

Fidelity UCITS II ICAV

Fidelity Global Government Bond Climate Aware UCITS ETF

26 July 2023

(A sub-fund of Fidelity UCITS II ICAV, an Irish collective asset-management vehicle constituted as an umbrella fund with segregated liability between sub-funds with registered number C174793 authorised by the Central Bank of Ireland pursuant to the UCITS Regulations).

This supplement (the “Supplement”) forms part of the Prospectus dated 1 December 2022 (the “Prospectus”) in relation to Fidelity UCITS II ICAV (the “Fund”) for the purposes of the UCITS Regulations. This Supplement should be read in the context of, and together with, the Prospectus and contains information relating to the Fidelity Global Government Bond Climate Aware UCITS ETF (the “Sub-Fund”) which is a separate sub-fund of the Fund, represented by the Fidelity Global Government Bond Climate Aware UCITS ETF series of shares in the Fund (the “Shares”).

The Sub-Fund is an Index Tracking Sub-Fund and Shares in this Sub-Fund may be designated as ETF Shares or Non-ETF Shares.

Prospective investors should review this Supplement and the Prospectus carefully and in their entirety and consider the risk factors set out in the Prospectus and in this Supplement before investing in this Sub-Fund. If you are in any doubt about the contents of this Supplement, you should consult your stockbroker, bank manager, solicitor, accountant and/or financial adviser.

The Directors, as listed in the “*Management*” section of the Prospectus, accept responsibility for the information contained in this Supplement. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information. The Directors accept responsibility accordingly.

Unless otherwise defined herein or unless the context otherwise requires, all defined terms used in this Supplement shall bear the same meaning as in the Prospectus.

KEY INFORMATION

| | |
|------------------------------|---|
| Base Currency | USD |
| Basis of Distribution | Net Income |
| Business Day | Any London Banking Day and/or such other day or days as the Directors may determine and notify in advance to Shareholders. |
| Dealing Day | Each Business Day will be a Dealing Day, except that any day on which market(s) on which the investments in the portfolio of the Sub-Fund are traded is/are closed and, as a result of which 25% or more of the portfolio of the Sub-Fund may not be traded, shall not be a Dealing Day. The Sub-Fund will have at least one Dealing Day per fortnight. The Dealing Days for the Sub-Fund are contained in a dealing calendar which is updated monthly and available from the Administrator. |
| Dealing Deadline | 4:00pm (Irish time) on the Business Day prior to the relevant Dealing Day. |
| Index | Solactive Paris Aware Global Government USD Index |
| Index Provider | Solactive AG |
| Investment Manager | FIL Investments International |
| Fees | <p>The maximum TER for each Class is set forth in the table in the “Classes” section below.</p> <p>A subscription fee of up to 5% of the Net Asset Value of Shares being subscribed and / or a redemption fee of up to 3% of the Net Asset Value of the Shares being redeemed may be charged by the Manager.</p> <p>The establishment expenses of the Sub-Fund will be borne by the Manager.</p> <p>Further information in this respect is set out in the “Fees and Expenses” section of the Prospectus, and below.</p> |

| | |
|----------------------------|--|
| Settlement Deadline | The second Business Day following the relevant Dealing Day |
| Tracking Error | <p>50 bps under normal market conditions</p> <p>Where the tracking error is defined as the standard deviation of the delivered excess returns over an annual period.</p> <p>The anticipated tracking error referenced above is for the unhedged Share Classes against the Index.</p> |
| Valuation | The Net Asset Value per Share is calculated in accordance with the “Determination of Net Asset Value” section of the Prospectus, using the official closing price published by the relevant Recognised Market on each Valuation Day for assets quoted, listed or traded on or under the rules of such Recognised Market. |
| Valuation Day | <p>Any day with the exception of:</p> <ul style="list-style-type: none"> - Saturdays, Sundays, New Year’s Day, Christmas Day and Good Friday; and - any day where the Index is not published, <p>and/or such other day or days as the Directors may determine and notify in advance to Shareholders.</p> <p>For any given Dealing Day, the same day shall be the relevant Valuation Day.</p> |
| Valuation Point | 11pm (Irish time) on each Valuation Day |

The Fund is an umbrella UCITS. The other sub-funds of the Fund are those listed in the Prospectus and Fidelity Sustainable Global High Yield Bond Paris-Aligned Multifactor UCITS ETF.

Classes

Shares of the Sub-Fund may be divided into different Share Classes with different dividend policies and currency hedging exposures. They may therefore have different fees and expenses. The following Share Classes are available to launch at the discretion of the Manager.

