations | | | | | |
| Net investment income (loss) ^{A,B} | .32 | .31 | .28 | .20 | .26 |
| Net realized and unrealized gain (loss) | 1.50 | (2.92) | 1.39 | 2.02 | 2.14 |
| Total from investment operations | 1.82 | (2.61) | 1.67 | 2.22 | 2.40 |
| Distributions from net investment income | (.35) | (.31) | (.28) | (.23) | (.25) |
| Distributions from net realized gain | (.16) | (1.07) | (.10) | (.21) | (.61) |
| Total distributions | (.51) | (1.38) | (.39) ^C | (.43) ^C | (.87) ^C |
| Net asset value, end of period | \$ 15.51 | \$ 14.20 | \$ 18.19 | \$ 16.91 | \$ 15.12 |
| Total Return ^{D,E} | 12.90% | (15.00)% | 9.85% | 14.77% | 18.14% |
| Ratios to Average Net Assets ^{B,F,G} | | | | | |
| Expenses before reductions | .66% | .66% | .66% | .67% | .68% |
| Expenses net of fee waivers, if any | .66% | .66% | .66% | .67% | .68% |
| Expenses net of all reductions | .66% | .66% | .66% | .67% | .68% |
| Net investment income (loss) | 2.18% | 2.01% | 1.55% | 1.33% | 1.80% |
| Supplemental Data | | | | | |
| Net assets, end of period (000 omitted) | \$ 227,770 | \$ 224,131 | \$ 285,912 | \$ 254,632 | \$ 229,330 |
| Portfolio turnover rate ^H | 19% | 29% | 20% | 20% | 30% |

^A Calculated based on average shares outstanding during the period.

^B Net investment income (loss) is affected by the timing of the declaration of dividends by any underlying mutual funds or exchange-traded funds (ETFs). Net investment income (loss) of any mutual funds or ETFs is not included in the Fund's net investment income (loss) ratio.

^C Total distributions per share do not sum due to rounding.

^D Total returns do not reflect charges attributable to your insurance company's separate account. Inclusion of these charges would reduce the total returns shown.

^E Total returns would have been lower if certain expenses had not been reduced during the applicable periods shown.

^F Fees and expenses of any underlying mutual funds or exchange-traded funds (ETFs) are not included in the Fund's expense ratio. The Fund indirectly bears its proportionate share of these expenses. For additional expense information related to investments in Fidelity Central Funds, please refer to the "Investments in Fidelity Central Funds" note found in the Notes to Financial Statements section of the most recent Annual or Semi-Annual report.

^G Expense ratios reflect operating expenses of the class. Expenses before reductions do not reflect amounts reimbursed, waived, or reduced through arrangements with the investment adviser, brokerage services, or other offset arrangements, if applicable, and do not represent the amount paid by the class during periods when reimbursements, waivers or reductions occur.

^H Amount does not include the portfolio activity of any underlying mutual funds or exchange-traded funds (ETFs).

See accompanying notes which are an integral part of the financial statements.

Notes to Financial Statements

For the period ended December 31, 2023

1. Organization.

VIP Asset Manager Portfolio (the Fund) is a fund of Variable Insurance Products Fund V (the Trust) and is authorized to issue an unlimited number of shares. The Trust is registered under the Investment Company Act of 1940, as amended (the 1940 Act), as an open-end management investment company organized as a Massachusetts business trust. Shares of the Fund may only be purchased by insurance companies for the purpose of funding variable annuity or variable life insurance contracts. The Fund offers the following classes of shares: Initial Class shares, Service Class shares, Service Class 2 shares and Investor Class shares. All classes have equal rights and voting privileges, except for matters affecting a single class.

2. Investments in Fidelity Central Funds.

Funds may invest in Fidelity Central Funds, which are open-end investment companies generally available only to other investment companies and accounts managed by the investment adviser and its affiliates. The Schedule of Investments lists any Fidelity Central Funds held as an investment as of period end, but does not include the underlying holdings of each Fidelity Central Fund. An investing fund indirectly bears its proportionate share of the expenses of the underlying Fidelity Central Funds.

Based on its investment objective, each Fidelity Central Fund may invest or participate in various investment vehicles or strategies that are similar to those of the investing fund. These strategies are consistent with the investment objectives of the investing fund and may involve certain economic risks which may cause a decline in value of each of the Fidelity Central Funds and thus a decline in the value of the investing fund.

| Fidelity Central Fund | Investment Manager | Investment Objective | Investment Practices | Expense Ratio ^A |
|--|--|---|---|----------------------------|
| Fidelity Commodity Strategy Central Fund | Geode Capital Management, LLC (Geode) | Seeks to provide investment returns that correspond to the performance of the commodities market. | Investment in commodity-related investments through a wholly-owned subsidiary organized under the laws of the Cayman Islands Futures | Less than .005% |
| Fidelity Emerging Markets Debt Central Fund | Fidelity Management & Research Company LLC (FMR) | Seeks high total return by normally investing in debt securities of issuers in emerging markets and other debt investments that are tied economically to emerging markets. | Foreign Securities Futures Restricted Securities | .02% |
| Fidelity Emerging Markets Equity Central Fund | Fidelity Management & Research Company LLC (FMR) | Seeks capital appreciation by investing primarily in equity securities of issuers in emerging markets. | Foreign Securities Loans & Direct Debt Instruments | .02% |
| Fidelity International Equity Central Fund | Fidelity Management & Research Company LLC (FMR) | Seeks capital appreciation by investing primarily in non-U.S. based common stocks, including securities of issuers located in emerging markets. | Foreign Securities Loans & Direct Debt Instruments | .01% |
| Fidelity Floating Rate Central Fund | Fidelity Management & Research Company LLC (FMR) | Seeks a high level of income by normally investing in floating rate loans and other floating rate securities. | Restricted Securities Loans & Direct Debt Instruments | Less than .005% |
| Fidelity High Income Central Fund | Fidelity Management & Research Company LLC (FMR) | Seeks a high level of income and may also seek capital appreciation by investing primarily in debt securities, preferred stocks, and convertible securities, with an emphasis on lower-quality debt securities. | Restricted Securities Loans & Direct Debt Instruments | .03% |
| Fidelity Inflation-Protected Bond Index Central Fund | Fidelity Management & Research Company LLC (FMR) | Seeks to provide investment results that correspond to the performance of the inflation-protected United States Treasury market, and may invest in derivatives. | | Less than .005% |
| Fidelity VIP Investment Grade Central Fund | Fidelity Management & Research Company LLC (FMR) | Seeks a high level of current income by normally investing in investment-grade debt securities and repurchase agreements. | Delayed Delivery & When Issued Securities Restricted Securities | Less than .005% |
| Fidelity Real Estate Equity Central Fund | Fidelity Management & Research Company LLC (FMR) | Seeks above-average income and long-term capital growth by investing primarily in equity securities of issuers in the real estate industry. | Loans & Direct Debt Instruments | Less than .005% |
| Fidelity International Credit Central Fund | Fidelity Management & Research Company LLC (FMR) | Seeks a high level of current income by normally investing in debt securities of foreign issuers, including debt securities of issuers located in emerging markets. Foreign currency exposure is hedged utilizing foreign currency contracts. | Foreign Securities Futures Restricted Securities Options Swaps Forward Foreign Currency Contracts | Less than .005% |

| | | | | |
|--|--|--|---|-----------------|
| Fidelity U.S. Equity Central Fund | Fidelity Management & Research Company LLC (FMR) | Seeks capital appreciation by investing primarily in common stocks, allocated across different market sectors. | Foreign Securities Delayed Delivery & When Issued Securities Futures Restricted Securities | Less than .005% |
| Fidelity Emerging Markets Debt Local Currency Central Fund | Fidelity Management & Research Company LLC (FMR) | Seeks high total return by normally investing in debt securities of issuers in emerging markets and other debt investments that are tied economically to emerging markets and denominated in the local currency of the issuer. | Loans & Direct Debt Instruments Foreign Securities Futures Restricted Securities | .02% |
| Fidelity Hedged Equity Central Fund | Fidelity Diversifying Solutions LLC (FDS) | Seeks capital appreciation by investing primarily in common stocks of companies with market capitalizations generally similar to companies in the S&P 500® Index. | Options | .01% |
| Fidelity Money Market Central Funds | Fidelity Management & Research Company LLC (FMR) | Each fund seeks to obtain a high level of current income consistent with the preservation of capital and liquidity. | Short-term Investments | Less than .005% |

^A Expenses expressed as a percentage of average net assets and are as of each underlying Central Fund's most recent annual or semi-annual shareholder report.

An unaudited holdings listing for the investing fund, which presents direct holdings as well as the pro-rata share of any securities and other investments held indirectly through its investment in underlying non-money market Fidelity Central Funds, is available at fidelity.com and/or institutional.fidelity.com, as applicable. A complete unaudited list of holdings for each Fidelity Central Fund is available upon request or at the Securities and Exchange Commission website at www.sec.gov. In addition, the financial statements of the Fidelity Central Funds which contain the significant accounting policies (including investment valuation policies) of those funds, and are not covered by the Report of Independent Registered Public Accounting Firm, are available on the Securities and Exchange Commission website or upon request.

3. Significant Accounting Policies.

The Fund is an investment company and applies the accounting and reporting guidance of the Financial Accounting Standards Board (FASB) Accounting Standards Codification Topic 946 *Financial Services - Investment Companies*. The financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP), which require management to make certain estimates and assumptions at the date of the financial statements. Actual results could differ from those estimates. Subsequent events, if any, through the date that the financial statements were issued have been evaluated in the preparation of the financial statements. The Fund's Schedule of Investments lists any underlying mutual funds or exchange-traded funds (ETFs) but does not include the underlying holdings of these funds. The following summarizes the significant accounting policies of the Fund:

Investment Valuation. Investments are valued as of 4:00 p.m. Eastern time on the last calendar day of the period. The Board of Trustees (the Board) has designated the Fund's investment adviser as the valuation designee responsible for the fair valuation function and performing fair value determinations as needed. The investment adviser has established a Fair Value Committee (the Committee) to carry out the day-to-day fair valuation responsibilities and has adopted policies and procedures to govern the fair valuation process and the activities of the Committee. In accordance with these fair valuation policies and procedures, which have been approved by the Board, the Fund attempts to obtain prices from one or more third party pricing services or brokers to value its investments. When current market prices, quotations or currency exchange rates are not readily available or reliable, investments will be fair valued in good faith by the Committee, in accordance with the policies and procedures. Factors used in determining fair value vary by investment type and may include market or investment specific events, transaction data, estimated cash flows, and market observations of comparable investments. The frequency that the fair valuation procedures are used cannot be predicted and they may be utilized to a significant extent. The Committee manages the Fund's fair valuation practices and maintains the fair valuation policies and procedures. The Fund's investment adviser reports to the Board information regarding the fair valuation process and related material matters.

