

# Fidelity<sup>®</sup> Variable Insurance Products:

## Contrafund<sup>®</sup> Portfolio

Annual Report  
December 31, 2020



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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.*

## Note to Shareholders:

Early in 2020, the outbreak and spread of a new coronavirus emerged as a public health emergency that had a major influence on financial markets, primarily based on its impact on the global economy and the outlook for corporate earnings. The virus causes a respiratory disease known as COVID-19. On March 11, the World Health Organization declared the COVID-19 outbreak a pandemic, citing sustained risk of further global spread.

In the weeks following, as the crisis worsened, we witnessed an escalating human tragedy with wide-scale social and economic consequences from coronavirus-containment measures. The outbreak of COVID-19 prompted a number of measures to limit the spread, including travel and border restrictions, quarantines, and restrictions on large gatherings. In turn, these resulted in lower consumer activity, diminished demand for a wide range of products and services, disruption in manufacturing and supply chains, and — given the wide variability in outcomes regarding the outbreak — significant market uncertainty and volatility. Amid the turmoil, global governments and central banks took unprecedented action to help support consumers, businesses, and the broader economies, and to limit disruption to financial systems.

The situation continues to unfold, and the extent and duration of its impact on financial markets and the economy remain highly uncertain. Extreme events such as the coronavirus crisis are “exogenous shocks” that can have significant adverse effects on mutual funds and their investments. Although multiple asset classes may be affected by market disruption, the duration and impact may not be the same for all types of assets.

Fidelity is committed to helping you stay informed amid news about COVID-19 and during increased market volatility, and we’re taking extra steps to be responsive to customer needs. We encourage you to visit our websites, where we offer ongoing updates, commentary, and analysis on the markets and our funds.

# 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

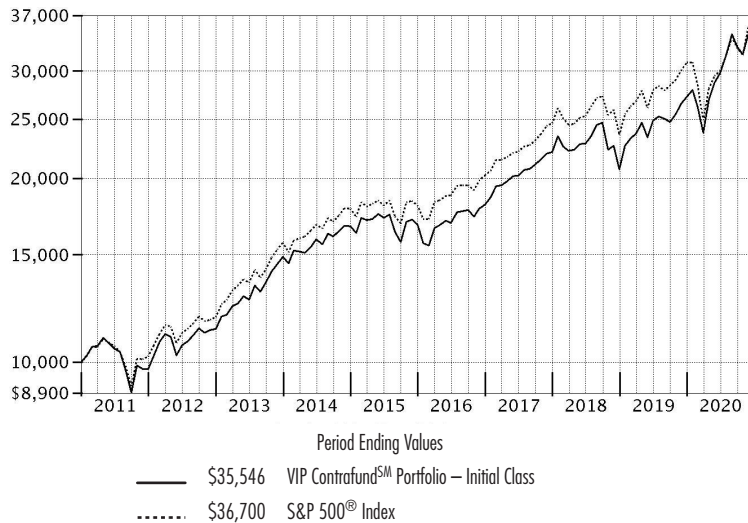
For the periods ended December 31, 2020

	Past 1 year	Past 5 years	Past 10 years
Initial Class	30.57%	16.19%	13.52%
Service Class	30.43%	16.07%	13.40%
Service Class 2	30.23%	15.90%	13.23%
Investor Class	30.48%	16.10%	13.43%

## \$10,000 Over 10 Years

Let's say hypothetically that \$10,000 was invested in VIP Contrafund<sup>SM</sup> Portfolio – Initial Class on December 31, 2010.

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



# Management's Discussion of Fund Performance

**Market Recap:** The S&P 500<sup>®</sup> index gained 18.40% in 2020, a highly volatile and unpredictable year that will be remembered by most investors for the impact of the coronavirus pandemic. The early-2020 outbreak and spread of COVID-19 resulted in stocks suffering one of the quickest declines on record, through March 23, followed by a historic rebound that culminated with the index closing the year at an all-time high. The crisis and containment efforts caused broad contraction in economic activity, along with extreme uncertainty and dislocation in financial markets. A rapid and expansive U.S. monetary/fiscal-policy response partially offset the economic disruption and fueled the market surge, as did resilient corporate earnings and the potential for a COVID-19 vaccine breakthrough. The rally slowed in early September, when the S&P 500 began a two-month retreat amid Congress's inability to reach a deal on additional fiscal stimulus, as well as concerns about election uncertainty, indications the U.S. economic recovery was stalling and a new wave of COVID-19 cases. November (+11%) was a much different story, however, as investors reacted favorably to election results. The momentum continued in December (+4%), driven by regulatory approvals for two COVID-19 vaccines in the U.S. By sector for the full year, information technology (+44%) and consumer discretionary (+33%) led the way, boosted by a handful of large growth stocks. In contrast, energy shares (-34%) struggled along with global oil demand and pricing.

**Comments from Co-Managers William Danoff and Jean Park:** For the year, the fund's share classes gained roughly 30% to 31%, outperforming the 18.40% result of the benchmark S&P 500<sup>®</sup> index. The primary contributor to performance versus the benchmark was security selection and an overweighting in the information technology sector, especially within the software & services industry. Security selection in communication services and an underweighting in energy also helped. The biggest individual contributor was an overweight position in Amazon.com (+76%). Amazon.com was among the fund's biggest holdings. The fund's non-benchmark stake in Okta gained 121% and helped our relative result. Another notable relative contributor was an outsized stake in Netflix (+67%), which was one of our largest holdings. In contrast, the primary detractor from performance versus the benchmark was an overweighting in health care. Also hampering the fund's relative result was stock selection and an underweighting in materials. Lastly, the fund's position in cash was a notable detractor. The biggest individual relative detractor was an underweight position in Apple (+82%), which was among our biggest holdings. A second notable relative detractor was our outsized stake in American Express (-21%), a position that was sold the past 12 months. Another notable relative detractor was an overweighting in Berkshire Hathaway (+2%), which was among the fund's largest holdings. Notable changes in positioning include decreased exposure to the financials sector and higher allocations to communication services and information technology.