| Class Name | Share Class Currency | Currency Hedged Share Class | ETF or Non-ETF Shares | Dividend Distribution Policy | Maximum TER % | Initial Offer Period | Offer Price |
|--------------------|-------------------------|--------------------------------|--------------------------|------------------------------------|---------------------|---------------------------------------|-------------|
| Acc | USD | No | ETF Shares | Accumulating | 0.20 | 27 July 2023 to 26 January 2024 | 5 USD |
| Inc | USD | No | ETF Shares | Distributing | 0.20 | N/A* | 5 USD |
| USD Hedged Acc | USD | Yes, Portfolio Hedge | ETF Shares | Accumulating | 0.25 | 27 July 2023 to 26 January 2024 | 5 USD |
| USD Hedged Inc | USD | Yes, Portfolio Hedge | ETF Shares | Distributing | 0.25 | N/A* | 5 USD |
| EUR Hedged Acc | EUR | Yes, Portfolio Hedge | ETF Shares | Accumulating | 0.25 | 27 July 2023 to 26 January 2024 | 5 EUR |
| EUR Hedged Inc | EUR | Yes, Portfolio Hedge | ETF Shares | Distributing | 0.25 | N/A* | 5 EUR |
| GBP Hedged Acc | GBP | Yes, Portfolio Hedge | ETF Shares | Accumulating | 0.25 | N/A* | 5 GBP |
| GBP Hedged Inc | GBP | Yes, Portfolio Hedge | ETF Shares | Distributing | 0.25 | 27 July 2023 to 26 January 2024 | 5 GBP |
| CHF Hedged Acc | CHF | Yes, Portfolio Hedge | ETF Shares | Accumulating | 0.25 | 27 July 2023 to 26 January 2024 | 5 CHF |
| CHF Hedged Inc | CHF | Yes, Portfolio Hedge | ETF Shares | Distributing | 0.25 | 27 July 2023 to 26 January 2024 | 5 CHF |
| Unlisted P USD Acc | USD | No | Non-ETF Shares | Accumulating | 0.20 | 27 July 2023 to 26 January 2024 | 5 USD |

| | | | | | | | |
|---------------------------|-----|----------------------|----------------|--------------|------|---------------------------------|-------|
| Unlisted P USD Inc | USD | No | Non-ETF Shares | Distributing | 0.20 | 27 July 2023 to 26 January 2024 | 5 USD |
| Unlisted P EUR Acc | EUR | No | Non-ETF Shares | Accumulating | 0.20 | 27 July 2023 to 26 January 2024 | 5 EUR |
| Unlisted P EUR Inc | EUR | No | Non-ETF Shares | Distributing | 0.20 | 27 July 2023 to 26 January 2024 | 5 EUR |
| Unlisted P GBP Acc | GBP | No | Non-ETF Shares | Accumulating | 0.20 | 27 July 2023 to 26 January 2024 | 5 GBP |
| Unlisted P GBP Inc | GBP | No | Non-ETF Shares | Distributing | 0.20 | 27 July 2023 to 26 January 2024 | 5 GBP |
| Unlisted P CHF Acc | CHF | No | Non-ETF Shares | Accumulating | 0.20 | 27 July 2023 to 26 January 2024 | 5 CHF |
| Unlisted P CHF Inc | CHF | No | Non-ETF Shares | Distributing | 0.20 | 27 July 2023 to 26 January 2024 | 5 CHF |
| Unlisted P USD Hedged Acc | USD | Yes, Portfolio Hedge | Non-ETF Shares | Accumulating | 0.25 | 27 July 2023 to 26 January 2024 | 5 USD |
| Unlisted P USD Hedged Inc | USD | Yes, Portfolio Hedge | Non-ETF Shares | Distributing | 0.25 | 27 July 2023 to 26 January 2024 | 5 USD |
| Unlisted P EUR Hedged Acc | EUR | Yes, Portfolio Hedge | Non-ETF Shares | Accumulating | 0.25 | 27 July 2023 to 26 January 2024 | 5 EUR |
| Unlisted P EUR Hedged Inc | EUR | Yes, Portfolio Hedge | Non-ETF Shares | Distributing | 0.25 | 27 July 2023 to 26 January 2024 | 5 EUR |
| Unlisted P GBP Hedged Acc | GBP | Yes, Portfolio Hedge | Non-ETF Shares | Accumulating | 0.25 | 27 July 2023 to 26 January 2024 | 5 GBP |

| | | | | | | | | | | |
|------------------------|---|-----|-----|---------------|-----------|----------------|--------------|------|---------------------------------------|-------|
| | | | | | | | | | 2024 | |
| Unlisted Hedged Inc | P | GBP | GBP | Yes, Hedge | Portfolio | Non-ETF Shares | Distributing | 0.25 | 27 July 2023 to 26 January 2024 | 5 GBP |
| Unlisted Hedged Acc | P | CHF | CHF | Yes, Hedge | Portfolio | Non-ETF Shares | Accumulating | 0.25 | 27 July 2023 to 26 January 2024 | 5 CHF |
| Unlisted Hedged Inc | P | CHF | CHF | Yes, Hedge | Portfolio | Non-ETF Shares | Distributing | 0.25 | 27 July 2023 to 26 January 2024 | 5 CHF |

*The initial offer period for this Share Class has closed and Shares in this Share Class will be issued at their Net Asset Value per Share on each Dealing Day.

INVESTMENT OBJECTIVE AND POLICY

Investment Objective. The investment objective of the Sub-Fund is to provide investors with a total return, taking into account both capital and income returns, which reflects, before fees and expenses, the return of the Index.

The Index is designed to reflect the performance of global local currency government bonds, issued by investment grade countries, while at the same time aiming to exhibit a level of carbon emission intensity 14% lower than the investible universe at launch and subsequently to aim for a further year-on-year decarbonisation target, currently at an average rate of 7% per annum. Full details of the criteria are available on the index provider's website at <https://www.solactive.com/indices>.

The Index includes only bonds issued by countries rated investment grade by recognised rating agencies. The Index is weighted by reference to the carbon emission targets described above, as well as other factors such as bond issuance levels, yield levels and foreign exchange rates. The Index rebalances on a monthly basis. Further details regarding the Index (including its constituents) are available on the index provider's website at <https://www.solactive.com/indices>.