The Fund categorizes the inputs to valuation techniques used to value its investments into a disclosure hierarchy consisting of three levels as shown below:

- Level 1 - unadjusted quoted prices in active markets for identical investments
- Level 2 - other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, etc.)
- Level 3 - unobservable inputs (including the Fund's own assumptions based on the best information available)

Valuation techniques used to value the Fund's investments by major category are as follows:

Debt securities, including restricted securities, are valued based on evaluated prices received from third party pricing services or from brokers who make markets in such securities. U.S. government and government agency obligations are valued by pricing services who utilize matrix pricing which considers yield or price of bonds of comparable quality, coupon, maturity and type or by broker-supplied prices. When independent prices are unavailable or unreliable, debt securities may be valued utilizing pricing methodologies which consider similar factors that would be used by third party pricing services. Debt securities are generally categorized as Level 2 in the hierarchy but may be Level 3 depending on the circumstances.

Notes to Financial Statements – continued

ETFs are valued at their last sale price or official closing price as reported by a third party pricing service on the primary market or exchange on which they are traded and are categorized as Level 1 in the hierarchy. In the event there were no sales during the day but the exchange reports a closing bid level, ETFs are valued at the closing bid and would be categorized as Level 1 in the hierarchy. In the event there was no closing bid, ETFs may be valued by another method that the Board believes reflects fair value in accordance with the Board's fair value pricing policies and may be categorized as Level 2 in the hierarchy.

Futures contracts are valued at the settlement price established each day by the board of trade or exchange on which they are traded and are categorized as Level 1 in the hierarchy. Investments in open-end mutual funds, including the Fidelity Central Funds, are valued at their closing net asset value (NAV) each business day and are categorized as Level 1 in the hierarchy.

Changes in valuation techniques may result in transfers in or out of an assigned level within the disclosure hierarchy. The aggregate value of investments by input level as of December 31, 2023 is included at the end of the Fund's Schedule of Investments.

Investment Transactions and Income. For financial reporting purposes, the Fund's investment holdings and NAV include trades executed through the end of the last business day of the period. The NAV per share for processing shareholder transactions is calculated as of the close of business of the New York Stock Exchange (NYSE), normally 4:00 p.m. Eastern time and includes trades executed through the end of the prior business day. Gains and losses on securities sold are determined on the basis of identified cost and include proceeds received from litigation. Commissions paid to certain brokers with whom the investment adviser, or its affiliates, places trades on behalf of a fund include an amount in addition to trade execution, which may be rebated back to a fund. Any such rebates are included in net realized gain (loss) on investments in the Statement of Operations. Dividend income is recorded on the ex-dividend date, except for certain dividends from foreign securities where the ex-dividend date may have passed, which are recorded as soon as the Fund is informed of the ex-dividend date. Non-cash dividends included in dividend income, if any, are recorded at the fair market value of the securities received. Income and capital gain distributions from Fidelity Central Funds, if any, are recorded on the ex-dividend date. Interest income is accrued as earned and includes coupon interest and amortization of premium and accretion of discount on debt securities as applicable.

Class Allocations and Expenses. Investment income, realized and unrealized capital gains and losses, common expenses of a fund, and certain fund-level expense reductions, if any, are allocated daily on a pro-rata basis to each class based on the relative net assets of each class to the total net assets of a fund. Each class differs with respect to transfer agent and distribution and service plan fees incurred, as applicable. Certain expense reductions may also differ by class, if applicable. For the reporting period, the allocated portion of income and expenses to each class as a percent of its average net assets may vary due to the timing of recording these transactions in relation to fluctuating net assets of the classes. Expenses directly attributable to a fund are charged to that fund. Expenses attributable to more than one fund are allocated among the respective funds on the basis of relative net assets or other appropriate methods. Expenses included in the accompanying financial statements reflect the expenses of that fund and do not include any expenses associated with any underlying mutual funds or ETFs. Although not included in a fund's expenses, a fund indirectly bears its proportionate share of these expenses through the net asset value of each underlying mutual fund or ETF. Expense estimates are accrued in the period to which they relate and adjustments are made when actual amounts are known.

Deferred Trustee Compensation. Under a Deferred Compensation Plan (the Plan) for certain Funds, certain independent Trustees have elected to defer receipt of a portion of their annual compensation. Deferred amounts are invested in affiliated mutual funds, are marked-to-market and remain in a fund until distributed in accordance with the Plan. The investment of deferred amounts and the offsetting payable to the Trustees presented below are included in the accompanying Statement of Assets and Liabilities in other receivables and other payables and accrued expenses, as applicable.

VIP Asset Manager Portfolio

\$3,112

Income Tax Information and Distributions to Shareholders. Each year, the Fund intends to qualify as a regulated investment company under Subchapter M of the Internal Revenue Code, including distributing substantially all of its taxable income and realized gains. As a result, no provision for U.S. Federal income taxes is required. As of December 31, 2023, the Fund did not have any unrecognized tax benefits in the financial statements; nor is the Fund aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will significantly change in the next twelve months. The Fund files a U.S. federal tax return, in addition to state and local tax returns as required. The Fund's federal income tax returns are subject to examination by the Internal Revenue Service (IRS) for a period of three fiscal years after they are filed. State and local tax returns may be subject to examination for an additional fiscal year depending on the jurisdiction.

Distributions are declared and recorded on the ex-dividend date. Income and capital gain distributions are declared separately for each class. Income and capital gain distributions are determined in accordance with income tax regulations, which may differ from GAAP.

Capital accounts within the financial statements are adjusted for permanent book-tax differences. These adjustments have no impact on net assets or the results of operations. Capital accounts are not adjusted for temporary book-tax differences which will reverse in a subsequent period.

Book-tax differences are primarily due to futures contracts and losses deferred due to wash sales.

As of period end, the cost and unrealized appreciation (depreciation) in securities, and derivatives if applicable, for federal income tax purposes were as follows:

| | |
|---|----------------------|
| Gross unrealized appreciation | \$186,014,215 |
| Gross unrealized depreciation | <u>(24,974,429)</u> |
| Net unrealized appreciation (depreciation) | <u>\$161,039,786</u> |
| Tax Cost | <u>\$783,020,315</u> |

The tax-based components of distributable earnings as of period end were as follows:

| | |
|---|----------------------|
| Undistributed ordinary income | \$690,334 |
| Undistributed long-term capital gain | <u>\$3,866,569</u> |
| Net unrealized appreciation (depreciation) on securities and other investments | <u>\$161,039,786</u> |

The tax character of distributions paid was as follows:

| | December 31, 2023 | December 31, 2022 |
|--------------------------------|--------------------------|--------------------------|
| Ordinary Income | \$21,174,941 | \$20,458,476 |
| Long-term Capital Gains | <u>10,296,893</u> | <u>69,332,777</u> |
| Total | <u>\$31,471,834</u> | <u>\$89,791,253</u> |

4. Derivative Instruments.

Risk Exposures and the Use of Derivative Instruments. The Fund's investment objectives allow for various types of derivative instruments, including futures contracts. Derivatives are investments whose value is primarily derived from underlying assets, indices or reference rates and may be transacted on an exchange or over-the-counter (OTC). Derivatives may involve a future commitment to buy or sell a specified asset based on specified terms, to exchange future cash flows at periodic intervals based on a notional principal amount, or for one party to make one or more payments upon the occurrence of specified events in exchange for periodic payments from the other party.

Derivatives were used to increase returns and to manage exposure to certain risks as defined below. The success of any strategy involving derivatives depends on analysis of numerous economic factors, and if the strategies for investment do not work as intended, the objectives may not be achieved.

Derivatives were used to increase or decrease exposure to the following risk(s):

Equity Risk Equity risk relates to the fluctuations in the value of financial instruments as a result of changes in market prices (other than those arising from interest rate risk or foreign exchange risk), whether caused by factors specific to an individual investment, its issuer, or all factors affecting all instruments traded in a market or market segment.

Interest Rate Risk Interest rate risk relates to the fluctuations in the value of interest-bearing securities due to changes in the prevailing levels of market interest rates.

Funds are also exposed to additional risks from investing in derivatives, such as liquidity risk and counterparty credit risk. Liquidity risk is the risk that a fund will be unable to close out the derivative in the open market in a timely manner. Counterparty credit risk is the risk that the counterparty will not be able to fulfill its obligation to a fund. Counterparty credit risk related to exchange-traded contracts may be mitigated by the protection provided by the exchange on which they trade.

Investing in derivatives may involve greater risks than investing in the underlying assets directly and, to varying degrees, may involve risk of loss in excess of any initial investment and collateral received and amounts recognized in the Statement of Assets and Liabilities. In addition, there may be the risk that the change in value of the derivative contract does not correspond to the change in value of the underlying instrument.

Net Realized Gain (Loss) and Change in Net Unrealized Appreciation (Depreciation) on Derivatives. The table below, which reflects the impacts of derivatives on the financial performance, summarizes the net realized gain (loss) and change in net unrealized appreciation (depreciation) for derivatives during the period as presented in the Statement of Operations.

| Primary Risk Exposure / Derivative Type | Net Realized Gain (Loss)(\$) | Change in Net Unrealized Appreciation (Depreciation)(\$) |
|--|-------------------------------------|---|
| VIP Asset Manager Portfolio | | |
| Equity Risk | | |

Notes to Financial Statements – continued

| | | |
|---------------------------------|--------------------|--------------------|
| Futures Contracts | (6,985,977) | (2,966,461) |
| Total Equity Risk | <u>(6,985,977)</u> | <u>(2,966,461)</u> |
| Interest Rate Risk | | |
| Futures Contracts | (386,188) | (2,261) |
| Total Interest Rate Risk | <u>(386,188)</u> | <u>(2,261)</u> |
| Totals | <u>(7,372,165)</u> | <u>(2,968,722)</u> |

If there are any open positions at period end, a summary of the value of derivatives by primary risk exposure is included at the end of the Schedule of Investments.

Futures Contracts. A futures contract is an agreement between two parties to buy or sell a specified underlying instrument for a fixed price at a specified future date. Futures contracts were used to manage exposure to the stock market, bond market and fluctuations in interest rates.

Upon entering into a futures contract, a fund is required to deposit either cash or securities (initial margin) with a clearing broker in an amount equal to a certain percentage of the face value of the contract. Futures contracts are marked-to-market daily and subsequent daily payments are made or received by a fund depending on the daily fluctuations in the value of the futures contracts and are recorded as unrealized appreciation or (depreciation). This receivable and/or payable, if any, is included in daily variation margin on futures contracts in the Statement of Assets and Liabilities. Realized gain or (loss) is recorded upon the expiration or closing of a futures contract. The net realized gain (loss) and change in net unrealized appreciation (depreciation) on futures contracts during the period is presented in the Statement of Operations.