*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 (Unaudited)

## Top Ten Stocks as of December 31, 2020

	% of fund's net assets
Microsoft Corp.	7.5
Amazon.com, Inc.	6.6
Apple, Inc.	5.5
Facebook, Inc. Class A	4.7
Alphabet, Inc. Class C	4.7
Salesforce.com, Inc.	3.3
UnitedHealth Group, Inc.	3.1
Netflix, Inc.	2.6
Berkshire Hathaway, Inc. Class B	2.6
Adobe, Inc.	1.9
	<u>42.5</u>

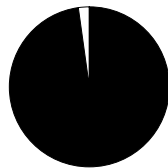
## Top Market Sectors as of December 31, 2020

	% of fund's net assets
Information Technology	36.4
Communication Services	14.4
Health Care	14.2
Consumer Discretionary	12.7
Financials	7.4
Consumer Staples	4.6
Industrials	4.6
Materials	1.7
Utilities	0.8
Real Estate	0.7

## Asset Allocation (% of fund's net assets)

As of December 31, 2020\*

■ Stocks	97.8%
□ Short-Term Investments and Net Other Assets (Liabilities)	2.2%



\* Foreign investments — 7.9%

# Schedule of Investments December 31, 2020

Showing Percentage of Net Assets

## Common Stocks – 97.6%

	Shares	Value
<b>COMMUNICATION SERVICES – 14.4%</b>		
<b>Entertainment – 4.1%</b>		
Activision Blizzard, Inc.	1,040,728	\$ 96,631,595
Electronic Arts, Inc.	480,000	68,928,000
Live Nation Entertainment, Inc. (a)	17,400	1,278,552
Netflix, Inc. (a)	1,030,004	556,954,063
Nintendo Co. Ltd.	8,700	5,584,890
Sea Ltd. ADR (a)	23,100	4,598,055
Spotify Technology SA (a)	49,397	15,543,260
Take-Two Interactive Software, Inc. (a)	426,000	88,518,540
The Walt Disney Co.	215,258	39,000,444
		<u>877,037,399</u>
<b>Interactive Media &amp; Services – 9.6%</b>		
Alphabet, Inc. Class C (a)	561,067	982,922,056
Facebook, Inc. Class A (a)	3,624,713	990,126,603
Match Group, Inc. (a)	76,261	11,529,901
Snap, Inc. Class A (a)	504,300	25,250,301
Tencent Holdings Ltd.	148,900	10,713,921
		<u>2,020,542,782</u>
<b>Media – 0.2%</b>		
Charter Communications, Inc. Class A (a)	59,952	39,661,246
Comcast Corp. Class A	253,300	13,272,920
		<u>52,934,166</u>
<b>Wireless Telecommunication Services – 0.5%</b>		
SoftBank Group Corp.	37,800	2,934,606
T-Mobile U.S., Inc.	688,626	92,861,216
		<u>95,795,822</u>
<b>TOTAL COMMUNICATION SERVICES</b>		<u>3,046,310,169</u>
<b>CONSUMER DISCRETIONARY – 12.7%</b>		
<b>Automobiles – 0.2%</b>		
BYD Co. Ltd. (H Shares)	153,000	4,010,294
Harley-Davidson, Inc.	71,700	2,631,390
Hyundai Motor Co.	45,600	8,044,064
Tesla, Inc. (a)	9,000	6,351,030
Toyota Motor Corp.	179,000	13,813,452
XPeng, Inc. ADR (a)	157,620	6,750,865
		<u>41,601,095</u>
<b>Diversified Consumer Services – 0.0%</b>		
New Oriental Education & Technology Group, Inc. sponsored ADR (a)	14,500	2,694,245
<b>Hotels, Restaurants &amp; Leisure – 0.4%</b>		
Airbnb, Inc. Class A	109,300	16,045,240
Chipotle Mexican Grill, Inc. (a)	26,685	37,004,356
Domino's Pizza, Inc.	15,900	6,097,014
DraftKings, Inc. Class A (a)	84,600	3,938,976
Evolution Gaming Group AB (b)	108,400	10,897,945
Hilton Worldwide Holdings, Inc.	23,900	2,659,114
Marriott International, Inc. Class A	21,300	2,809,896
Penn National Gaming, Inc. (a)	80,400	6,944,148
Starbucks Corp.	50,800	5,434,584
		<u>91,831,273</u>
<b>Household Durables – 0.6%</b>		
D.R. Horton, Inc.	945,200	65,143,184
Garmin Ltd.	114,646	13,718,540

	Shares	Value
Lennar Corp. Class A	228,960	\$ 17,453,621
Mohawk Industries, Inc. (a)	20,400	2,875,380
NVR, Inc. (a)	4,100	16,727,426
Sony Corp.	84,600	8,524,980
Whirlpool Corp.	12,400	2,238,076
		<u>126,681,207</u>
<b>Internet &amp; Direct Marketing Retail – 7.7%</b>		
Alibaba Group Holding Ltd. (a)	1,280,000	37,228,199
Alibaba Group Holding Ltd. sponsored ADR (a)	244,657	56,939,024
Amazon.com, Inc. (a)	426,602	1,389,412,852
Coupang unit (c) (d)	228,895	1,716,713
Doordash, Inc.	25,800	3,682,950
Doordash, Inc.	88,575	11,379,673
eBay, Inc.	1,597,600	80,279,400
Etsy, Inc. (a)	26,500	4,714,615
HelloFresh AG (a)	48,500	3,751,580
JD.com, Inc. Class A	455,400	20,056,920
Meituan Class B (a)	277,800	10,556,647
MercadoLibre, Inc. (a)	2,900	4,858,138
Pinduoduo, Inc. ADR (a)	8,100	1,439,127
Wayfair LLC Class A (a)	15,300	3,454,893
Zalando SE (a) (b)	25,600	2,847,526
ZOZO, Inc.	42,900	1,059,049
		<u>1,633,377,306</u>
<b>Multiline Retail – 0.7%</b>		
B&M European Value Retail SA	839,000	5,922,530
Dollar General Corp.	610,900	128,472,270
Target Corp.	8,000	1,412,240
		<u>135,807,040</u>
<b>Specialty Retail – 2.3%</b>		
AutoZone, Inc. (a)	13,300	15,766,352
Bed Bath & Beyond, Inc.	150,751	2,677,338
Best Buy Co., Inc.	669,900	66,849,321
Burlington Stores, Inc. (a)	5,300	1,386,215
Cazoo Holdings Ltd. (c) (d)	53,819	781,973
L Brands, Inc.	100,900	3,752,471
Lowe's Companies, Inc.	576,100	92,469,811
National Vision Holdings, Inc. (a)	28,000	1,268,120
O'Reilly Automotive, Inc. (a)	23,300	10,544,881
The Home Depot, Inc.	990,460	263,085,985
TJX Companies, Inc.	139,554	9,530,143
Tractor Supply Co.	115,800	16,279,164
Williams-Sonoma, Inc.	11,400	1,160,976
		<u>485,552,750</u>
<b>Textiles, Apparel &amp; Luxury Goods – 0.8%</b>		
adidas AG	12,349	4,492,627
Allbirds, Inc. (a) (c) (d)	130,840	1,512,510
Capri Holdings Ltd. (a)	34,700	1,457,400
Deckers Outdoor Corp. (a)	60,259	17,281,076
Kering SA	1,880	1,365,160
lululemon athletica, Inc. (a)	2,559	890,609
LVMH Moet Hennessy Louis Vuitton SE	2,049	1,282,677