The Investment Manager is satisfied that, based on the composition of the investment universe, the characteristics of the issuers (i.e., investment grade sovereigns) and the self-decarbonisation trajectory targets described above, a minimum of 50% of the Sub-Fund's assets will be invested in securities of issuers with favourable ESG characteristics pursuant to Fidelity's Sustainable Investing Framework, as described in the "*Sustainable Investing and ESG Integration*" section of the Prospectus and in the Sustainability Annex.

As of the date of this Supplement, the Index administrator, Solactive AG, is included on the ESMA register of administrators and benchmarks.

Investment Policy. The investment policy of the Sub-Fund is to track the performance of the Index as closely as possible, regardless of whether the Index level rises or falls, while seeking to minimise as far as possible the tracking error between the Sub-Fund's performance and that of the Index. Given the Index aims to achieve a reduction in carbon emission intensity, as described above, the Sub-Fund therefore promotes an environmental characteristic and is subject to the disclosure requirements of article 8 of the SFDR.

In order to seek to achieve this investment objective, the Investment Manager will aim to replicate the Index by holding all of the Index Securities in a similar proportion to their weighting in the Index. However, where full replication of the Index is not reasonably practical (for example as a result of the number of securities or the illiquidity of certain securities within the Index), the Sub-Fund will use optimisation to select Index Securities in order to build a representative portfolio that provides a return that is comparable to that of the Index. Consequently, the Sub-Fund may over certain periods only hold a certain sub-set of the Index Securities. Further information on the use of optimisation methodology can be found under "*Index Tracking Sub-Funds*" in the "*Investment Objectives and Policies*" section of the Prospectus. The Sub-Fund may hold some securities which are not constituents of the Index, where such securities provide similar exposure (with similar risk profiles) to certain securities that make up the Index. These securities, which are not constituents of the Index, are selected by virtue of the fact that they provide substantively the same exposure by industry and by company characteristics in the case of liquidity considerations or corporate actions to certain Index Securities.

The Sub-Fund may achieve exposure to China by investing in eligible bonds traded on the China Interbank Bond Market ("**CIBM**") through Bond Connect (as defined in the section entitled "Bond Connect" below).

The investment objective and investment policy description listed for the Sub-Fund applies to all Share Classes offered in the Sub-Fund. For Currency Hedged Share Classes, the return will be hedged to the base currency of the relevant Share Class. Currency Hedged Share Classes aim to

reduce the impact of exchange rate fluctuations between the underlying portfolio currency exposures of the Sub-Fund and the Share Class Currency of the Currency Hedged Share Class on returns of the relevant Index to investors in that Currency Hedged Share Class, through entering into forward foreign exchange contracts for currency hedging. The Currency Hedged Share Classes will implement currency hedging in accordance with the “*Currency Hedging at Portfolio Level*” section of the Prospectus.

Asset classes

The Index Securities are debt securities (i.e. bonds) issued by governments and denominated in the relevant local currency. They may be fixed or zero coupon securities, will have an effective time to maturity of at least one month and will be investment grade.

The Sub-Fund may, for efficient portfolio management purposes only, and in accordance with the conditions and limits imposed by the Central Bank, use forward foreign exchange contracts (including non-deliverable forwards), index futures and currency futures. Forwards and futures and their use for this purpose are described under “*Use of Financial Derivative Instruments*” in the “*Investment Objectives and Policies*” section of the Prospectus. Accordingly, while the Sub-Fund may be leveraged as a result of its use of FDIs, the primary purpose of the use of FDIs is to reduce risk and such leverage, calculated using the commitment approach, will not exceed 100% of the Sub-Fund’s Net Asset Value.

The securities in which the Sub-Fund invests will be primarily listed or traded on Recognised Markets globally in accordance with the limits set out in the UCITS Regulations. The Sub-Fund may hold ancillary liquid assets (deposits, commercial paper and short term commercial paper) subject to the limits and restrictions of the UCITS Regulations. The Sub-Fund may also invest in other regulated, open-ended collective investment schemes as described under “*General Investment Techniques*” in the “*Investment Objectives and Policies*” where the objectives of such funds are consistent with the objective of the Sub-Fund. The Sub-Fund’s investments in other collective investment schemes will be limited to 10% of Net Asset Value. For further information in relation to the difficulties associated with tracking indices, please refer to “*Index Tracking Risk*” in the “*Risk Information*” section of the Prospectus.

Bond Connect

The People’s Bank of China (“**PBoC**”) and the Hong Kong Monetary Authority (“**HKMA**”) have approved the China Foreign Exchange Trade System & National Interbank Funding Centre (“**CFETS**”), China Central Depository & Clearing Co., Ltd (“**CCDC**”), Shanghai Clearing House (“**SHCH**”), together with Hong Kong Exchanges and Clearing Limited and Central Moneymarkets Unit (“**CMU**”) to launch Bond Connect, a mutual bond market access programme between Mainland China and Hong Kong. Bond Connect allows investors to trade electronically between the Mainland China and Hong Kong bond markets without quota restrictions and requirements to identify the ultimate investment amount.

As at the date of this Supplement, Bond Connect comprises a Northbound Trading Link between CFETS, the operator of the CIBM and offshore trading access platforms recognised by the PBoC, to facilitate investment by Hong Kong and overseas investors (including the Sub-Fund) in eligible bonds traded on the CIBM.

For the purposes of this Supplement, the CIBM shall constitute a Recognised Market.

Eligible Securities

Hong Kong and overseas investors (including the Sub-Fund) are able to trade over the entire range of instruments traded on the CIBM, including products on both the secondary and primary markets.