Any open futures contracts at period end are presented in the Schedule of Investments under the caption "Futures Contracts". The notional amount at value reflects each contract's exposure to the underlying instrument or index at period end, and is representative of volume of activity during the period unless an average notional amount is presented. Any securities deposited to meet initial margin requirements are identified in the Schedule of Investments. Any cash deposited to meet initial margin requirements is presented as segregated cash with brokers for derivative instruments in the Statement of Assets and Liabilities.

5. Purchases and Sales of Investments.

Purchases and sales of securities, other than short-term securities, U.S. government securities and in-kind transactions, as applicable, are noted in the table below.

| | Purchases (\$) | Sales (\$) |
|-----------------------------|----------------|-------------|
| VIP Asset Manager Portfolio | 173,435,871 | 240,470,379 |

6. Fees and Other Transactions with Affiliates.

Management Fee. Fidelity Management & Research Company LLC (the investment adviser) and its affiliates provide the Fund with investment management related services for which the Fund pays a monthly management fee. The management fee is the sum of an individual fund fee rate that is based on an annual rate of .25% of the Fund's average net assets and an annualized group fee rate that averaged .22% during the period. The group fee rate is based upon the monthly average net assets of a group of registered investment companies with which the investment adviser has management contracts. The group fee rate decreases as assets under management increase and increases as assets under management decrease. For the reporting period, the total annual management fee rate was .47% of the Fund's average net assets.

The investment adviser pays a portion of the management fees received from the Fund to the Fidelity Central Funds' investment advisers, who are also affiliates, for managing the assets of the Fidelity Central Funds.

Distribution and Service Plan Fees. In accordance with Rule 12b-1 of the 1940 Act, the Fund has adopted separate 12b-1 Plans for each Service Class of shares. Each Service Class pays Fidelity Distributors Company LLC (FDC), an affiliate of the investment adviser, a service fee. For the period, the service fee is based on an annual rate of .10% of Service Class' average net assets and .25% of Service Class 2's average net assets.

For the period, total fees, all of which were re-allowed to insurance companies for the distribution of shares and providing shareholder support services, were as follows:

| | |
|-----------------|-----------------|
| Service Class | \$2,588 |
| Service Class 2 | <u>39,429</u> |
| | <u>\$42,017</u> |

Transfer Agent Fees. Fidelity Investments Institutional Operations Company LLC (FIIOC), an affiliate of the investment adviser, is the Fund's transfer, dividend disbursing, and shareholder servicing agent. FIIOC receives an asset-based fee with respect to each class. Each class pays a fee for transfer agent services, typesetting and printing and mailing of shareholder reports, excluding mailing of proxy statements. For the period, transfer agent fees for each class were as follows:

| | Amount | % of Class-Level Average Net Assets |
|---------------|-----------|-------------------------------------|
| Initial Class | \$433,821 | .06 |

| | | |
|-----------------|------------------|-----|
| Service Class | 1,630 | .06 |
| Service Class 2 | 9,936 | .06 |
| Investor Class | 314,722 | .14 |
| | <u>\$760,109</u> | |

Accounting Fees. Fidelity Service Company, Inc. (FSC), an affiliate of the investment adviser, maintains the Fund's accounting records.

During November 2023, the Board approved a change in the accounting fees effective December 1, 2023 to a fixed annual rate of average net assets as follows:

| | |
|------------------------------------|--------------------------------|
| | % of Average Net Assets |
| VIP Asset Manager Portfolio | .0406 |

Prior to December 1, 2023, the accounting fee was based on the level of average net assets for each month. For the period, the fees were equivalent to the following annual rates:

| | |
|------------------------------------|--------------------------------|
| | % of Average Net Assets |
| VIP Asset Manager Portfolio | .04 |

Subsequent Event - Management Fee. Effective March 1, 2024, the Fund's management contract will be amended to incorporate administrative services previously covered under separate services agreements (Transfer Agent and Accounting agreements). The amended contract incorporates a management fee rate that may vary by class. The investment adviser or an affiliate will pay certain expenses of managing and operating the Fund out of each class's management fee.

Each class of the Fund will pay a management fee to the investment adviser. The management fee will be calculated and paid to the investment adviser every month.

When determining a class's management fee, a mandate rate will be calculated based on the monthly average net assets of a group of funds advised by FMR within a designated asset class. A discount rate will be subtracted from the mandate rate once the Fund's monthly average net assets reach a certain level. The mandate rate and discount rate may vary by class.

The annual management fee rate for a class of shares of the Fund will be the lesser of (1) the class's mandate rate reduced by the class's discount rate (if applicable) or (2) the amount set forth in the following table.

| | |
|------------------------|-------------------------------------|
| | Maximum Management Fee Rate% |
| Initial Class | .55 |
| Service Class | .55 |
| Service Class 2 | .55 |
| Investor Class | .62 |

One-twelfth of the management fee rate for a class will be applied to the average net assets of the class for the month, giving a dollar amount which is the management fee for the class for that month.

A different management fee rate may be applicable to each class of the Fund. The difference between classes is the result of separate arrangements for class-level services and/or waivers of certain expenses. It is not the result of any difference in advisory or custodial fees or other expenses related to the management of the Fund's assets, which do not vary by class.

Effective March 1, 2024, the Fund's sub-advisory agreements with FMR Investment Management (UK) Limited, Fidelity Management & Research (Hong Kong) Limited, and Fidelity Management & Research (Japan) Limited will be amended to provide that the investment adviser will pay each sub-adviser monthly fees equal to 110% of the sub-adviser's costs for providing sub-advisory services.

Brokerage Commissions. A portion of portfolio transactions were placed with brokerage firms which are affiliates of the investment adviser. Brokerage commissions are included in net realized gain (loss) and change in net unrealized appreciation (depreciation) in the Statement of Operations. The commissions paid to these affiliated firms were as follows:

| | |
|------------------------------------|---------------|
| | Amount |
| VIP Asset Manager Portfolio | \$1 |

Interfund Trades. Funds may purchase from or sell securities to other Fidelity Funds under procedures adopted by the Board. The procedures have been designed to ensure these interfund trades are executed in accordance with Rule 17a-7 of the 1940 Act. Any interfund trades are included within the respective purchases and sales amounts shown in the Purchases and Sales of Investments note. During the period, there were no interfund trades.

7. Committed Line of Credit.

Notes to Financial Statements – continued

Certain Funds participate with other funds managed by the investment adviser or an affiliate in a \$4.25 billion credit facility (the "line of credit") to be utilized for temporary or emergency purposes to fund shareholder redemptions or for other short-term liquidity purposes. The participating funds have agreed to pay commitment fees on their pro-rata portion of the line of credit, which are reflected in Miscellaneous expenses on the Statement of Operations, and are listed below. During the period, there were no borrowings on this line of credit.

| | |
|------------------------------------|--------------------------|
| VIP Asset Manager Portfolio | Amount \$1,711 |
|------------------------------------|--------------------------|

8. Security Lending.

Funds lend portfolio securities from time to time in order to earn additional income. Lending agents are used, including National Financial Services (NFS), an affiliate of the investment adviser. Pursuant to a securities lending agreement, NFS will receive a fee, which is capped at 9.9% of a fund's daily lending revenue, for its services as lending agent. A fund may lend securities to certain qualified borrowers, including NFS. On the settlement date of the loan, a fund receives collateral (in the form of U.S. Treasury obligations, letters of credit and/or cash) against the loaned securities and maintains collateral in an amount not less than 100% of the market value of the loaned securities during the period of the loan. The market value of the loaned securities is determined at the close of business of a fund and any additional required collateral is delivered to a fund on the next business day. A fund or borrower may terminate the loan at any time, and if the borrower defaults on its obligation to return the securities loaned because of insolvency or other reasons, a fund may apply collateral received from the borrower against the obligation. A fund may experience delays and costs in recovering the securities loaned. Any cash collateral received is invested in the Fidelity Securities Lending Cash Central Fund. Any loaned securities are identified as such in the Schedule of Investments, and the value of loaned securities and cash collateral at period end, as applicable, are presented in the Statement of Assets and Liabilities. Security lending income represents the income earned on investing cash collateral, less rebates paid to borrowers and any lending agent fees associated with the loan, plus any premium payments received for lending certain types of securities. Security lending income is presented in the Statement of Operations as a component of income from Fidelity Central Funds. Affiliated security lending activity, if any, was as follows:

| | Total Security Lending Fees Paid to NFS | Security Lending Income From Securities Loaned to NFS | Value of Securities Loaned to NFS at Period End |
|------------------------------------|---|--|--|
| VIP Asset Manager Portfolio | \$244 | \$- | \$- |

9. Expense Reductions.

Effective November 1, 2023, the investment adviser has contractually agreed to reimburse the Fund with respect to the portion of the Fund's assets invested in certain affiliated ETFs. This reimbursement cannot be removed or modified without the approval of the Board. During the period this reimbursement reduced the Fund's expenses as follows:

| | |
|------------------------------------|---------------------------------|
| VIP Asset Manager Portfolio | Reimbursement \$1,014 |
|------------------------------------|---------------------------------|

Through arrangements with the Fund's custodian, credits realized as a result of certain uninvested cash balances were used to reduce the Fund's expenses. During the period, custodian credits reduced the Fund's expenses by \$92.

In addition, during the period the investment adviser or an affiliate reimbursed and/or waived a portion of fund-level operating expenses in the amount of \$56,739.