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

## Schedule of Investments – continued

### Common Stocks – continued

	Shares	Value
<b>CONSUMER DISCRETIONARY – continued</b>		
<b>Textiles, Apparel &amp; Luxury Goods – continued</b>		
NIKE, Inc. Class B	962,730	\$ 136,197,413
Tapestry, Inc.	48,900	1,519,812
		<u>165,999,284</u>
<b>TOTAL CONSUMER DISCRETIONARY</b>		<u>2,683,544,200</u>
<b>CONSUMER STAPLES – 4.6%</b>		
<b>Beverages – 0.7%</b>		
Boston Beer Co., Inc. Class A (a)	7,600	7,556,604
Constellation Brands, Inc. Class A (sub. vtg.)	48,200	10,558,210
Monster Beverage Corp. (a)	107,500	9,941,600
PepsiCo, Inc.	800,170	118,665,211
The Coca-Cola Co.	139,300	7,639,212
		<u>154,360,837</u>
<b>Food &amp; Staples Retailing – 2.0%</b>		
Alimentation Couche-Tard, Inc. Class B (sub. vtg.)	120,000	4,089,559
Costco Wholesale Corp.	684,901	258,056,999
Walmart, Inc.	1,193,165	171,994,735
		<u>434,141,293</u>
<b>Food Products – 0.1%</b>		
The Hershey Co.	158,000	24,068,140
<b>Household Products – 0.9%</b>		
Clorox Co.	93,700	18,919,904
Colgate-Palmolive Co.	70,400	6,019,904
Procter & Gamble Co.	1,047,900	145,804,806
Reynolds Consumer Products, Inc.	319,568	9,599,823
Unicharm Corp.	15,600	739,094
		<u>181,083,531</u>
<b>Personal Products – 0.9%</b>		
Estee Lauder Companies, Inc. Class A	652,585	173,711,601
L'Oreal SA	19,100	7,287,647
		<u>180,999,248</u>
<b>TOTAL CONSUMER STAPLES</b>		<u>974,653,049</u>
<b>ENERGY – 0.3%</b>		
<b>Oil, Gas &amp; Consumable Fuels – 0.3%</b>		
Hess Corp.	84,363	4,453,523
Reliance Industries Ltd.	1,862,681	50,619,512
		<u>55,073,035</u>
<b>FINANCIALS – 7.4%</b>		
<b>Banks – 1.5%</b>		
Bank of America Corp.	2,807,747	85,102,812
HDFC Bank Ltd. sponsored ADR (a)	70,600	5,101,556
JPMorgan Chase & Co.	1,639,139	208,285,393
Kotak Mahindra Bank Ltd. (a)	207,300	5,662,733
M&T Bank Corp.	77,500	9,865,750
Royal Bank of Canada	48,900	4,017,952
		<u>318,036,196</u>
<b>Capital Markets – 2.6%</b>		
BlackRock, Inc. Class A	115,100	83,049,254
MarketAxess Holdings, Inc.	51,300	29,269,728
Moody's Corp.	288,200	83,647,168

	Shares	Value
Morgan Stanley	1,003,100	\$ 68,742,443
MSCI, Inc.	343,128	153,216,946
NASDAQ, Inc.	9,300	1,234,482
Nordnet AB	400,000	6,238,777
S&P Global, Inc.	349,200	114,792,516
		<u>540,191,314</u>
<b>Consumer Finance – 0.0%</b>		
Capital One Financial Corp.	40,300	3,983,655
<b>Diversified Financial Services – 2.6%</b>		
Berkshire Hathaway, Inc. Class B (a)	2,380,188	551,894,192
<b>Insurance – 0.7%</b>		
Admiral Group PLC	393,373	15,632,466
American International Group, Inc.	188,900	7,151,754
Arthur J. Gallagher & Co.	21,400	2,647,394
Chubb Ltd.	50,600	7,788,352
Direct Line Insurance Group PLC	309,000	1,347,958
GoHealth, Inc. (a)	81,734	1,116,486
Intact Financial Corp.	22,500	2,664,153
Intact Financial Corp. rights 12/31/21 (a) (c) (d)	27,100	2,863,501
Progressive Corp.	1,012,700	100,135,776
Selectquote, Inc. (e)	45,721	948,711
The Travelers Companies, Inc.	45,700	6,414,909
		<u>148,711,460</u>
<b>Thriffs &amp; Mortgage Finance – 0.0%</b>		
Rocket Cos., Inc. (a) (e)	40,700	822,954
<b>TOTAL FINANCIALS</b>		<u>1,563,639,771</u>
<b>HEALTH CARE – 14.2%</b>		
<b>Biotechnology – 2.5%</b>		
AbbVie, Inc.	1,184,207	126,887,780
Accelaron Pharma, Inc. (a)	45,222	5,785,703
Allovir, Inc. (a)	71,000	2,729,240
Alnylam Pharmaceuticals, Inc. (a)	24,600	3,197,262
Argenx SE ADR (a)	22,800	6,705,252
Ascendis Pharma A/S sponsored ADR (a)	7,700	1,284,206
BeiGene Ltd. ADR (a)	7,900	2,041,281
Biohaven Pharmaceutical Holding Co. Ltd. (a)	15,900	1,362,789
BioNTech SE ADR (a) (e)	20,000	1,630,400
CSL Ltd.	1,400	305,645
Exact Sciences Corp. (a)	9,300	1,232,157
Genmab A/S (a)	12,100	4,906,476
Idorsia Ltd. (a)	417,793	12,056,365
Innovent Biologics, Inc. (a) (b)	1,185,000	12,541,745
Kodiak Sciences, Inc. (a)	21,800	3,202,638
Kymera Therapeutics, Inc. (a)	19,400	1,202,800
Mirati Therapeutics, Inc. (a)	44,770	9,833,283
Regeneron Pharmaceuticals, Inc. (a)	350,825	169,487,066
Relay Therapeutics, Inc. (a)	49,200	2,044,752
Replimune Group, Inc. (a)	124,900	4,764,935
Sarepta Therapeutics, Inc. (a)	7,700	1,312,773
Seagen, Inc. (a)	75,128	13,157,918
Seer, Inc.	21,900	1,229,466
Turning Point Therapeutics, Inc. (a)	63,847	7,779,757
Vertex Pharmaceuticals, Inc. (a)	501,385	118,497,331