Trading Day

Northbound investors (including the Sub-Fund) are able to trade through Bond Connect on any day upon which the CIBM is open to trade, regardless of whether it is a public holiday in Hong Kong.

Settlement and Custody

Settlement and custody of Northbound bond trades under Bond Connect will be implemented under the link between the CMU of the HKMA and Mainland China's two bond settlement systems, namely, CCDC and SHCH. The CMU settles Northbound trades and holds the CIBM bonds on behalf of its members in nominee accounts with each of CCDC and SHCH. CCDC and SHCH provide services to foreign investors, directly and indirectly, using Bond Connect.

Bonds purchased by Hong Kong and overseas investors (including the Sub-Fund) are recorded in an omnibus nominee account at CCDC and SHCH in the name of CMU. The CMU itself maintains the bonds in segregated sub-accounts of its members, who in turn may hold the bonds on their own account or on behalf of other investors or custodians. Accordingly, bonds purchased by Hong Kong and overseas purchasers through Bond Connect are held by the purchaser's global or local custodian in a segregated sub-account opened in their name at the CMU.

Currency

Hong Kong and overseas investors may trade through Bond Connect using offshore RMB ("CNH") or by converting foreign currencies into onshore RMB ("CNY") under Bond Connect.

Where an investor uses foreign currencies to invest through the Northbound Trading Link, it must open a segregated RMB capital account with an eligible RMB settlement bank in Hong Kong to convert its foreign currencies into CNY. Where bonds are purchased in CNY in this manner, upon sale of the bonds, the sale proceeds remitted out of Mainland China must be converted back into the relevant foreign currencies.

Further information about Bond Connect is available at the website: <http://www.chinabondconnect.com>.

SFDR / EU Taxonomy Disclosures

Sustainability Risks

The assessment of Sustainability Risks is integrated into the Index construction process through the self-decarbonisation trajectory of the Index, as described above.

General

The SFDR and the EU Taxonomy require certain disclosures, as regards the Sub-Fund's approach to ESG integration and other matters. Such disclosures are set out in the "*Sustainable Investing and ESG Integration*" section of the Prospectus and in the Sustainability Annex.

INVESTMENT RISKS

Investment in the Sub-Fund carries with it a degree of risk including the risks described in the "*Risk Information*" section of the Prospectus and, in particular, the "*Sustainable Investing Risk*" risk disclosure and the "*Index Tracking Risk*". These risks are not intended to be exhaustive and potential investors should review the Prospectus and this Supplement carefully and consult with their professional advisers before purchasing Shares.

The Sub-Fund is not expected to have an above average risk profile or high volatility as a result of its use of FDIs. For information in relation to risks associated with the use of financial derivative instruments, please refer to “*Derivatives Risk*” in the “*Risk Information*” section of the Prospectus.

Index risk

As described in this Supplement, the Sub-Fund seeks to provide investors with a total return, taking into account both capital and income returns, which reflects, before fees and expenses, the return of the Index. In addition, as described in this Supplement, the Index is constructed to take into account certain environmental and social characteristics. There is no assurance that the Index Provider will compile the Index accurately, or that the Index will be determined, composed or calculated accurately or that it will operate or perform as expected. While the Index Provider does provide descriptions of what the Index is designed to achieve (including its environmental and social characteristics), the Index Provider does not provide any warranty or accept any liability in relation to the quality, accuracy or completeness of data in respect of the Index and does not guarantee that the Index will be in line with the described index methodology. Furthermore, neither the Manager nor the Investment Manager provide any warranty or guarantee for Index Provider errors. Errors in respect of the quality, accuracy and completeness of the data or the application of the environmental and social characteristics may occur from time to time and may not be identified and corrected for a period of time. Therefore gains, losses or costs associated with Index Provider errors will be borne by the Sub-Fund and its investors. For example, during a period where the Index contains incorrect constituents, the Sub-Fund would have market exposure to such constituents (including potentially constituents that do not meet the relevant environmental and social characteristics) and would be underexposed to the constituents that should have been included in the Index. As such, errors may result in a negative or positive performance impact to the Sub-Fund and its investors. Investors should understand that any gains from Index Provider errors will be kept by the Sub-Fund and its investors and any losses resulting from Index Provider errors will be borne by the Sub-Fund and its investors.

Risks Associated with Investment in the CIBM through Bond Connect

The Sub-Fund may invest through Bond Connect in eligible bonds on the CIBM, which exposes the Sub-Fund to certain risks, including but not limited to the following:

Suspension Risk

It is contemplated that the Mainland Chinese authorities will reserve the right to suspend Northbound trading of Bond Connect if necessary for ensuring an orderly and fair market and that risks are managed prudently. Where a suspension in the Northbound trading through Bond Connect is effected, the Sub-Fund’s ability to access the PRC bond market to achieve their investment objectives will be adversely affected.

Differences in Trading Day

Northbound trading through Bond Connect can be undertaken on days upon which the CIBM is open to trade, regardless of whether it is a public holiday in Hong Kong. Accordingly, it is possible that bonds traded through Bond Connect may be subject to fluctuation at times where the Sub-Fund is unable to buy or sell bonds, as its Hong Kong or globally-based intermediaries are not available to assist with trades. Accordingly, this may cause the Sub-Fund to be unable to realise gains, avoid losses or to benefit from an opportunity to invest in mainland Chinese bonds at an attractive price.

Operational Risk

Bond Connect provides a channel for investors from Hong Kong and overseas to access Mainland China bond markets directly.