10. Distributions to Shareholders.

Distributions to shareholders of each class were as follows:

| | Year ended December 31, 2023 | Year ended December 31, 2022 |
|--------------------------------------|---------------------------------|---------------------------------|
| VIP Asset Manager Portfolio | | |
| Distributions to shareholders | | |
| Initial Class | \$ 23,344,015 | \$66,577,504 |
| Service Class | 82,405 | 263,506 |
| Service Class 2 | 514,496 | 1,491,304 |
| Investor Class | <u>7,530,918</u> | <u>21,458,939</u> |
| Total | <u>\$31,471,834</u> | <u>\$89,791,253</u> |

11. Share Transactions.

Transactions for each class of shares were as follows and may contain in-kind transactions:

| | Shares Year ended December 31, 2023 | Shares Year ended December 31, 2022 | | Dollars Year ended December 31, 2023 | Dollars Year ended December 31, 2022 |
|--|---|---|--|--|--|
| | | | | | |

VIP Asset Manager Portfolio**Initial Class**

| | | | | |
|-------------------------------|--------------------|--------------------|-----------------------|----------------------|
| Shares sold | 1,463,280 | 1,206,877 | \$21,707,385 | \$18,518,559 |
| Reinvestment of distributions | 1,521,440 | 4,181,615 | 23,344,015 | 66,577,504 |
| Shares redeemed | <u>(6,576,680)</u> | <u>(5,843,233)</u> | <u>(98,130,807)</u> | <u>(89,425,484)</u> |
| Net increase (decrease) | <u>(3,591,960)</u> | <u>(454,741)</u> | <u>\$(53,079,407)</u> | <u>\$(4,329,421)</u> |

Service Class

| | | | | |
|-------------------------------|-----------------|-----------------|--------------------|--------------------|
| Shares sold | 8,878 | 54,671 | \$130,736 | \$841,893 |
| Reinvestment of distributions | 5,434 | 16,666 | 82,405 | 263,506 |
| Shares redeemed | <u>(27,578)</u> | <u>(96,133)</u> | <u>(415,524)</u> | <u>(1,451,771)</u> |
| Net increase (decrease) | <u>(13,266)</u> | <u>(24,796)</u> | <u>\$(202,383)</u> | <u>\$(346,372)</u> |

Service Class 2

| | | | | |
|-------------------------------|------------------|------------------|--------------------|--------------------|
| Shares sold | 111,815 | 111,874 | \$1,608,434 | \$1,658,202 |
| Reinvestment of distributions | 34,639 | 96,283 | 514,496 | 1,491,304 |
| Shares redeemed | <u>(134,360)</u> | <u>(257,921)</u> | <u>(1,948,738)</u> | <u>(3,831,281)</u> |
| Net increase (decrease) | <u>12,094</u> | <u>(49,764)</u> | <u>\$174,192</u> | <u>\$(681,775)</u> |

Investor Class

| | | | | |
|-------------------------------|--------------------|--------------------|-----------------------|---------------------|
| Shares sold | 138,956 | 528,213 | \$2,077,606 | \$7,816,663 |
| Reinvestment of distributions | 495,135 | 1,358,600 | 7,530,918 | 21,458,939 |
| Shares redeemed | <u>(1,733,509)</u> | <u>(1,820,313)</u> | <u>(25,817,856)</u> | <u>(27,700,342)</u> |
| Net increase (decrease) | <u>(1,099,418)</u> | <u>66,500</u> | <u>\$(16,209,332)</u> | <u>\$1,575,260</u> |

12. Other.

A fund's organizational documents provide former and current trustees and officers with a limited indemnification against liabilities arising in connection with the performance of their duties to the fund. In the normal course of business, a fund may also enter into contracts that provide general indemnifications. A fund's maximum exposure under these arrangements is unknown as this would be dependent on future claims that may be made against a fund. The risk of material loss from such claims is considered remote.

At the end of the period, the investment adviser or its affiliates were owners of record of more than 10% and certain otherwise unaffiliated shareholders each were owners of record of more than 10% of the outstanding shares as follows:

| Fund | Affiliated % | Number of Unaffiliated Shareholders | Unaffiliated Shareholders % |
|------------------------------------|---------------------|--|------------------------------------|
| VIP Asset Manager Portfolio | 43% | 2 | 27% |

13. Risk and Uncertainties.

Many factors affect a fund's performance. Developments that disrupt global economies and financial markets, such as pandemics, epidemics, outbreaks of infectious diseases, war, terrorism, and environmental disasters, may significantly affect a fund's investment performance. The effects of these developments to a fund will be impacted by the types of securities in which a fund invests, the financial condition, industry, economic sector, and geographic location of an issuer, and a fund's level of investment in the securities of that issuer. Significant concentrations in security types, issuers, industries, sectors, and geographic locations may magnify the factors that affect a fund's performance.

Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Variable Insurance Products Fund V and the Shareholders of VIP Asset Manager Portfolio:

Opinion on the Financial Statements and Financial Highlights

We have audited the accompanying statement of assets and liabilities of VIP Asset Manager Portfolio (the "Fund"), a fund of Variable Insurance Products Fund V, including the schedule of investments, as of December 31, 2023, the related statement of operations for the year then ended, the statement of changes in net assets for each of the two years in the period then ended, the financial highlights for each of the five years in the period then ended, and the related notes. In our opinion, the financial statements and financial highlights present fairly, in all material respects, the financial position of the Fund as of December 31, 2023, and the results of its operations for the year then ended, the changes in its net assets for each of the two years in the period then ended, and the financial highlights for each of the five years in the period then ended in conformity with accounting principles generally accepted in the United States of America.

Basis for Opinion

These financial statements and financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on the Fund's financial statements and financial highlights based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Fund in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement, whether due to error or fraud. The Fund is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements and financial highlights, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements and financial highlights. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements and financial highlights. Our procedures included confirmation of securities owned as of December 31, 2023, by correspondence with the custodian and brokers; when replies were not received from brokers, we performed other auditing procedures. We believe that our audits provide a reasonable basis for our opinion.

/s/ Deloitte & Touche LLP
Boston, Massachusetts
February 13, 2024

We have served as the auditor of one or more of the Fidelity investment companies since 1999.

Trustees and Officers

The Trustees, Members of the Advisory Board (if any), and officers of the trust and fund, as applicable, are listed below. The Board of Trustees governs the fund and is responsible for protecting the interests of shareholders. The Trustees are experienced executives who meet periodically throughout the year to oversee the fund's activities, review contractual arrangements with companies that provide services to the fund, oversee management of the risks associated with such activities and contractual arrangements, and review the fund's performance. If the interests of the fund and an underlying Fidelity® fund were to diverge, a conflict of interest could arise and affect how the Trustees and Members of the Advisory Board fulfill their fiduciary duties to the affected funds. FMR has structured the fund to avoid these potential conflicts, although there may be situations where a conflict of interest is unavoidable. In such instances, FMR, the Trustees, and Members of the Advisory Board would take reasonable steps to minimize and, if possible, eliminate the conflict. Each of the Trustees oversees 314 funds.

The Trustees hold office without limit in time except that (a) any Trustee may resign; (b) any Trustee may be removed by written instrument, signed by at least two-thirds of the number of Trustees prior to such removal; (c) any Trustee who requests to be retired or who has become incapacitated by illness or injury may be retired by written instrument signed by a majority of the other Trustees; and (d) any Trustee may be removed at any special meeting of shareholders by a two-thirds vote of the outstanding voting securities of the trust. Each Trustee who is not an interested person (as defined in the 1940 Act) of the trust and the fund is referred to herein as an Independent Trustee. Each Independent Trustee shall retire not later than the last day of the calendar year in which his or her 75th birthday occurs. The Independent Trustees may waive this mandatory retirement age policy with respect to individual Trustees. Officers and Advisory Board Members hold office without limit in time, except that any officer or Advisory Board Member may resign or may be removed by a vote of a majority of the Trustees at any regular meeting or any special meeting of the Trustees. Except as indicated, each individual has held the office shown or other offices in the same company for the past five years.

The fund's Statement of Additional Information (SAI) includes more information about the Trustees. To request a free copy, call Fidelity at 1-877-208-0098.

Experience, Skills, Attributes, and Qualifications of the Trustees. The Governance and Nominating Committee has adopted a statement of policy that describes the experience, qualifications, attributes, and skills that are necessary and desirable for potential Independent Trustee candidates (Statement of Policy). The Board believes that each Trustee satisfied at the time he or she was initially elected or appointed a Trustee, and continues to satisfy, the standards contemplated by the Statement of Policy. The Governance and Nominating Committee also engages professional search firms to help identify potential Independent Trustee candidates who have the experience, qualifications, attributes, and skills consistent with the Statement of Policy. From time to time, additional criteria based on the composition and skills of the current Independent Trustees, as well as experience or skills that may be appropriate in light of future changes to board composition, business conditions, and regulatory or other developments, have also been considered by the professional search firms and the Governance and Nominating Committee. In addition, the Board takes into account the Trustees' commitment and participation in Board and committee meetings, as well as their leadership of standing and ad hoc committees throughout their tenure.

In determining that a particular Trustee was and continues to be qualified to serve as a Trustee, the Board has considered a variety of criteria, none of which, in isolation, was controlling. The Board believes that, collectively, the Trustees have balanced and diverse experience, qualifications, attributes, and skills, which allow the Board to operate effectively in governing the fund and protecting the interests of shareholders. Information about the specific experience, skills, attributes, and qualifications of each Trustee, which in each case led to the Board's conclusion that the Trustee should serve (or continue to serve) as a trustee of the fund, is provided below.

Board Structure and Oversight Function. Abigail P. Johnson is an interested person and currently serves as Chairman. The Trustees have determined that an interested Chairman is appropriate and benefits shareholders because an interested Chairman has a personal and professional stake in the quality and continuity of services provided to the fund. Independent Trustees exercise their informed business judgment to appoint an individual of their choosing to serve as Chairman, regardless of whether the Trustee happens to be independent or a member of management. The Independent Trustees have determined that they can act independently and effectively without having an Independent Trustee serve as Chairman and that a key structural component for assuring that they are in a position to do so is for the Independent Trustees to constitute a substantial majority for the Board. The Independent Trustees also regularly meet in executive session. Michael E. Kenneally serves as Chairman of the Independent Trustees and as such (i) acts as a liaison between the Independent Trustees and management with respect to matters important to the Independent Trustees and (ii) with management prepares agendas for Board meetings.

Fidelity® funds are overseen by different Boards of Trustees. The fund's Board oversees Fidelity's investment-grade bond, money market, asset allocation and certain equity funds, and other Boards oversee Fidelity's alternative investment, high income and other equity funds. The asset allocation funds may invest in Fidelity® funds that are overseen by such other Boards. The use of separate Boards, each with its own committee structure, allows the Trustees of each group of Fidelity® funds to focus on the unique issues of the funds they oversee, including common research, investment, and operational issues. On occasion, the separate Boards establish joint committees to address issues of overlapping consequences for the Fidelity® funds overseen by each Board.

The Trustees operate using a system of committees to facilitate the timely and efficient consideration of all matters of importance to the Trustees, the fund, and fund shareholders and to facilitate compliance with legal and regulatory requirements and oversight of the fund's activities and associated risks. The Board, acting through its committees, has charged FMR and its affiliates with (i) identifying events or circumstances the occurrence of which could have demonstrably adverse effects on the fund's business and/or reputation; (ii) implementing processes and controls to lessen the possibility that such events or circumstances occur or to mitigate the effects of such events or circumstances if they do occur; and (iii) creating and maintaining a system designed to evaluate continuously business and market conditions in order to facilitate the identification and implementation processes described in (i) and (ii) above. Because the day-to-day operations and activities of the fund are carried out by or through FMR, its affiliates, and other service providers, the fund's exposure to risks is mitigated but not eliminated by the processes overseen by the Trustees. While each of the Board's committees has responsibility for overseeing different aspects of the fund's activities, oversight is exercised primarily through the Operations and Audit Committees. In addition, an ad hoc Board committee of Independent Trustees has worked with FMR to enhance the Board's oversight of investment and financial risks, legal and regulatory risks, technology risks, and operational risks, including the development of additional risk reporting to the Board. Appropriate personnel, including but not limited to the fund's Chief Compliance Officer (CCO), FMR's internal auditor, the independent accountants, the fund's Treasurer and portfolio management personnel, make periodic reports to the Board's committees, as appropriate, including an annual review of Fidelity's risk management program for the Fidelity® funds. The responsibilities of each standing committee, including their oversight responsibilities, are described further under "Standing Committees of the Trustees."