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



## Common Stocks – continued

	Shares	Value
<b>HEALTH CARE – continued</b>		
<b>Biotechnology – continued</b>		
Zai Lab Ltd. (a)	74,700	\$ 9,962,182
Zai Lab Ltd. ADR (a)	66,313	8,974,801
		<u>534,116,003</u>
<b>Health Care Equipment &amp; Supplies – 4.3%</b>		
Abbott Laboratories	1,035,671	113,395,618
Alcon, Inc. (a)	18,800	1,240,424
Danaher Corp.	1,215,163	269,936,309
DexCom, Inc. (a)	229,642	84,903,240
Edwards Lifesciences Corp. (a)	1,021,928	93,230,491
Envista Holdings Corp. (a)	130,200	4,391,646
Hologic, Inc. (a)	590,600	43,013,398
Intuitive Surgical, Inc. (a)	184,730	151,127,613
Masimo Corp. (a)	92,518	24,829,981
Medtronic PLC	77,000	9,019,780
Quidel Corp. (a)	44,300	7,958,495
ResMed, Inc.	339,590	72,183,250
Sonova Holding AG Class B	15,305	3,980,733
Stryker Corp.	22,300	5,464,392
Venus MedTech Hangzhou, Inc. (H Shares) (a) (b)	577,500	5,888,638
West Pharmaceutical Services, Inc.	75,600	21,418,236
		<u>911,982,244</u>
<b>Health Care Providers &amp; Services – 3.8%</b>		
Anthem, Inc.	19,700	6,325,473
Cigna Corp.	191,200	39,804,016
Guardant Health, Inc. (a)	31,264	4,029,304
Henry Schein, Inc. (a)	75,000	5,014,500
Humana, Inc.	136,900	56,165,963
Laboratory Corp. of America Holdings (a)	159,900	32,547,645
Owens & Minor, Inc.	165,400	4,474,070
Patterson Companies, Inc.	338,397	10,026,703
UnitedHealth Group, Inc.	1,863,040	653,330,867
		<u>811,718,541</u>
<b>Health Care Technology – 0.2%</b>		
Change Healthcare, Inc. (a)	30,798	574,383
Veeva Systems, Inc. Class A (a)	111,743	30,422,032
		<u>30,996,415</u>
<b>Life Sciences Tools &amp; Services – 1.5%</b>		
10X Genomics, Inc. (a)	30,771	4,357,174
Adaptive Biotechnologies Corp. (a)	105,770	6,254,180
Agilent Technologies, Inc.	10,500	1,244,145
Bio-Rad Laboratories, Inc. Class A (a)	52,630	30,680,132
Charles River Laboratories International, Inc. (a)	47,532	11,876,346
Eurofins Scientific SA (a)	118,230	9,912,621
IQVIA Holdings, Inc. (a)	68,226	12,224,052
Mettler-Toledo International, Inc. (a)	16,700	19,032,656
PerkinElmer, Inc.	126,200	18,109,700
Sartorius Stedim Biotech	25,406	9,038,044
Thermo Fisher Scientific, Inc.	403,168	187,787,591
WuXi AppTec Co. Ltd. (H Shares) (b)	396,200	7,757,955
		<u>318,274,596</u>
<b>Pharmaceuticals – 1.9%</b>		
AstraZeneca PLC sponsored ADR	617,017	30,844,680
Bristol-Myers Squibb Co.	243,747	15,119,626
Eli Lilly & Co.	606,934	102,474,737

	Shares	Value
Hansoh Pharmaceutical Group Co. Ltd. (a) (b)	1,574,000	\$ 7,634,025
Horizon Therapeutics PLC (a)	348,700	25,507,405
Jazz Pharmaceuticals PLC (a)	83,418	13,768,141
Merck & Co., Inc.	150,815	12,336,667
Roche Holding AG (participation certificate)	116,000	40,402,634
Royalty Pharma PLC	700,000	35,035,000
Supernus Pharmaceuticals, Inc. (a)	38,894	978,573
UCB SA	67,100	6,925,055
Zoetis, Inc. Class A	615,296	101,831,488
		<u>392,858,031</u>
<b>TOTAL HEALTH CARE</b>		<u>2,999,945,830</u>
<b>INDUSTRIALS – 4.5%</b>		
<b>Aerospace &amp; Defense – 0.1%</b>		
Axon Enterprise, Inc. (a)	11,500	1,409,095
HEICO Corp. Class A	60,100	7,035,306
Lockheed Martin Corp.	17,600	6,247,648
		<u>14,692,049</u>
<b>Air Freight &amp; Logistics – 0.5%</b>		
C.H. Robinson Worldwide, Inc.	103,706	9,734,882
United Parcel Service, Inc. Class B	568,800	95,785,920
		<u>105,520,802</u>
<b>Airlines – 0.2%</b>		
Ryanair Holdings PLC sponsored ADR (a)	9,700	1,066,806
Southwest Airlines Co.	949,090	44,237,085
		<u>45,303,891</u>
<b>Building Products – 1.1%</b>		
Carrier Global Corp.	1,084,200	40,896,024
Fortune Brands Home & Security, Inc.	881,932	75,599,211
The AZEK Co., Inc.	61,800	2,376,210
Toto Ltd.	654,500	39,299,792
Trane Technologies PLC	519,475	75,406,991
		<u>233,578,228</u>
<b>Commercial Services &amp; Supplies – 0.2%</b>		
Cintas Corp.	70,125	24,786,383
Clean TeQ Holdings Ltd. (a)	62,344	12,016
Copart, Inc. (a)	118,300	15,053,675
		<u>39,852,074</u>
<b>Electrical Equipment – 0.5%</b>		
Acuity Brands, Inc.	53,505	6,478,920
AMETEK, Inc.	132,600	16,036,644
Rockwell Automation, Inc.	75,000	18,810,750
Vestas Wind Systems A/S	300,952	71,093,727
		<u>112,420,041</u>
<b>Industrial Conglomerates – 0.4%</b>		
General Electric Co.	1,939,221	20,943,587
Honeywell International, Inc.	5,900	1,254,930
Roper Technologies, Inc.	123,700	53,325,833
		<u>75,524,350</u>
<b>Machinery – 0.6%</b>		
Cummins, Inc.	90,000	20,439,000
Deere & Co.	100,800	27,120,240
Fortive Corp.	57,311	4,058,765
IDEX Corp.	22,300	4,442,160
Illinois Tool Works, Inc.	54,727	11,157,741