The “connectivity” in Bond Connect requires routing of orders across the border, requiring development of new trading platforms and operational systems. There is no assurance that these

platforms and systems will function properly or will continue to be adapted to changes and developments in both markets. In the event that the relevant systems fail to function properly, trading through Bond Connect may be disrupted. The Sub-Fund's ability to trade through Bond Connect to pursue its investment strategy may therefore be adversely affected.

For investments via Bond Connect, the relevant filings, registration with the PBoC and account opening have to be carried out via offshore custody agent, registration agent or other third parties (as the case may be). As such, the Sub-Fund's investments via Bond Connect are subject to the risk of default or errors on the part of such third parties.

RMB Currency Risk

RMB is currently not a freely convertible currency and is subject to exchange controls and restrictions. The Sub-Fund's investments via Bond Connect may be adversely affected by movements of exchange rates between RMB and other currencies. There can be no assurance that the RMB exchange rate will not fluctuate widely against the US Dollar or any other currency in the future. Any depreciation of the RMB will decrease the value of RMB denominated assets, which may have a detrimental impact on the performance of the Sub-Fund.

The RMB is traded in both the onshore and offshore markets. While both CNY and CNH represent the same currency, they are traded in different and separate markets which operate independently. Therefore, CNY and CNH do not necessarily have the same exchange rate and their movement may not be in the same direction. When calculating the Net Asset Value per Share of a non-RMB denominated Class, the Administrator will apply the exchange rate for the offshore RMB market in Hong Kong, i.e. the CNH exchange rate, which may be at a premium or discount to the exchange rate for the onshore RMB market in the PRC, i.e. the CNY exchange rate.

Regulatory Risk

Bond Connect is novel in nature and will be subject to regulations promulgated by regulatory authorities and implementation rules made by regulators in Mainland China and Hong Kong. It should be noted that the regulations are generally untested and there is no certainty as to how they will be applied. Moreover, the current regulations are subject to change which may have retrospective effect. There can be no assurance that Bond Connect will not be abolished. Accordingly, the Sub-Fund's investments in the Mainland China markets through Bond Connect may be adversely affected as a result of regulatory changes.

Taxation Risk

There is no specific guidance by the Mainland China tax authorities on the treatment of income tax and other tax categories payable in respect of trading in the CIBM by foreign institutional investors via Bond Connect. Upon any future resolution of the aforementioned uncertainty or future changes to the tax law or policies, the Fund will, as soon as practicable, make relevant adjustments to the amount of tax provision (if any), where necessary. Such uncertainties may operate to the advantage or disadvantage of Shareholders in the Sub-Fund and may result in an increase or decrease in the total value of the Sub-Fund.

INVESTOR PROFILE

Typical investors in the Sub-Fund are expected to be retail and institutional investors who want exposure to the investment grade government debt securities sector and benefit from the lower credit risk generally offered by government debt securities compared to corporate debt securities.

INVESTMENT MANAGER

The Manager has appointed FIL Investments International to act as Investment Manager of the Sub-Fund. The Investment Manager is incorporated in the United Kingdom, with its registered office at

Beech Gate, Millfield Lane, Lower Kingswood, Tadworth, Surrey, KT20 6RP, United Kingdom, and FIL Limited is its ultimate parent company. The Investment Manager is authorised and regulated in the United Kingdom by the Financial Conduct Authority. The Investment Manager acts as investment manager or investment adviser to a range of collective investment schemes.

The Investment Management Agreement provides that the appointment of the Investment Manager will continue in force unless and until terminated by either party providing six months' prior written notice. The Investment Management Agreement may also be terminated forthwith without prior notice in certain circumstances, such as upon the insolvency of either party (or upon the happening of a like event) or upon an unremedied breach within 30 days of receipt of notice. The Manager may also terminate the appointment of the Investment Manager with immediate effect in certain circumstances, including where to do so is in the best interests of the Sub-Fund. The Investment Management Agreement contains provisions regarding the Investment Manager's legal responsibilities. The Investment Manager is not liable for losses, liabilities, damages or expenses caused to the Sub-Fund unless resulting from its negligence, wilful default, bad faith or fraud.

The Investment Manager has the discretion to delegate all the powers, duties and discretions exercisable in respect of its obligations under the Investment Management Agreement as the Investment Manager and any delegate may from time to time agree. Any such appointment will be in accordance with the requirements of the Central Bank.

PRIMARY MARKET – SUBSCRIPTIONS AND REDEMPTIONS

Shares in unlaunched Classes will be available during the Initial Offer Period (or such earlier or later date as the Directors may determine) at the fixed price detailed in the table in the "Classes" section above.

Shares in a given Share Class, following the closure of the Initial Offer Period of that Share Class, may be subscribed for and redeemed on each Dealing Day by making an application before the Dealing Deadline. Such Shares will be issued or redeemed at the Net Asset Value per Share plus an amount in respect of Duties and Charges and / or a subscription / redemption fee, where applicable.

Subscription and redemption orders in respect of the ETF Shares in the Sub-Fund will be processed in accordance with the "*Purchase and Sale Information – ETF Sub-Funds*" section of the Prospectus. Subscription and redemption orders in respect of the Non-ETF Shares in the Sub-Fund will be processed in accordance with the "*Purchase and Sale Information – Non-ETF Sub-Funds*" section of the Prospectus.

SECONDARY MARKET – SUBSCRIPTIONS AND REDEMPTIONS

Investors may buy and sell ETF Shares in the Sub-Fund on a Secondary Market in accordance with the "*Purchase and Sale Information – Procedures for Dealing on the Secondary Market*" section of the Prospectus.