Trustees and Officers - Continued

Interested Trustees*:

Correspondence intended for a Trustee who is an interested person may be sent to Fidelity Investments, 245 Summer Street, Boston, Massachusetts 02210.

Name, Year of Birth; Principal Occupations and Other Relevant Experience+

Abigail P. Johnson (1961)

Year of Election or Appointment: 2009

Trustee

Chairman of the Board of Trustees

Ms. Johnson also serves as Trustee of other Fidelity® funds. Ms. Johnson serves as Chairman (2016-present), Chief Executive Officer (2014-present), and Director (2007-present) of FMR LLC (diversified financial services company), President of Fidelity Financial Services (2012-present) and President of Personal, Workplace and Institutional Services (2005-present). Ms. Johnson is Chairman and Director of Fidelity Management & Research Company LLC (investment adviser firm, 2011-present). Previously, Ms. Johnson served as Chairman and Director of FMR Co., Inc. (investment adviser firm, 2011-2019), Vice Chairman (2007-2016) and President (2013-2016) of FMR LLC, President and a Director of Fidelity Management & Research Company (2001-2005), a Trustee of other investment companies advised by Fidelity Management & Research Company, Fidelity Investments Money Management, Inc. (investment adviser firm), and FMR Co., Inc. (2001-2005), Senior Vice President of the Fidelity® funds (2001-2005), and managed a number of Fidelity® funds. Ms. Abigail P. Johnson and Mr. Arthur E. Johnson are not related.

Jennifer Toolin McAuliffe (1959)

Year of Election or Appointment: 2016

Trustee

Ms. McAuliffe also serves as Trustee of other Fidelity® funds and as Trustee of Fidelity Charitable (2020-present). Previously, Ms. McAuliffe served as Co-Head of Fixed Income of Fidelity Investments Limited (now known as FIL Limited (FIL)) (diversified financial services company), Director of Research for FIL's credit and quantitative teams in London, Hong Kong and Tokyo and Director of Research for taxable and municipal bonds at Fidelity Investments Money Management, Inc. Ms. McAuliffe previously served as a member of the Advisory Board of certain Fidelity® funds (2016). Ms. McAuliffe was previously a lawyer at Ropes & Gray LLP and an international banker at Chemical Bank NA (now JPMorgan Chase & Co.). Ms. McAuliffe also currently serves as director or trustee of several not-for-profit entities.

Christine J. Thompson (1958)

Year of Election or Appointment: 2023

Trustee

Ms. Thompson also serves as a Trustee of other Fidelity® funds. Ms. Thompson serves as Leader of Advanced Technologies for Investment Management at Fidelity Investments (2018-present). Previously, Ms. Thompson served as Chief Investment Officer in the Bond group at Fidelity Management & Research Company (2010-2018) and held various other roles including Director of municipal bond portfolio managers and Portfolio Manager of certain Fidelity® funds.

* Determined to be an "Interested Trustee" by virtue of, among other things, his or her affiliation with the trust or various entities under common control with FMR.

+ The information includes the Trustee's principal occupation during the last five years and other information relating to the experience, attributes, and skills relevant to the Trustee's qualifications to serve as a Trustee, which led to the conclusion that the Trustee should serve as a Trustee for the fund.

Independent Trustees:

Correspondence intended for an Independent Trustee may be sent to Fidelity Investments, P.O. Box 55235, Boston, Massachusetts 02205-5235.

Name, Year of Birth; Principal Occupations and Other Relevant Experience+

Elizabeth S. Acton (1951)

Year of Election or Appointment: 2013

Trustee

Ms. Acton also serves as Trustee of other Fidelity® funds. Prior to her retirement, Ms. Acton served as Executive Vice President, Finance (2011-2012), Executive Vice President, Chief Financial Officer (2002-2011) and Treasurer (2004-2005) of Comerica Incorporated (financial services). Prior to joining Comerica, Ms. Acton held a variety of positions at Ford Motor Company (1983-2002), including Vice President and Treasurer (2000-2002) and Executive Vice President and Chief Financial Officer of Ford Motor Credit Company (1998-2000). Ms. Acton currently serves as a member of the Board and Audit and Finance Committees of Beazer Homes USA, Inc. (homebuilding, 2012-present). Ms. Acton previously served as a member of the Advisory Board of certain Fidelity® funds (2013-2016).

Laura M. Bishop (1961)

Year of Election or Appointment: 2023

Trustee

Ms. Bishop also serves as Trustee or Member of the Advisory Board of other Fidelity® funds. Prior to her retirement, Ms. Bishop held a variety of positions at United Services Automobile Association (2001-2020), including Executive Vice President and Chief Financial Officer (2014-2020) and Senior Vice President and Deputy Chief Financial Officer (2012-2014). Ms. Bishop currently serves as a member of the Audit Committee and Compensation and Personnel Committee (2021-present) of the Board of Directors of Korn Ferry (global organizational consulting). Previously, Ms. Bishop served as a Member of the Advisory Board of certain Fidelity® funds (2022-2023).

Ann E. Dunwoody (1953)

Year of Election or Appointment: 2018

Trustee

General Dunwoody also serves as Trustee of other Fidelity® funds. General Dunwoody (United States Army, Retired) was the first woman in U.S. military history to achieve the rank of four-star general and prior to her retirement in 2012 held a variety of positions within the U.S. Army, including Commanding General, U.S. Army Material Command (2008-2012). General Dunwoody currently serves as a member of the Board, Chair of Nomination Committee and a member of the Corporate Governance Committee of Kforce Inc. (professional staffing services, 2016-present) and a member of the Board of Automattic Inc. (software engineering, 2018-present). Previously, General Dunwoody served as President of First to Four LLC (leadership and mentoring services, 2012-2022), a member of the Advisory Board and Nominating and Corporate Governance Committee of L3 Technologies, Inc. (communication, electronic, sensor and aerospace systems, 2013-2019) and a member of the Board and Audit and Sustainability and Corporate Responsibility Committees of Republic Services, Inc. (waste collection, disposal and recycling, 2013-2016). General Dunwoody also serves on several boards for non-profit organizations, including as a member of the Board, Chair of the Nomination and Governance Committee and a member of the Audit Committee of the Noble Reach Foundation (formerly Logistics Management Institute) (consulting non-profit, 2012-present) and a member of the Board of ThanksUSA (military family education non-profit, 2014-present). Previously, General Dunwoody served as a member of the Board of Florida Institute of Technology (2015-2022) and a member of the Council of Trustees for the Association of the United States Army (advocacy non-profit, 2013-2021). General Dunwoody previously served as a member of the Advisory Board of certain Fidelity® funds (2018).

John Engler (1948)

Year of Election or Appointment: 2014

Trustee

Mr. Engler also serves as Trustee of other Fidelity® funds. Previously, Mr. Engler served as Governor of Michigan (1991-2003), President of the Business Roundtable (2011-2017) and interim President of Michigan State University (2018-2019). Previously, Mr. Engler served as a member of the Board of Stride, Inc. (formerly K12 Inc.) (technology-based education company, 2012-2022), a member of the Board of Universal Forest Products (manufacturer and distributor of wood and wood-alternative products, 2003-2019) and Trustee of The Munder Funds (2003-2014). Mr. Engler previously served as a member of the Advisory Board of certain Fidelity® funds (2014-2016).

Robert F. Gartland (1951)

Year of Election or Appointment: 2010

Trustee

Mr. Gartland also serves as Trustee of other Fidelity® funds. Prior to his retirement, Mr. Gartland held a variety of positions at Morgan Stanley (financial services, 1979-2007), including Managing Director (1987-2007) and Chase Manhattan Bank (1975-1978). Mr. Gartland previously served as Chairman and an investor in Gartland & Mellina Group Corp. (consulting, 2009-2019), as a member of the Board of National Securities Clearing Corporation (1993-1996) and as Chairman of TradeWeb (2003-2004).

Robert W. Helm (1957)

Year of Election or Appointment: 2023

Trustee

Mr. Helm also serves as Trustee or Member of the Advisory Board of other Fidelity® funds. Mr. Helm was formerly Deputy Chairman (2003-2020), partner (1991-2020) and an associate (1984-1991) of Dechert LLP (formerly Dechert Price & Rhoads). Mr. Helm currently serves on boards and committees of several not-for-profit organizations, including as a Trustee and member of the Executive Committee of the Baltimore Council on Foreign Affairs, a member of the Board of Directors of the St. Vincent de Paul Society of Baltimore and a member of the Life Guard Society of Mt. Vernon. Previously, Mr. Helm served as a Member of the Advisory Board of certain Fidelity® funds (2021-2023).

Michael E. Kenneally (1954)

Year of Election or Appointment: 2009

Trustee

Chairman of the Independent Trustees

Mr. Kenneally also serves as Trustee of other Fidelity® funds and was Vice Chairman (2018-2021) of the Independent Trustees of certain Fidelity® funds. Prior to retirement in 2005, he was Chairman and Global Chief Executive Officer of Credit Suisse Asset Management, the worldwide fund management and institutional investment business of Credit Suisse Group. Previously, Mr. Kenneally was an Executive Vice President and the Chief Investment Officer for Bank of America. In this role, he was responsible for the investment management, strategy and products delivered to the bank's institutional, high-net-worth and retail clients. Earlier, Mr. Kenneally directed the organization's equity and quantitative research groups. He began his career as a research analyst and then spent more than a dozen years as a portfolio manager for endowments, pension plans and mutual funds. He earned the Chartered Financial Analyst (CFA) designation in 1991.

Mark A. Murray (1954)

Year of Election or Appointment: 2016

Trustee

Mr. Murray also serves as Trustee of other Fidelity® funds. Previously, Mr. Murray served as Co-Chief Executive Officer (2013-2016), President (2006-2013) and Vice Chairman (2013-2020) of Meijer, Inc. Mr. Murray serves as a member of the Board (2009-present) and Public Policy and Responsibility Committee (2009-present) and Chair of the Nuclear

Trustees and Officers - Continued

Review Committee (2019-present) of DTE Energy Company (diversified energy company). Mr. Murray previously served as a member of the Board of Spectrum Health (not-for-profit health system, 2015-2019) and as a member of the Board and Audit Committee and Chairman of the Nominating and Corporate Governance Committee of Universal Forest Products, Inc. (manufacturer and distributor of wood and wood-alternative products, 2004-2016). Mr. Murray also serves as a member of the Board of many community and professional organizations. Mr. Murray previously served as a member of the Advisory Board of certain Fidelity® funds (2016).