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

## Schedule of Investments – continued

### Common Stocks – continued

	Shares	Value
<b>INDUSTRIALS – continued</b>		
<b>Machinery – continued</b>		
Ingersoll Rand, Inc. (a)	98,600	\$ 4,492,216
Otis Worldwide Corp.	610,800	41,259,540
PACCAR, Inc.	144,600	12,476,088
Pentair PLC	23,900	1,268,851
		<u>126,714,601</u>
<b>Professional Services – 0.5%</b>		
Clarivate Analytics PLC (a)	1,074,045	31,909,877
CoStar Group, Inc. (a)	26,716	24,693,064
Equifax, Inc.	7,000	1,349,880
Experian PLC	302,233	11,481,422
Verisk Analytics, Inc.	107,800	22,378,202
		<u>91,812,445</u>
<b>Road &amp; Rail – 0.4%</b>		
Canadian Pacific Railway Ltd.	82,000	28,443,287
Old Dominion Freight Lines, Inc.	129,800	25,334,364
Uber Technologies, Inc. (a)	98,200	5,008,200
Union Pacific Corp.	146,572	30,519,222
		<u>89,305,073</u>
<b>Trading Companies &amp; Distributors – 0.0%</b>		
Fastenal Co.	52,100	2,544,043
W.W. Grainger, Inc.	9,400	3,838,396
		<u>6,382,439</u>
<b>TOTAL INDUSTRIALS</b>		<u>941,105,993</u>
<b>INFORMATION TECHNOLOGY – 36.3%</b>		
<b>Electronic Equipment &amp; Components – 0.9%</b>		
Amphenol Corp. Class A	1,073,198	140,342,102
Keysight Technologies, Inc. (a)	115,200	15,216,768
Samsung SDI Co. Ltd.	20,500	11,828,318
Vontier Corp. (a)	85,682	2,861,779
Zebra Technologies Corp. Class A (a)	24,830	9,542,914
		<u>179,791,881</u>
<b>IT Services – 7.7%</b>		
Accenture PLC Class A	576,097	150,482,297
Adyen BV (a)(b)	30,157	70,071,049
Booz Allen Hamilton Holding Corp. Class A	300,000	26,154,000
Edenred SA	20,533	1,164,155
EPAM Systems, Inc. (a)	63,726	22,836,212
MasterCard, Inc. Class A	832,540	297,166,828
MongoDB, Inc. Class A (a)	378,798	136,003,634
Okta, Inc. (a)	1,410,273	358,576,013
PayPal Holdings, Inc. (a)	873,044	204,466,905
Shopify, Inc. Class A (a)	63,100	71,250,603
Snowflake Computing, Inc. (e)	65,100	18,319,140
Snowflake Computing, Inc. Class B	13,478	3,603,074
Square, Inc. (a)	119,300	25,964,452
Twilio, Inc. Class A (a)	77,800	26,335,300
Visa, Inc. Class A	1,025,927	224,401,013
Wix.com Ltd. (a)	3,100	774,876
		<u>1,637,569,551</u>
<b>Semiconductors &amp; Semiconductor Equipment – 6.0%</b>		
Advanced Micro Devices, Inc. (a)	1,423,239	130,525,249
Analog Devices, Inc.	134,039	19,801,581

	Shares	Value
Applied Materials, Inc.	157,900	\$ 13,626,770
ASML Holding NV	155,999	76,083,832
Broadcom, Inc.	111,400	48,776,490
Enphase Energy, Inc. (a)	85,036	14,921,267
First Solar, Inc. (a)	43,100	4,263,452
Inphi Corp. (a)	7,600	1,219,572
KLA-Tencor Corp.	267,108	69,156,932
Lam Research Corp.	343,651	162,296,058
Lattice Semiconductor Corp. (a)	253,900	11,633,698
Marvell Technology Group Ltd.	355,000	16,876,700
MaxLinear, Inc. Class A (a)	14,300	546,117
Microchip Technology, Inc.	9,300	1,284,423
Monolithic Power Systems, Inc.	4,100	1,501,543
NVIDIA Corp.	623,760	325,727,472
NXP Semiconductors NV	93,458	14,860,757
Qorvo, Inc. (a)	158,300	26,320,541
Qualcomm, Inc.	1,541,417	234,819,466
Semtech Corp. (a)	164,689	11,872,430
Skyworks Solutions, Inc.	182,300	27,870,024
Synaptics, Inc. (a)	238,574	22,998,534
Taiwan Semiconductor Manufacturing Co. Ltd. sponsored ADR	166,700	18,176,968
Texas Instruments, Inc.	124,300	20,401,359
		<u>1,275,561,235</u>
<b>Software – 16.1%</b>		
Adobe, Inc. (a)	806,953	403,573,334
ANSYS, Inc. (a)	70,300	25,575,140
Atlassian Corp. PLC (a)	768,975	179,840,183
Autodesk, Inc. (a)	8,900	2,717,526
C3Ai, Inc. (e)	20,900	2,899,875
Cadence Design Systems, Inc. (a)	273,926	37,371,724
Ceridian HCM Holding, Inc. (a)	43,400	4,624,704
Cloudflare, Inc. (a)	220,500	16,755,795
Coupa Software, Inc. (a)	315,060	106,776,985
CrowdStrike Holdings, Inc. (a)	22,300	4,723,586
Datadog, Inc. Class A (a)	159,006	15,652,551
DocuSign, Inc. (a)	5,200	1,155,960
Dropbox, Inc. Class A (a)	334,731	7,427,681
Duck Creek Technologies, Inc. (a)	8,500	368,050
Dynatrace, Inc. (a)	186,466	8,068,384
Epic Games, Inc. (c)(d)	18,849	10,838,175
Fair Isaac Corp. (a)	2,600	1,328,704
Fortinet, Inc. (a)	403,836	59,981,761
Intuit, Inc.	194,032	73,703,055
Microsoft Corp.	7,104,031	1,580,078,570
Nuance Communications, Inc. (a)	120,800	5,326,072
Palo Alto Networks, Inc. (a)	10,000	3,553,900
Paycom Software, Inc. (a)	6,800	3,075,300
Rapid7, Inc. (a)	16,800	1,514,688
RingCentral, Inc. (a)	56,862	21,548,992
Salesforce.com, Inc. (a)	3,112,238	692,566,322
ServiceNow, Inc. (a)	174,700	96,160,121
Slack Technologies, Inc. Class A (a)	294,400	12,435,456
SVMK, Inc. (a)	75,000	1,916,250
Synopsys, Inc. (a)	65,600	17,006,144
Tanium, Inc. Class B (a)(c)(d)	350,002	3,988,343
Tenable Holdings, Inc. (a)	31,700	1,656,642