CONVERSIONS

Notwithstanding the terms of the Prospectus, Shareholders are not entitled to convert their Shares in the Sub-Fund into Shares in another sub-fund of the Fund or to convert their ETF Shares in the Sub-Fund into Non-ETF Shares in the Sub-Fund or vice versa. Shareholders are permitted to convert their ETF Shares in one Share Class of the Sub-Fund to ETF Shares of another Share Class of the Sub-Fund.

DIVIDEND DISTRIBUTIONS

In respect of Distributing Classes, and subject to Net Income being available for distribution, it is the current intention of the Directors, subject to any de minimis threshold, to declare dividends out of Net Income attributable to each of the Distributing Classes. Under normal circumstances, the Directors

intend that dividends shall be declared on a quarterly basis in or around February, May, August and November of each year and paid on the last Thursday of that relevant month, or any such other Business Day that the Directors deem appropriate. However, Shareholders should note that the Directors may, in their discretion, decide not to make such payment in respect of a Distributing Class.

LISTING

Application has been made for the ETF Shares to be admitted to the Official List and to trading on the Regulated Market of Euronext Dublin and to be admitted to trading on each of the Listing Stock Exchanges. The ETF Shares are expected to be admitted to listing on Euronext Dublin on or about the closure of the Initial Offer Period for the relevant Share Class.

INDEX DISCLAIMERS

Solactive AG ("**Solactive**") is the licensor of the Index. The financial instruments that are based on the Index are not sponsored, endorsed, promoted or sold by Solactive in any way and Solactive makes no express or implied representation, guarantee or assurance with regard to: (a) the advisability in investing in the financial instruments; (b) the quality, accuracy and/or completeness of the Index; and/or (c) the results obtained or to be obtained by any person or entity from the use of the Index. Solactive does not guarantee the accuracy and/or the completeness of the Index and shall not have any liability for any errors or omissions with respect thereto. Notwithstanding Solactive's obligations to its licensees, Solactive reserves the right to change the methods of calculation or publication with respect to the Index and Solactive shall not be liable for any miscalculation of or any incorrect, delayed or interrupted publication with respect to the Index. Solactive shall not be liable for any damages, including, without limitation, any loss of profits or business, or any special, incidental, punitive, indirect or consequential damages suffered or incurred as a result of the use (or inability to use) of the Index.

Pre-contractual disclosure for the financial products referred to in Article 8, paragraphs 1, 2 and 2a, of Regulation (EU) 2019/2088 and Article 6, first paragraph, of Regulation (EU) 2020/852

Sustainable investment means an investment in an economic activity that contributes to an environmental or social objective, provided that the investment does not significantly harm any environmental or social objective and that the investee companies follow good governance practices.

The **EU Taxonomy** is a classification system laid down in Regulation (EU) 2020/852, establishing a list of **environmentally sustainable economic activities**. That Regulation does not lay down a list of socially sustainable economic activities. Sustainable investments with an environmental objective might be aligned with the Taxonomy or not.

Product name:

Fidelity UCITS II ICAV - Fidelity Global Government Bond Climate Aware UCITS ETF

Legal entity identifier:

254900EDA00I5E2BQS12

Environmental and/or social characteristics

| Does this financial product have a sustainable investment objective? | |
|---|--|
| <input checked="" type="radio"/> <input checked="" type="radio"/> <input type="checkbox"/> Yes | <input type="radio"/> <input type="radio"/> <input checked="" type="checkbox"/> No |
| <input type="checkbox"/> It will make a minimum of sustainable investments with an environmental objective: ____% <input type="checkbox"/> in economic activities that qualify as environmentally sustainable under the EU Taxonomy <input type="checkbox"/> in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy | <input type="checkbox"/> It promotes Environmental/Social (E/S) characteristics and while it does not have as its objective a sustainable investment, it will have a minimum proportion of ____ % of sustainable investments <input type="checkbox"/> with an environmental objective in economic activities that qualify as environmentally sustainable under the EU Taxonomy <input type="checkbox"/> with an environmental objective in economic activities that do not qualify as environmentally sustainable under the EU Taxonomy <input type="checkbox"/> with a social objective |
| <input type="checkbox"/> It will make a minimum of sustainable investments with a social objective: ____% | <input checked="" type="checkbox"/> It promotes E/S characteristics, but will not make any sustainable investments |



What environmental and/or social characteristics are promoted by this financial product?

Sustainability indicators measure how the environmental or social characteristics promoted by the financial product are attained.

The Sub-Fund seeks to track the performance of the Solactive Paris Aware Global Government USD Index (the "Index") which aims to achieve a reduction in carbon emission intensity on an ongoing basis as part of the index construction process.

The Index is designed to reflect the performance of global local currency government bonds, issued by investment grade countries, while at the same time aiming to exhibit a level of carbon emission intensity 14% lower than the investible universe at launch and subsequently to aim for a further year-on-year decarbonisation target, currently at an average rate of 7% per annum.

As the Sub-Fund tracks the Index and the Index incorporates the self-decarbonisation trajectory targets described above the Investment Manager is satisfied that a minimum of 50% of the Sub-Fund's assets are invested in securities with favourable ESG characteristics pursuant to Fidelity's Sustainable Investing Framework.

The Index has been designated as a reference benchmark to determine whether this financial product is aligned with the environmental or social characteristics that it promotes.

What sustainability indicators are used to measure the attainment of each of the environmental or social characteristics promoted by this financial product?