Carol J. Zierhoffer (1960)

Year of Election or Appointment: 2023

Trustee

Ms. Zierhoffer also serves as Trustee or Member of the Advisory Board of other Fidelity® funds. Prior to her retirement, Ms. Zierhoffer held a variety of positions at Bechtel Corporation (engineering company, 2013-2019), including Principal Vice President and Chief Information Officer (2013-2016) and Senior Vice President and Chief Information Officer (2016-2019). Ms. Zierhoffer currently serves as a member of the Board of Directors, Audit Committee and Compensation Committee of Allscripts Healthcare Solutions, Inc. (healthcare technology, 2020-present) and as a member of the Board of Directors, Audit and Finance Committee and Nominating and Governance Committee of Atlas Air Worldwide Holdings, Inc. (aviation operating services, 2021-present). Previously, Ms. Zierhoffer served as a member of the Board of Directors and Audit Committee and as the founding Chair of the Information Technology Committee of MedAssets, Inc. (healthcare technology, 2013-2016), and as a Member of the Advisory Board of certain Fidelity® funds (2023).

+ The information includes the Trustee's principal occupation during the last five years and other information relating to the experience, attributes, and skills relevant to the Trustee's qualifications to serve as a Trustee, which led to the conclusion that the Trustee should serve as a Trustee for the fund.

Advisory Board Members and Officers:

Correspondence intended for a Member of the Advisory Board (if any) may be sent to Fidelity Investments, P.O. Box 55235, Boston, Massachusetts 02205-5235. Correspondence intended for an officer may be sent to Fidelity Investments, 245 Summer Street, Boston, Massachusetts 02210.

Name, Year of Birth; Principal Occupation

Heather Bonner (1977)

Year of Election or Appointment: 2023

Assistant Treasurer

Ms. Bonner also serves as an officer of other funds. Ms. Bonner is a Senior Vice President (2022-present) and is an employee of Fidelity Investments (2022-present). Ms. Bonner serves as Vice President, Treasurer, or Assistant Treasurer of certain Fidelity entities. Prior to joining Fidelity, Ms. Bonner served as Managing Director at AQR Capital Management (2013-2022) and was the Treasurer and Principal Financial Officer of the AQR Funds (2013-2022).

Craig S. Brown (1977)

Year of Election or Appointment: 2019

Assistant Treasurer

Mr. Brown also serves as an officer of other funds. Mr. Brown is a Vice President (2015-present) and is an employee of Fidelity Investments. Mr. Brown serves as Assistant Treasurer of FIMM, LLC (2021-present). Previously, Mr. Brown served as Assistant Treasurer of certain Fidelity® funds (2019-2022).

John J. Burke III (1964)

Year of Election or Appointment: 2018

Chief Financial Officer

Mr. Burke also serves as Chief Financial Officer of other funds. Mr. Burke is Head of Fidelity Fund and Investment Operations (2018-present) and is an employee of Fidelity Investments. Mr. Burke serves as President, Executive Vice President, or Director of certain Fidelity entities. Previously Mr. Burke served as head of Asset Management Investment Operations (2012-2018).

Margaret Carey (1973)

Year of Election or Appointment: 2023

Secretary and Chief Legal Officer (CLO)

Ms. Carey also serves as an officer of other funds and as CLO of certain Fidelity entities. Ms. Carey is a Senior Vice President, Deputy General Counsel (2019-present) and is an employee of Fidelity Investments.

David J. Carter (1973)

Year of Election or Appointment: 2020

Assistant Secretary

Mr. Carter also serves as Assistant Secretary of other funds. Mr. Carter is a Senior Vice President, Deputy General Counsel (2022-present) and is an employee of Fidelity Investments. Mr. Carter serves as Chief Legal Officer of Fidelity Investments Institutional Operations Company LLC - Shareholder Division (transfer agent, 2020-present).

Jonathan Davis (1968)

Year of Election or Appointment: 2010
Assistant Treasurer

Mr. Davis also serves as an officer of other funds. Mr. Davis is a Vice President (2006-present) and is an employee of Fidelity Investments. Mr. Davis serves as Assistant Treasurer of certain Fidelity entities.

Laura M. Del Prato (1964)

Year of Election or Appointment: 2018
President and Treasurer

Ms. Del Prato also serves as an officer of other funds. Ms. Del Prato is a Senior Vice President (2017-present) and is an employee of Fidelity Investments. Ms. Del Prato serves as Vice President or Assistant Treasurer of certain Fidelity entities. Previously, Ms. Del Prato served as President and Treasurer of The North Carolina Capital Management Trust: Cash Portfolio and Term Portfolio (2018-2020).

Christopher M. Gouveia (1973)

Year of Election or Appointment: 2023
Chief Compliance Officer

Mr. Gouveia also serves as Chief Compliance Officer of other funds. Mr. Gouveia is a Senior Vice President of Asset Management Compliance (2019-present) and is an employee of Fidelity Investments. Mr. Gouveia serves as Compliance Officer of Fidelity Management Trust Company (2023-present). Previously, Mr. Gouveia served as Chief Compliance Officer of the North Carolina Capital Management Trust (2016-2019).

Colm A. Hogan (1973)

Year of Election or Appointment: 2016
Assistant Treasurer

Mr. Hogan also serves as an officer of other funds. Mr. Hogan is a Vice President (2016-present) and is an employee of Fidelity Investments. Mr. Hogan serves as Assistant Treasurer of certain Fidelity entities. Previously, Mr. Hogan served as Deputy Treasurer of certain Fidelity® funds (2016-2020) and Assistant Treasurer of certain Fidelity® funds (2016-2018).

William Irving (1964)

Year of Election or Appointment: 2023
Vice President

Mr. Irving also serves as Vice President of other funds. Mr. Irving is Head of Fidelity Asset Management Solutions (2022-present) and is an employee of Fidelity Investments. Mr. Irving serves as President and Director of Fidelity Diversifying Solutions LLC (investment adviser firm, 2023-present) and President or Director of certain other Fidelity entities. Previously, Mr. Irving served as Chief Investment Officer (CIO) in the Global Asset Allocation division (2020-2022). Prior to that, he was Managing Director of Research in the Global Asset Allocation division (2018-2020) and portfolio manager of certain Fidelity® funds (2004-2018).

Chris Maher (1972)

Year of Election or Appointment: 2013
Assistant Treasurer

Mr. Maher also serves as an officer of other funds. Mr. Maher is a Vice President (2008-present) and is an employee of Fidelity Investments. Mr. Maher serves as Assistant Treasurer of certain Fidelity entities. Previously, Mr. Maher served as Assistant Treasurer of certain funds (2013-2020).

Brett Segaloff (1972)

Year of Election or Appointment: 2021
Anti-Money Laundering (AML) Officer

Mr. Segaloff also serves as AML Officer of other funds. Mr. Segaloff is a Vice President (2022-present) and is an employee of Fidelity Investments. Mr. Segaloff serves as Anti Money Laundering Compliance Officer or Anti Money Laundering/Bank Secrecy Act Compliance Officer of certain Fidelity entities.

Stacie M. Smith (1974)

Year of Election or Appointment: 2013
Assistant Treasurer

Ms. Smith also serves as an officer of other funds. Ms. Smith is a Senior Vice President (2016-present) and is an employee of Fidelity Investments. Ms. Smith serves as Assistant Treasurer of certain Fidelity entities and has served in other fund officer roles.

Jim Wegmann (1979)

Year of Election or Appointment: 2021
Deputy Treasurer

Trustees and Officers - Continued

Mr. Wegmann also serves as an officer of other funds. Mr. Wegmann is a Vice President (2016-present) and is an employee of Fidelity Investments. Mr. Wegmann serves as Assistant Treasurer of FIMM, LLC (2021-present). Previously, Mr. Wegmann served as Assistant Treasurer of certain Fidelity® funds (2019-2021).

Shareholder Expense Example

As a shareholder, you incur two types of costs: (1) transaction costs, which may include sales charges (loads) on purchase payments or redemption proceeds, as applicable and (2) ongoing costs, which generally include management fees, distribution and/or service (12b-1) fees and other Fund expenses. This Example is intended to help you understand your ongoing costs (in dollars) of investing in a fund and to compare these costs with the ongoing costs of investing in other mutual funds.

The Example is based on an investment of \$1,000 invested at the beginning of the period and held for the entire period (July 1, 2023 to December 31, 2023).

Actual Expenses

The first line of the accompanying table provides information about actual account values and actual expenses. You may use the information in this line, together with the amount you invested, to estimate the expenses that you paid over the period. Simply divide your account value by \$1,000.00 (for example, an \$8,600 account value divided by \$1,000.00 = 8.6), then multiply the result by the number in the first line for a class/Fund under the heading entitled "Expenses Paid During Period" to estimate the expenses you paid on your account during this period. If any fund is a shareholder of any underlying mutual funds or exchange-traded funds (ETFs) (the Underlying Funds), such fund indirectly bears its proportional share of the expenses of the Underlying Funds in addition to the direct expenses incurred presented in the table. These fees and expenses are not included in the annualized expense ratio used to calculate the expense estimate in the table below. The estimate of expenses does not include any fees or other expenses of any variable annuity or variable life insurance product. If they were, the estimate of expenses you paid during the period would be higher, and your ending account value would be lower.

Hypothetical Example for Comparison Purposes

The second line of the accompanying table provides information about hypothetical account values and hypothetical expenses based on the actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period. You may use this information to compare the ongoing costs of investing in the Fund and other funds. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other funds. If any fund is a shareholder of any Underlying Funds, such fund indirectly bears its proportional share of the expenses of the Underlying Funds in addition to the direct expenses as presented in the table. These fees and expenses are not included in the annualized expense ratio used to calculate the expense estimate in the table below. The estimate of expenses does not include any fees or other expenses of any variable annuity or variable life insurance product. If they were, the estimate of expenses you paid during the period would be higher, and your ending account value would be lower.

Please note that the expenses shown in the table are meant to highlight your ongoing costs only and do not reflect any transaction costs. Therefore, the second line of the table is useful in comparing ongoing costs only, and will not help you determine the relative total costs of owning different funds. In addition, if these transactional costs were included, your costs would have been higher.

| | Annualized Expense Ratio ^A | Beginning Account Value July 1, 2023 | Ending Account Value December 31, 2023 | Expenses Paid During Period ^C July 1, 2023 to December 31, 2023 |
|---|---------------------------------------|--------------------------------------|--|--|
| VIP Asset Manager Portfolio Initial Class ^{**} | .58% | | | |
| Actual | | \$ 1,000 | \$ 1,050.80 | \$ 3.00 |
| Hypothetical ^B | | \$ 1,000 | \$ 1,022.28 | \$ 2.96 |
| Service Class ^{**} | .68% | | | |
| Actual | | \$ 1,000 | \$ 1,050.30 | \$ 3.51 |
| Hypothetical ^B | | \$ 1,000 | \$ 1,021.78 | \$ 3.47 |
| Service Class 2 ^{**} | .83% | | | |
| Actual | | \$ 1,000 | \$ 1,049.30 | \$ 4.29 |
| Hypothetical ^B | | \$ 1,000 | \$ 1,021.02 | \$ 4.23 |
| Investor Class ^{**} | .66% | | | |
| Actual | | \$ 1,000 | \$ 1,050.50 | \$ 3.41 |
| Hypothetical ^B | | \$ 1,000 | \$ 1,021.88 | \$ 3.36 |

^A Annualized expense ratio reflects expenses net of applicable fee waivers.