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

## Common Stocks – continued

	Shares	Value
<b>INFORMATION TECHNOLOGY – continued</b>		
<b>Software – continued</b>		
Xero Ltd. (a)	38,300	\$ 4,335,211
Zoom Video Communications, Inc. Class A (a)	2,162	729,286
Zscaler, Inc. (a)	15,400	3,075,534
		<u>3,412,350,004</u>
<b>Technology Hardware, Storage &amp; Peripherals – 5.6%</b>		
Apple, Inc.	8,733,000	1,158,781,770
Dell Technologies, Inc. (a)	27,800	2,037,462
Samsung Electronics Co. Ltd.	195,500	14,549,272
		<u>1,175,368,504</u>
<b>TOTAL INFORMATION TECHNOLOGY</b>		<u>7,680,641,175</u>
<b>MATERIALS – 1.7%</b>		
<b>Chemicals – 0.7%</b>		
Air Products & Chemicals, Inc.	37,671	10,292,471
FMC Corp.	10,000	1,149,300
LG Chemical Ltd.	4,266	3,229,665
Sherwin-Williams Co.	177,079	130,137,128
Westlake Chemical Corp.	20,300	1,656,480
		<u>146,465,044</u>
<b>Containers &amp; Packaging – 0.0%</b>		
Silgan Holdings, Inc.	198,629	7,365,163
WestRock Co.	64,400	2,803,332
		<u>10,168,495</u>
<b>Metals &amp; Mining – 1.0%</b>		
Agnico Eagle Mines Ltd. (Canada)	107,000	7,530,937
Barrick Gold Corp. (Canada)	1,893,009	43,127,709
Franco-Nevada Corp.	748,100	93,799,010
Freeport-McMoRan, Inc.	578,300	15,047,366
Gatos Silver, Inc.	306,900	3,998,907
Ivanhoe Mines Ltd. (a)	77,100	415,513
Kirkland Lake Gold Ltd.	331,064	13,680,546
Lundin Gold, Inc. (a)	360,100	3,092,068
Newcrest Mining Ltd.	131,231	2,608,228
Newmont Corp.	347,400	20,805,786
Northern Star Resources Ltd.	231,700	2,266,803
		<u>206,372,873</u>
<b>TOTAL MATERIALS</b>		<u>363,006,412</u>
<b>REAL ESTATE – 0.7%</b>		
<b>Equity Real Estate Investment Trusts (REITs) – 0.7%</b>		
American Tower Corp.	403,838	90,645,477
Equity Commonwealth	176,700	4,820,376
Prologis (REIT), Inc.	121,536	12,112,278
SBA Communications Corp. Class A	158,600	44,745,818
Simon Property Group, Inc.	26,900	2,294,032
		<u>154,617,981</u>
<b>UTILITIES – 0.8%</b>		
<b>Electric Utilities – 0.8%</b>		
Iberdrola SA	192,843	2,756,364

	Shares	Value
NextEra Energy, Inc.	1,791,588	\$ 138,221,014
PG&E Corp. (a)	1,645,600	20,504,176
		<u>161,481,554</u>
<b>Independent Power and Renewable Electricity Producers – 0.0%</b>		
The AES Corp.	164,909	3,875,362
<b>TOTAL UTILITIES</b>		<u>165,356,916</u>
<b>TOTAL COMMON STOCKS</b>		
(Cost \$10,494,264,558)		<b>20,627,894,531</b>

## Preferred Stocks – 0.2%

<b>Convertible Preferred Stocks – 0.2%</b>		
<b>CONSUMER DISCRETIONARY – 0.0%</b>		
<b>Internet &amp; Direct Marketing Retail – 0.0%</b>		
Zomato Pvt Ltd. Series J7 (c) (d)	489	2,009,664
<b>Specialty Retail – 0.0%</b>		
Fanatics, Inc. Series E (c) (d)	153,481	2,653,686
<b>Textiles, Apparel &amp; Luxury Goods – 0.0%</b>		
Allbirds, Inc.:		
Series A (a) (c) (d)	51,640	596,958
Series B (a) (c) (d)	9,070	104,849
Series C (a) (c) (d)	86,705	1,002,310
Series Seed (a) (c) (d)	27,745	320,732
		<u>2,024,849</u>
<b>TOTAL CONSUMER DISCRETIONARY</b>		<u>6,688,199</u>
<b>INDUSTRIALS – 0.1%</b>		
<b>Aerospace &amp; Defense – 0.1%</b>		
Space Exploration Technologies Corp. Series N (c) (d)	39,568	10,683,360
<b>Air Freight &amp; Logistics – 0.0%</b>		
Zipline International, Inc. Series E (c) (d)	132,331	4,317,881
<b>TOTAL INDUSTRIALS</b>		<u>15,001,241</u>
<b>INFORMATION TECHNOLOGY – 0.1%</b>		
<b>IT Services – 0.1%</b>		
ByteDance Ltd. Series E1 (c) (d)	60,761	6,657,837
<b>Software – 0.0%</b>		
Nuro, Inc. Series C (c) (d)	305,791	3,991,979
<b>TOTAL INFORMATION TECHNOLOGY</b>		<u>10,649,816</u>
<b>TOTAL CONVERTIBLE PREFERRED STOCKS</b>		
		<u>32,339,256</u>
<b>Nonconvertible Preferred Stocks – 0.0%</b>		
<b>CONSUMER DISCRETIONARY – 0.0%</b>		
<b>Specialty Retail – 0.0%</b>		
Cazoo Holdings Ltd.:		
Series A (c) (d)	1,757	25,529
Series B (c) (d)	30,761	446,948

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

## Schedule of Investments – continued

### Preferred Stocks – continued

	Shares	Value
Nonconvertible Preferred Stocks – continued		
CONSUMER DISCRETIONARY – continued		
Specialty Retail – continued		
Cazoo Holdings Ltd.: – continued		
Series C (c) (d)	624	\$ 9,067
Series D (c) (d)	109,890	1,596,667
		<u>2,078,211</u>

### TOTAL PREFERRED STOCKS

(Cost \$34,178,397)

**34,417,467**

### Money Market Funds – 2.3%

Fidelity Cash Central Fund 0.11% (f)	472,999,997	473,094,597
Fidelity Securities Lending Cash Central Fund 0.11% (f) (g)	9,401,616	<u>9,402,556</u>

### TOTAL MONEY MARKET FUNDS

(Cost \$482,492,245)

**482,497,153**

### TOTAL INVESTMENT IN SECURITIES – 100.1%

(Cost \$11,010,935,200)

**21,144,809,151**

### NET OTHER ASSETS (LIABILITIES) – (0.1)%

**(13,143,465)**

### NET ASSETS – 100%

**\$21,131,665,686**

Security	Acquisition Date	Acquisition Cost
Cazoo Holdings Ltd.	9/30/20	\$ 737,857
Cazoo Holdings Ltd. Series A	9/30/20	\$ 24,088
Cazoo Holdings Ltd. Series B	9/30/20	\$ 421,732
Cazoo Holdings Ltd. Series C	9/30/20	\$ 8,555
Cazoo Holdings Ltd. Series D	9/30/20	\$ 1,506,588
Coupang unit	6/12/20	\$ 1,716,713
Epic Games, Inc.	7/13/20 – 7/30/20	\$ 10,838,175
Fanatics, Inc. Series E	8/13/20	\$ 2,653,686
Intact Financial Corp. rights 12/31/21	11/13/20	\$ 2,773,512
Nuro, Inc. Series C	10/30/20	\$ 3,991,979
Space Exploration Technologies Corp. Series N	8/4/20	\$ 10,683,360
Tanium, Inc. Class B	9/18/20	\$ 3,988,343
Zipline International, Inc. Series E	12/21/20	\$ 4,317,881
Zomato Pvt Ltd. Series J7	12/9/20	\$ 1,991,683