The Sub-Fund uses the following sustainability indicators in order to measure the attainment of the environmental or social characteristics that it promotes:

- i) the percentage of the Sub-Fund invested in securities of issuers with favourable ESG characteristics; and
- ii) the percentage of the Sub-Fund invested in securities of issuers with exposure to the Exclusions (defined below).

What are the objectives of the sustainable investments that the financial product partially intends to make and how does the sustainable investment contribute to such objectives?

This question is not applicable.

How do the sustainable investments that the financial product partially intends to make, not cause significant harm to any environmental or social sustainable investment objective?

This question is not applicable.

How have the indicators for adverse impacts on sustainability factors been taken into account?

This question is not applicable.

How are the sustainable investments aligned with the OECD Guidelines for Multinational Enterprises and the UN Guiding Principles on Business and Human Rights? Details:

This question is not applicable.

Principal adverse impacts are the most significant negative impacts of investment decisions on sustainability factors relating to environmental, social and employee matters, respect for human rights, anti-corruption and anti-bribery matters.

The EU Taxonomy sets out a “do not significant harm” principle by which Taxonomy-aligned investments should not significantly harm EU Taxonomy objectives and is accompanied by specific EU criteria.

The “do no significant harm” principle applies only to those investments underlying the financial product that take into account the EU criteria for environmentally sustainable economic activities. The investments underlying the remaining portion of this financial product do not take into account the EU criteria for environmentally sustainable economic activities.

Any other sustainable investments must also not significantly harm any environmental or social objectives.



Does this financial product consider principal adverse impacts on sustainability factors?

☒ Yes

☐ No

Consideration of the principal adverse impacts on sustainability factors of investment decisions (referred to as principal adverse impacts) is incorporated through a variety of tools, including:

(i) *GHG intensity* - GHG intensity of investee countries is incorporated as a consideration within the Index methodology.

(ii) *Exclusions* - The Investment Manager applies the Exclusions (as defined below) to help mitigate the principal adverse impacts by screening issuers that breach international standards.

(iii) *ESG rating* - For sovereign issued securities, principal adverse impacts are considered through and incorporated into investment decisions using ESG ratings which incorporate material principal adverse impacts such as carbon emissions, social violations and freedom of expression.

(iv) *Quarterly reviews* - monitoring of principal adverse impacts through the Sub-Fund's quarterly review process.

The principal adverse indicators that are taken into account are subject to data availability and may evolve with improving data quality and availability.

Information on principal adverse impacts will be available in the annual report of the Sub-Fund.



What investment strategy does this financial product follow?

The investment strategy guides investment decisions based on factors such as investments objectives and risk tolerance.

The Sub-Fund seeks to track the performance of the Index which aims to achieve a reduction in carbon emission intensity on an ongoing basis as part of the index construction process.

A minimum of 50% of the Sub-Fund's assets will be invested in securities with favourable ESG characteristics which are determined by reference to ESG ratings provided by external agencies and Fidelity ESG ratings.

The Investment Manager carries out norms-based screening of issuers that fail to comply or behave in line with the principles of public governance, human rights and foreign affairs, including those identified by internationally recognised country indicators such as The World Bank's Worldwide Governance Indicators, countries identified by Financial Action Task Force as high-risk jurisdictions, countries identified in the United Nations Security Council Sanctions and signatories who have not ratified the Paris Agreement (such screens together referred to as the "Exclusions").

The Investment Manager also has discretion to implement enhanced, stricter sustainable requirements and exclusions from time to time.

What are the binding elements of the investment strategy used to select the investments to attain each of the environmental or social characteristics promoted by this financial product?

The Sub-Fund seeks to track the performance of the Index which aims to achieve a reduction in carbon emission intensity on an ongoing basis and accordingly the Sub-Fund will invest a minimum of 50% of its assets in issuers with favourable ESG characteristics.

In addition, the Sub-Fund will apply the Exclusions as described above.

What is the committed minimum rate to reduce the scope of the investments considered prior to the application of that investment strategy?

This question is not applicable.

Good governance practices include sound management structures, employee relations, remuneration of staff and tax compliance.

What is the policy to assess good governance practices of the investee companies?

The Sub-Fund does not invest in companies.



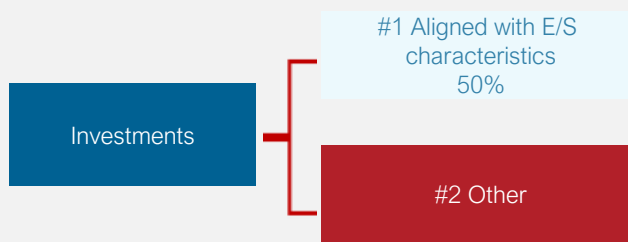
What is the asset allocation planned for this financial product?

Asset allocation describes the share of investments in specific assets.

Taxonomy-aligned activities are expressed as a share of:

- **turnover** reflecting the share of revenue from green activities of investee companies
- **capital expenditure** (CapEx) showing the green investments made by investee companies, e.g. for a transition to a green economy.
- **operational expenditure** (OpEx) reflecting green operational activities of investee companies.

(#1 Aligned with E/S characteristics) The Sub-Fund will invest a minimum of 50% of its assets in securities of issuers with favourable ESG characteristics.



#1 Aligned with E/S characteristics includes the investments of the financial product used to attain the environmental or social characteristics promoted by the financial product.

#2 Other includes the remaining investments of the financial product which are neither aligned with the environmental or social characteristics, nor are qualified as sustainable investments.

How does the use of derivatives attain the environmental or social characteristics promoted by the financial product?