^B 5% return per year before expenses

^C Expenses are equal to the annualized expense ratio, multiplied by the average account value over the period, multiplied by 184/365 (to reflect the one-half year period). The fees and expenses of any Underlying Funds are not included in each annualized expense ratio.

^{**} If fees and changes to the expense contract and/or expense cap, effective March 1, 2024, had been in effect during the current period, the restated annualized expense ratio and the expenses paid in the actual and hypothetical examples above would have been as shown in table below:

| | Annualized Expense Ratio ^A | Expenses Paid |
|---|---------------------------------------|---------------|
| VIP Asset Manager Portfolio Initial Class | .51% | |

Shareholder Expense Example - Continued

| | Annualized Expense Ratio ^A | Expenses Paid |
|---------------------------|---------------------------------------|---------------|
| Actual | | \$ 2.64 |
| Hypothetical ^B | | \$ 2.60 |
| Service Class | .61% | |
| Actual | | \$ 3.15 |
| Hypothetical ^B | | \$ 3.11 |
| Service Class 2 | .76% | |
| Actual | | \$ 3.93 |
| Hypothetical ^B | | \$ 3.87 |
| Investor Class | .59% | |
| Actual | | \$ 3.05 |
| Hypothetical ^B | | \$ 3.01 |

A Annualized expense ratio reflects expenses net of applicable fee waivers.

B 5% return per year before expenses

Distributions (Unaudited)

The dividend and capital gains distributions for the fund(s) are available on *Fidelity.com* or *Institutional.Fidelity.com*.

The fund hereby designates as a capital gain dividend with respect to the taxable year ended December 31, 2023, \$3,941,372, or, if subsequently determined to be different, the net capital gain of such year.

A total of 13.58% of the dividends distributed during the fiscal year was derived from interest on U.S. Government securities which is generally exempt from state income tax.

The fund designates \$12,152,119 of distributions paid during the fiscal year ended 2023 as qualifying to be taxed as section 163(j) interest dividends.

Initial Class designates 1%, and 16%; Service Class designates 1%, and 17%; Service Class 2 designates 1%, and 18%; and Investor Class designates 1%, and 17%; of the dividends distributed in February and December, respectively during the fiscal year as qualifying for the dividends-received deduction for corporate shareholders.

The amounts per share which represent income derived from sources within, and taxes paid to, foreign countries or possessions of the United States are as follows:

| | Pay Date | Income | Taxes |
|-------------------------|-----------------|---------------|--------------|
| Insert Fund Name | | | |
| Initial Class | 12/28/2023 | \$0.0703 | \$0.0083 |
| Service Class | 12/28/2023 | \$0.0669 | \$0.0083 |
| Service Class 2 | 12/28/2023 | \$0.0629 | \$0.0083 |
| Investor Class | 12/28/2023 | \$0.0679 | \$0.0083 |

Board Approval of Investment Advisory Contracts

Board Approval of Investment Advisory Contracts and Management Fees

VIP Asset Manager Portfolio

Each year, the Board of Trustees, including the Independent Trustees (together, the Board), considers the renewal of the fund's management contract with Fidelity Management & Research Company LLC (FMR) and the sub-advisory agreements (together, the Advisory Contracts) for the fund. FMR and the sub-advisers are referred to herein as the Investment Advisers. The Board, assisted by the advice of fund counsel and Independent Trustees' counsel, requests and considers a broad range of information relevant to the renewal of the Advisory Contracts throughout the year.

The Board meets regularly and, at each of its meetings, covers an extensive agenda of topics and materials and considers factors that are relevant to its annual consideration of the renewal of the fund's Advisory Contracts, including the services and support provided to the fund and its shareholders. The Board's Operations Committee, of which all the Independent Trustees are members, meets regularly throughout the year and requests, receives and considers, among other matters, information related to the annual consideration of the renewal of the fund's Advisory Contracts before making its recommendation to the Board. The Board also meets as needed to review matters specifically related to the Board's annual consideration of the renewal of the Advisory Contracts. Members of the Board may also meet from time to time with trustees of other Fidelity funds through joint ad hoc committees to discuss certain matters relevant to all of the Fidelity funds.

At its September 2023 meeting, the Board unanimously determined to renew the fund's Advisory Contracts. In reaching its determination, the Board considered all factors it believed relevant, including (i) the nature, extent, and quality of the services provided to the fund and its shareholders (including the investment performance of the fund); (ii) the competitiveness relative to peer funds of the fund's management fee and the total expense ratio of a representative class (Investor Class); (iii) the total costs of the services provided by and the profits realized by FMR and its affiliates (Fidelity) from its relationships with the fund; and (iv) the extent to which, if any, economies of scale exist and are realized as the fund grows, and whether any economies of scale are appropriately shared with fund shareholders. The Board also considered the broad range of investment choices available to shareholders from FMR's competitors and that the fund's shareholders have chosen to invest in the fund, which is part of the Fidelity family of funds. The Board's decision to renew the Advisory Contracts was not based on any single factor.

The Board reached a determination, with the assistance of fund counsel and Independent Trustees' counsel and through the exercise of its business judgment, that the renewal of the Advisory Contracts was in the best interests of the fund and its shareholders and that the compensation payable under the Advisory Contracts was fair and reasonable in light of all of the surrounding circumstances.

Nature, Extent, and Quality of Services Provided. The Board considered Fidelity's staffing as it relates to the fund, including the backgrounds and experience of investment personnel, and also considered the Investment Advisers' implementation of the fund's investment program. The Independent Trustees also had discussions with senior management of Fidelity's investment operations and investment groups. The Board considered the structure of the investment personnel compensation program and whether this structure provides appropriate incentives to act in the best interests of the fund. Additionally, the Board considered the portfolio managers' investments, if any, in the funds that they manage.

Resources Dedicated to Investment Management and Support Services. The Board reviewed the general qualifications and capabilities of Fidelity's investment staff, including its size, education, experience, and resources, as well as Fidelity's approach to recruiting, training, managing, and compensating investment personnel. The Board noted the resources devoted to Fidelity's global investment organization, and that Fidelity's analysts have extensive resources, tools and capabilities that allow them to conduct quantitative and fundamental analysis, as well as credit analysis of issuers, counterparties and guarantors. Further, the Board considered that Fidelity's investment professionals have sufficient access to global information and data so as to provide competitive investment results over time, and that those professionals also have access to sophisticated tools that permit them to assess portfolio construction and risk and performance attribution characteristics continuously, as well as to transmit new information and research conclusions rapidly around the world. Additionally, in its deliberations, the Board considered Fidelity's trading, risk management, compliance, cybersecurity, and technology and operations capabilities and resources, which are integral parts of the investment management process.

Shareholder and Administrative Services. The Board considered (i) the nature, extent, quality, and cost of advisory, administrative, and shareholder services performed by the Investment Advisers and their affiliates under the Advisory Contracts and under separate agreements covering transfer agency, pricing and bookkeeping, and securities lending services for the fund; (ii) the nature and extent of Fidelity's supervision of third party service providers, principally custodians, subcustodians, and pricing vendors; and (iii) the resources devoted by Fidelity to, and the record of compliance with, the fund's compliance policies and procedures. The Board also reviewed the allocation of fund brokerage, including allocations to brokers affiliated with the Investment Advisers, the use of brokerage commissions to pay fund expenses, and the use of "soft" commission dollars to pay for research services. The Board also considered the fund's securities lending activities and any payments made to Fidelity relating to securities lending.

The Board noted that the growth of fund assets over time across the complex allows Fidelity to reinvest in the development of services designed to enhance the value and convenience of the Fidelity funds as investment vehicles. These services include 24-hour access to account information and market information over the Internet and through telephone representatives, investor education materials and asset allocation tools. The Board also considered that it reviews customer service metrics such as telephone response times, continuity of services on the website and metrics addressing services at Fidelity Investor Centers.

Investment in a Large Fund Family. The Board considered the benefits to shareholders of investing in a fund that is part of a large family of funds offering a variety of investment disciplines and providing a large variety of fund investor services. The Board noted that Fidelity had taken, or had made recommendations to the Board that resulted in the Fidelity funds taking, a number of actions over the previous year that benefited particular funds and/or the Fidelity funds in general.

Investment Performance. The Board took into account discussions that occur with representatives of the Investment Advisers, and reports that it receives, at Board meetings throughout the year relating to fund investment performance. In this regard the Board noted that as part of regularly scheduled fund reviews and other reports to the Board on fund performance, the Board considered annualized return information for the fund for different time periods, measured against one or more appropriate securities market indices, including a customized blended index that

reflects the respective weights of the fund's asset classes (each a benchmark index) and an appropriate peer group of funds with similar objectives (peer group). The Board also considered information about performance attribution. In its evaluation of fund investment performance at meetings throughout the year, the Board gave particular attention to information indicating underperformance of certain Fidelity funds over different time periods and discussed with the Investment Advisers the reasons for such underperformance.

In addition to reviewing absolute and relative fund performance, the Independent Trustees periodically consider the appropriateness of fund performance metrics in evaluating the results achieved. The Independent Trustees generally give greater weight to fund performance over longer time periods than over shorter time periods. Depending on the circumstances, the Independent Trustees may be satisfied with a fund's performance notwithstanding that it lags its benchmark index or peer group for certain periods.

Based on its review, the Board concluded that the nature, extent, and quality of services provided to the fund under the Advisory Contracts should continue to benefit the shareholders of the fund.

Competitiveness of Management Fee and Total Expense Ratio. The Board was provided with information regarding industry trends in management fees and expenses. In its review of the fund's management fee and the total expense ratio of Investor Class, the Board considered the fund's management fee rate as well as other fund or class expenses, as applicable, such as transfer agent fees, pricing and bookkeeping fees, fund-paid 12b-1 fees, and custodial, legal, and audit fees. The Board noted that Fidelity may agree to waive fees or reimburse expenses from time to time, and the extent to which, if any, it has done so for the fund.