### Legend

- (a) Non-income producing
- (b) Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be resold in transactions exempt from registration, normally to qualified institutional buyers. At the end of the period, the value of these securities amounted to \$117,638,883 or 0.6% of net assets.
- (c) Restricted securities (including private placements) – Investment in securities not registered under the Securities Act of 1933 (excluding 144A issues). At the end of the period, the value of restricted securities (excluding 144A issues) amounted to \$56,118,682 or 0.3% of net assets.
- (d) Level 3 security
- (e) Security or a portion of the security is on loan at period end.
- (f) 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.
- (g) Investment made with cash collateral received from securities on loan.

Additional information on each restricted holding is as follows:

Security	Acquisition Date	Acquisition Cost
Allbirds, Inc.	10/9/18	\$ 1,434,943
Allbirds, Inc. Series A	10/9/18	\$ 566,344
Allbirds, Inc. Series B	10/9/18	\$ 99,472
Allbirds, Inc. Series C	10/9/18	\$ 950,908
Allbirds, Inc. Series Seed	10/9/18	\$ 304,284
ByteDance Ltd. Series E1	11/18/20	\$ 6,657,837

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

## Affiliated Central Funds

Information regarding fiscal year to date income earned by the Fund from investments in Fidelity Central Funds is as follows:

Fund	Income earned
Fidelity Cash Central Fund	\$ 1,222,987
Fidelity Securities Lending Cash Central Fund	171,766
Total	<u>\$ 1,394,753</u>

Amounts in the 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.

## Investment Valuation

The following is a summary of the inputs used, as of December 31, 2020, 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
<u>Investments in Securities:</u>				
<u>Equities:</u>				
Communication Services	\$ 3,046,310,169	\$ 3,027,076,752	\$ 19,233,417	\$ —
Consumer Discretionary	2,692,310,610	2,565,257,425	114,275,579	12,777,606
Consumer Staples	974,653,049	967,365,402	7,287,647	—
Energy	55,073,035	55,073,035	—	—
Financials	1,563,639,771	1,554,537,493	6,238,777	2,863,501
Health Care	2,999,945,830	2,928,637,440	71,308,390	—
Industrials	956,107,234	858,530,844	82,575,149	15,001,241
Information Technology	7,691,290,991	7,592,140,534	73,674,123	25,476,334
Materials	363,006,412	363,006,412	—	—
Real Estate	154,617,981	154,617,981	—	—
Utilities	165,356,916	165,356,916	—	—
Money Market Funds	482,497,153	482,497,153	—	—
<u>Total Investments in Securities:</u>	<u>\$21,144,809,151</u>	<u>\$20,714,097,387</u>	<u>\$374,593,082</u>	<u>\$56,118,682</u>

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

# Financial Statements

## Statement of Assets and Liabilities

December 31, 2020

### Assets

Investment in securities, at value (including securities loaned of \$8,768,040) — See accompanying schedule:

Unaffiliated issuers (cost \$10,528,442,955)	\$ 20,662,311,998	
Fidelity Central Funds (cost \$482,492,245)	<u>482,497,153</u>	
Total Investment in Securities (cost \$11,010,935,200)		\$ 21,144,809,151
Cash		69,934
Foreign currency held at value (cost \$12,500)		12,500
Receivable for investments sold		10,473,789
Receivable for fund shares sold		7,866,540
Dividends receivable		6,704,679
Distributions receivable from Fidelity Central Funds		65,351
Prepaid expenses		24,467
Other receivables		<u>1,402,192</u>
<b>Total assets</b>		<u>21,171,428,603</u>

### Liabilities

Payable for investments purchased	\$ 4,169,407	
Payable for fund shares redeemed	9,466,730	
Accrued management fee	9,185,190	
Distribution and service plan fees payable	1,864,147	
Other affiliated payables	1,390,999	
Other payables and accrued expenses	4,288,544	
Collateral on securities loaned	<u>9,397,900</u>	
<b>Total liabilities</b>		<u>39,762,917</u>

**Net Assets** \$ 21,131,665,686

Net Assets consist of:

Paid in capital	\$ 10,029,816,159
Total accumulated earnings (loss)	<u>11,101,849,527</u>
<b>Net Assets</b>	<u>\$ 21,131,665,686</u>

### Net Asset Value and Maximum Offering Price

**Initial Class:**  
**Net Asset Value**, offering price and redemption price per share (\$8,916,447,470 ÷ 185,120,494 shares) \$ 48.17

**Service Class:**  
**Net Asset Value**, offering price and redemption price per share (\$1,734,783,066 ÷ 36,223,508 shares) \$ 47.89

**Service Class 2:**  
**Net Asset Value**, offering price and redemption price per share (\$8,379,335,108 ÷ 179,320,959 shares) \$ 46.73

**Investor Class:**  
**Net Asset Value**, offering price and redemption price per share (\$2,101,100,042 ÷ 43,932,497 shares) \$ 47.83

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

## Statement of Operations

		Year ended December 31, 2020
<b>Investment Income</b>		
Dividends		\$ 143,997,948
Income from Fidelity Central Funds (including \$171,766 from security lending)		1,394,753
<b>Total income</b>		<u>145,392,701</u>
<b>Expenses</b>		
Management fee	\$ 99,946,199	
Transfer agent fees	13,392,370	
Distribution and service plan fees	20,891,257	
Accounting fees	1,648,077	
Custodian fees and expenses	258,912	
Independent trustees' fees and expenses	106,275	
Audit	76,971	
Legal	41,463	
Miscellaneous	741,756	
Total expenses before reductions	<u>137,103,280</u>	
Expense reductions	<u>(567,673)</u>	
Total expenses after reductions		<u>136,535,607</u>
<b>Net investment income (loss)</b>		<u>8,857,094</u>
<b>Realized and Unrealized Gain (Loss)</b>		
Net realized gain (loss) on:		
Investment securities:		
Unaffiliated issuers (net of foreign taxes of \$1,845,216)	992,683,560	
Fidelity Central Funds	(4,343)	
Foreign currency transactions	<u>(284,128)</u>	
Total net realized gain (loss)		992,395,089
Change in net unrealized appreciation (depreciation) on:		
Investment securities:		
Unaffiliated issuers (net of decrease in deferred foreign taxes of \$1,233,328)	4,065,906,100	
Assets and liabilities in foreign currencies	<u>162,416</u>	
Total change in net unrealized appreciation (depreciation)		<u>4,066,068,516</u>
<b>Net gain (loss)</b>		<u>5,058,463,605</u>
<b>Net increase (decrease) in net assets resulting from operations</b>		<u>\$ 5,067,320,699</u>