Derivatives are not used to attain the environmental or social characteristics promoted by the Sub-Fund.

To comply with the EU Taxonomy, the criteria for **fossil gas**

include limitations on emissions and switching to fully renewable power or low-carbon fuels by the end of 2035. For **nuclear energy**, the criteria include comprehensive safety and waste management rules.

Enabling activities directly enable other activities to make a substantial contribution to an environmental objective.

Transitional activities are activities for which low-carbon alternatives are not yet available and among others have greenhouse gas emission levels corresponding to the best performance.



To what minimum extent are sustainable investments with an environmental objective aligned with the EU Taxonomy?

The Sub-Fund invests a minimum of 0% in sustainable investments with an environmental objective aligned with the EU Taxonomy.

The compliance of the investments of the Sub-Fund with the EU Taxonomy will not be subject to an assurance by auditors or a review by third parties.

The EU Taxonomy alignment of the underlying investments of the Sub-Fund is measured by turnover.

Does the financial product invest in fossil gas and/or nuclear energy-related activities that comply with the EU Taxonomy¹?

☐ Yes

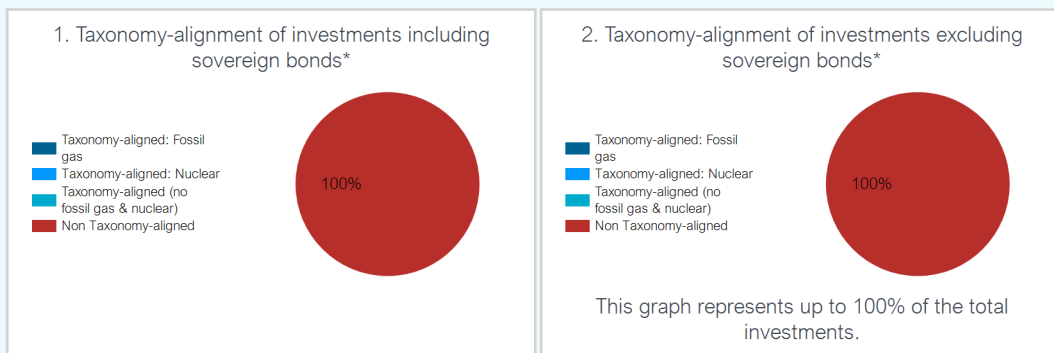
☐ In fossil gas

☐ In nuclear energy

☒ No

¹Fossil gas and/or nuclear related activities will only comply with the EU Taxonomy where they contribute to limiting climate change ("climate change mitigation") and do not significantly harm any EU Taxonomy objectives - see explanatory note in the left hand margin. The full criteria for fossil gas and nuclear energy economic activities that comply with the EU Taxonomy are laid down in Commission Delegated Regulation (EU) 2022/1214.

The two graphs below show in dark blue the minimum percentage of investments that are aligned with the EU Taxonomy. As there is no appropriate methodology to determine the Taxonomy-alignment of sovereign bonds*, the first graph shows the Taxonomy alignment in relation to all the investments of the financial product including sovereign bonds, while the second graph shows the Taxonomy alignment only in relation to the investments of the financial product other than sovereign bonds.



* For the purpose of these graphs, 'sovereign bonds' consist of all sovereign exposures.

What is the minimum share of investments in transitional and enabling activities?

The Sub-Fund invests a minimum of 0% in transitional activities and a minimum of 0% in enabling activities.



are sustainable investments with an environmental objective that do not take into account the criteria for environmentally sustainable economic activities under the EU Taxonomy.



What is the minimum share of sustainable investments with an environmental objective that are not aligned with the EU Taxonomy?

This question is not applicable.



What is the minimum share of socially sustainable investments?

This question is not applicable.



What investments are included under “#2 Other”, what is their purpose and are there any minimum environmental or social safeguards?

The remaining investments of the Sub-Fund will be invested in assets aligned with the financial objective of the Sub-Fund, cash and cash equivalents for liquidity purposes and derivatives which may be used for efficient portfolio management.

As a minimum environmental and social safeguard, the Sub-Fund will adhere to the Exclusions.



Is a specific index designated as a reference benchmark to determine whether this financial product is aligned with the environmental and/or social characteristics that it promotes?

The Index has been designated as a reference benchmark to determine whether this financial product is aligned with the environmental or social characteristics that it promotes.

Reference benchmarks are indexes to measure whether the financial product attains the environmental or social characteristics that they promote.

How is the reference benchmark continuously aligned with each of the environmental or social characteristics promoted by the financial product?

Based on the Index construction methodology, the Investment Manager is satisfied that a minimum of 50% of the Sub-Fund's assets are invested in assets with favourable ESG characteristics. The Index is therefore consistent with the environmental characteristics promoted by the Sub-Fund.

How is the alignment of the investment strategy with the methodology of the index ensured on a continuous basis?

The investment policy of the Sub-Fund is to track the performance of the Index as closely as possible.

How does the designated index differ from a relevant broad market index?

The Index aims to exhibit a level of carbon emission intensity 14% lower than the investible universe at launch and subsequently to aim for a further year-on-year decarbonisation target, currently at an average rate of 7% per annum.

Where can the methodology used for the calculation of the designated index be found?

For more information on the Index, please refer to the index provider's website <https://www.solactive.com/indices>.



Where can I find more product specific information online?

More product-specific information can be found on the website:
<https://www.fidelity.lu/funds/factsheet/IE000IF0HTJ9/tab-disclosure#SFDR-disclosure>.