Comparisons of Management Fees and Total Expense Ratios. Among other things, the Board reviewed data for selected groups of competitive funds and classes (referred to as "mapped groups") that were compiled by Fidelity based on combining similar investment objective categories (as classified by Lipper) that have comparable investment mandates. The data reviewed by the Board included (i) gross management fee comparisons (before taking into account expense reimbursements or caps) relative to the total universe of funds within the mapped group; (ii) gross management fee comparisons relative to a subset of non-Fidelity funds in the mapped group that are similar in size and management fee structure to the fund (referred to as the "asset size peer group"); (iii) total expense comparisons of Investor Class of the fund relative to funds and classes in the mapped group that have a similar sales load structure to Investor Class of the fund (referred to as the "similar sales load structure group"); and (iv) total expense comparisons of Investor Class of the fund relative to funds and classes in the similar sales load structure group that are similar in size and management fee structure to the fund (referred to as the "total expense asset size peer group"). The total expense asset size peer group comparison excludes performance adjustments and fund-paid 12b-1 fees to eliminate variability in fee structures.

The information provided to the Board indicated that the fund's management fee rate ranked below the competitive median of the mapped group for 2022 and below the competitive median of the asset size peer group for 2022. Further, the information provided to the Board indicated that the total expense ratio of Investor Class of the fund ranked below the competitive median of the similar sales load structure group for 2022 and below the competitive median of the total expense asset size peer group for 2022.

The Board also considered that, for funds subject to the group fee, FMR agreed to voluntarily waive fees over a specified period of time in amounts designed to account for assets converted from certain funds to certain collective investment trusts.

Fees Charged to Other Fidelity Clients. The Board also considered Fidelity fee structures and other information with respect to clients of Fidelity, such as other funds advised or subadvised by Fidelity, pension plan clients, and other institutional clients with similar mandates. The Board noted that a joint ad hoc committee created by it and the boards of other Fidelity funds periodically reviews and compares Fidelity's institutional investment advisory business with its business of providing services to the Fidelity funds and also noted the most recent findings of the committee. The Board noted that the committee's review included a consideration of the differences in services provided, fees charged, and costs incurred, as well as competition in the markets serving the different categories of clients.

Based on its review, the Board concluded that the fund's management fee is fair and reasonable in light of the services that the fund receives and the other factors considered. Further, based on its review of total expense ratios and fees charged to other Fidelity clients, the Board concluded that the total expense ratio of each class of the fund was reasonable in light of the services that the fund and its shareholders receive and the other factors considered.

Costs of the Services and Profitability. The Board considered the revenues earned and the expenses incurred by Fidelity in conducting the business of developing, marketing, distributing, managing, administering and servicing the fund and servicing the fund's shareholders. The Board also considered the level of Fidelity's profits in respect of all the Fidelity funds.

On an annual basis, Fidelity presents to the Board information about the profitability of its relationships with the fund. Fidelity calculates profitability information for each fund, as well as aggregate profitability information for groups of Fidelity funds and all Fidelity funds, using a series of detailed revenue and cost allocation methodologies which originate with the books and records of Fidelity on which Fidelity's audited financial statements are based. The Audit Committee of the Board reviews any significant changes from the prior year's methodologies and the full Board approves such changes.

A public accounting firm has been engaged annually by the Board as part of the Board's assessment of Fidelity's profitability analysis. The engagement includes the review and assessment of the methodologies used by Fidelity in determining the revenues and expenses attributable to Fidelity's fund business, and completion of agreed-upon procedures in respect of the mathematical accuracy of certain fund profitability information and its conformity to established allocation methodologies. After considering the reports issued under the engagement and information provided by Fidelity, the Board concluded that while other allocation methods may also be reasonable, Fidelity's profitability methodologies are reasonable in all material respects.

The Board also reviewed Fidelity's non-fund businesses and potential indirect benefits such businesses may have received as a result of their association with Fidelity's fund business (i.e., fall-out benefits) as well as cases where Fidelity's affiliates may benefit from the funds' business. The Board considered areas where potential indirect benefits to the Fidelity funds from their relationships with Fidelity may exist. The Board's consideration of these matters was informed by the findings of a joint ad hoc committee created by it and the boards of other Fidelity funds to evaluate potential fall-out benefits.

The Board considered the costs of the services provided by and the profits realized by Fidelity in connection with the operation of the fund and was satisfied that the profitability was not excessive.

Board Approval of Investment Advisory Contracts - Continued

Economies of Scale. The Board considered whether there have been economies of scale in respect of the management of the Fidelity funds, whether the Fidelity funds (including the fund) have appropriately benefited from any such economies of scale, and whether there is potential for realization of any further economies of scale. The Board considered the extent to which the fund will benefit from economies of scale as assets grow through increased services to the fund, through waivers or reimbursements, or through fee or expense ratio reductions. The Board also noted that a committee created by it and the boards of other Fidelity funds periodically analyzes whether Fidelity attains economies of scale in respect of the management and servicing of the Fidelity funds, whether the Fidelity funds have appropriately benefited from such economies of scale, and whether there is potential for realization of any further economies of scale.

The Board recognized that the fund's management contract incorporates a "group fee" structure, which provides for lower group fee rates as total "group assets" increase, and for higher group fee rates as total "group assets" decrease ("group assets" as defined in the management contract). FMR calculates the group fee rates based on a tiered asset "breakpoint" schedule that varies based on asset class. The Board considered that the group fee is designed to deliver the benefits of economies of scale to fund shareholders when total Fidelity fund assets increase, even if assets of any particular fund are unchanged or have declined, because some portion of Fidelity's costs are attributable to services provided to all Fidelity funds, and all funds benefit if those costs can be allocated among more assets. The Board also considered that Fidelity agreed to impose a temporary fee waiver in the form of additional breakpoints to the current breakpoint schedule. The Board concluded that, given the group fee structure, fund shareholders will benefit from lower management fees as "group assets" increase at the fund complex level, regardless of whether Fidelity achieves any such economies of scale.

The Board concluded, taking into account the analysis of the committee, that economies of scale, if any, are being appropriately shared between fund shareholders and Fidelity.

Additional Information Requested by the Board. In order to develop fully the factual basis for consideration of the Fidelity funds' advisory contracts, the Board requested and received additional information on certain topics, including: (i) Fidelity's fund profitability methodology, profitability trends for certain funds, the allocation of various costs to different funds, and the impact of certain factors on fund profitability results; (ii) portfolio manager changes that have occurred during the past year and Fidelity's views regarding portfolio manager investment in the Fidelity funds that they manage; (iii) hiring, training, and retaining personnel; (iv) the arrangements with and compensation paid to certain fund sub-advisers and the treatment of such compensation within Fidelity's fund profitability methodology; (v) the terms of the funds' various management fee structures, including the basic group fee and the terms of Fidelity's voluntary expense limitation arrangements; (vi) Fidelity's transfer agent, pricing and bookkeeping fees, expense and service structures for different funds and classes relative to competitive trends and market conditions; (vii) the impact on fund profitability of recent industry trends, such as the growth in passively managed funds and the changes in flows for different types of funds; (viii) the types of management fee and total expense comparisons provided, and the challenges and limitations associated with such information; (ix) explanations regarding the relative total expense ratios and management fees of certain funds and classes, total expense and management fee competitive trends, and methodologies for total expense and management fee competitive comparisons; (x) information concerning expense limitations applicable to certain funds; and (xi) matters related to money market funds, exchange-traded funds, and target date funds.

Conclusion. Based on its evaluation of all of the conclusions noted above, and after considering all factors it believed relevant, the Board, including the Independent Trustees, concluded that the advisory and sub-advisory fee arrangements are fair and reasonable in light of all of the circumstances and that the fund's Advisory Contracts should be renewed through September 30, 2024.

Proxy Voting Results

A special meeting of shareholders was held on October 18, 2023. The results of votes taken among shareholders on the proposal before them are reported below. Each vote reported represents one dollar of net asset value held on the record date for the meeting.

Proposal 1

To elect a Board of Trustees.

| | # of Votes | % of Votes |
|---------------------------|-----------------------|-----------------------|
| Abigail P. Johnson | | |
| Affirmative | 27,177,001,978.440 | 96.934 |
| Withheld | 859,838,858.810 | 3.066 |
| TOTAL | 28,036,840,837.250 | 100.000 |
| Jennifer Toolin McAuliffe | | |
| Affirmative | 27,195,560,961.620 | 97.000 |
| Withheld | 841,279,875.630 | 3.000 |
| TOTAL | 28,036,840,837.250 | 100.000 |
| Christine J. Thompson | | |
| Affirmative | 27,201,967,116.110 | 97.023 |
| Withheld | 834,873,721.140 | 2.977 |
| TOTAL | 28,036,840,837.250 | 100.000 |
| Elizabeth S. Acton | | |
| Affirmative | 27,175,146,331.170 | 96.927 |
| Withheld | 861,694,506.080 | 3.073 |
| TOTAL | 28,036,840,837.250 | 100.000 |
| Laura M. Bishop | | |
| Affirmative | 27,202,605,638.420 | 97.025 |
| Withheld | 834,235,198.830 | 2.975 |
| TOTAL | 28,036,840,837.250 | 100.000 |
| Ann E. Dunwoody | | |
| Affirmative | 27,205,486,612.810 | 97.035 |
| Withheld | 831,354,224.440 | 2.965 |
| TOTAL | 28,036,840,837.250 | 100.000 |
| John Engler | | |
| Affirmative | 27,128,488,596.070 | 96.761 |
| Withheld | 908,352,241.180 | 3.239 |
| TOTAL | 28,036,840,837.250 | 100.000 |
| Robert F. Gartland | | |
| Affirmative | 27,214,871,108.250 | 97.069 |
| Withheld | 821,969,729.000 | 2.931 |
| TOTAL | 28,036,840,837.250 | 100.000 |
| Robert W. Helm | | |
| Affirmative | 27,228,842,422.890 | 97.119 |
| Withheld | 807,998,414.360 | 2.881 |
| TOTAL | 28,036,840,837.250 | 100.000 |
| Arthur E. Johnson | | |
| Affirmative | 27,126,686,443.000 | 96.754 |
| Withheld | 910,154,394.250 | 3.246 |
| TOTAL | 28,036,840,837.250 | 100.000 |
| Michael E. Kenneally | | |
| Affirmative | 27,196,658,129.190 | 97.004 |
| Withheld | 840,182,708.060 | 2.996 |
| TOTAL | 28,036,840,837.250 | 100.000 |
| Mark A. Murray | | |
| Affirmative | 27,235,979,107.110 | 97.144 |
| Withheld | 800,861,730.140 | 2.856 |
| TOTAL | 28,036,840,837.250 | 100.000 |
| Carol J. Zierhoffer | | |
| Affirmative | 27,222,853,514.590 | 97.097 |
| Withheld | 813,987,322.660 | 2.903 |
| TOTAL | 28,036,840,837.250 | 100.000 |

Proposal 1 reflects trust wide proposal and voting results.

Notes