## Statement of Changes in Net Assets

	Year ended December 31, 2020	Year ended December 31, 2019
<b>Increase (Decrease) in Net Assets</b>		
Operations		
Net investment income (loss)	\$ 8,857,094	\$ 63,308,078
Net realized gain (loss)	992,395,089	245,013,168
Change in net unrealized appreciation (depreciation)	<u>4,066,068,516</u>	<u>4,446,153,621</u>
<b>Net increase (decrease) in net assets resulting from operations</b>	<u>5,067,320,699</u>	<u>4,754,474,867</u>
Distributions to shareholders	<u>(130,357,635)</u>	<u>(2,102,317,791)</u>
Share transactions – net increase (decrease)	<u>(1,972,663,336)</u>	<u>(432,541,997)</u>
<b>Total increase (decrease) in net assets</b>	<u>2,964,299,728</u>	<u>2,219,615,079</u>
<b>Net Assets</b>		
Beginning of period	<u>18,167,365,958</u>	<u>15,947,750,879</u>
End of period	<u>\$ 21,131,665,686</u>	<u>\$ 18,167,365,958</u>

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

# Financial Highlights

## VIP Contrafund Portfolio Initial Class

Years ended December 31, Selected Per-Share Data	2020	2019	2018	2017	2016
Net asset value, beginning of period	\$ 37.17	\$ 32.13	\$ 37.94	\$ 33.18	\$ 33.91
Income from Investment Operations					
Net investment income (loss) <sup>A</sup>	.07	.16	.23	.35	.33
Net realized and unrealized gain (loss)	11.24	9.15	(2.50)	6.69	1.85
Total from investment operations	11.31	9.31	(2.27)	7.04	2.18
Distributions from net investment income	(.10)	(.16)	(.26)	(.36)	(.26)
Distributions from net realized gain	(.21)	(4.11)	(3.28)	(1.91)	(2.65)
Total distributions	(.31)	(4.27)	(3.54)	(2.28) <sup>B</sup>	(2.91)
Net asset value, end of period	\$ 48.17	\$ 37.17	\$ 32.13	\$ 37.94	\$ 33.18
<b>Total Return</b> <sup>C,D</sup>	30.57%	31.58%	(6.38)%	21.88%	8.04%
<b>Ratios to Average Net Assets</b> <sup>E,F</sup>					
Expenses before reductions	.61%	.61%	.62%	.62%	.63%
Expenses net of fee waivers, if any	.61%	.61%	.62%	.62%	.63%
Expenses net of all reductions	.61%	.61%	.61%	.62%	.62%
Net investment income (loss)	.17%	.48%	.64%	.98%	1.04%
<b>Supplemental Data</b>					
Net assets, end of period (000 omitted)	\$ 8,916,447	\$ 6,919,369	\$ 6,240,295	\$ 7,609,925	\$ 6,962,430
Portfolio turnover rate <sup>G</sup>	39%	37% <sup>H</sup>	111% <sup>H</sup>	70%	62%

<sup>A</sup> Calculated based on average shares outstanding during the period.

<sup>B</sup> Total distributions per share do not sum due to rounding.

<sup>C</sup> Total returns do not reflect charges attributable to your insurance company's separate account. Inclusion of these charges would reduce the total returns shown.

<sup>D</sup> Total returns would have been lower if certain expenses had not been reduced during the applicable periods shown.

<sup>E</sup> 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.

<sup>F</sup> 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.

<sup>G</sup> Amount does not include the portfolio activity of any underlying mutual funds or exchange-traded funds (ETFs).

<sup>H</sup> Portfolio turnover rate excludes securities received or delivered in-kind.

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



## VIP Contrafund Portfolio Service Class

Years ended December 31, Selected Per-Share Data	2020	2019	2018	2017	2016
Net asset value, beginning of period	\$ 36.96	\$ 31.97	\$ 37.77	\$ 33.04	\$ 33.79
Income from Investment Operations					
Net investment income (loss) <sup>A</sup>	.03	.13	.19	.31	.29
Net realized and unrealized gain (loss)	11.17	9.10	(2.48)	6.66	1.84
Total from investment operations	11.20	9.23	(2.29)	6.97	2.13
Distributions from net investment income	(.06)	(.13)	(.22)	(.33)	(.23)
Distributions from net realized gain	(.21)	(4.11)	(3.28)	(1.91)	(2.65)
Total distributions	(.27)	(4.24)	(3.51) <sup>B</sup>	(2.24)	(2.88)
Net asset value, end of period	\$ 47.89	\$ 36.96	\$ 31.97	\$ 37.77	\$ 33.04
<b>Total Return</b> <sup>C,D</sup>	30.43%	31.45%	(6.49)%	21.76%	7.91%
<b>Ratios to Average Net Assets</b> <sup>E,F</sup>					
Expenses before reductions	.71%	.71%	.72%	.72%	.73%
Expenses net of fee waivers, if any	.71%	.71%	.72%	.72%	.73%
Expenses net of all reductions	.71%	.71%	.71%	.72%	.72%
Net investment income (loss)	.07%	.38%	.54%	.88%	.94%
<b>Supplemental Data</b>					
Net assets, end of period (000 omitted)	\$ 1,734,783	\$ 1,493,164	\$ 1,324,859	\$ 1,569,798	\$ 1,428,793
Portfolio turnover rate <sup>G</sup>	39%	37% <sup>H</sup>	111% <sup>H</sup>	70%	62%

<sup>A</sup> Calculated based on average shares outstanding during the period.

<sup>B</sup> Total distributions per share do not sum due to rounding.

<sup>C</sup> Total returns do not reflect charges attributable to your insurance company's separate account. Inclusion of these charges would reduce the total returns shown.

<sup>D</sup> Total returns would have been lower if certain expenses had not been reduced during the applicable periods shown.

<sup>E</sup> 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.

<sup>F</sup> 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.

<sup>G</sup> Amount does not include the portfolio activity of any underlying mutual funds or exchange-traded funds (ETFs).

<sup>H</sup> Portfolio turnover rate excludes securities received or delivered in-kind.

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

## Financial Highlights – continued

### VIP Contrafund Portfolio Service Class 2

Years ended December 31, Selected Per-Share Data	2020	2019	2018	2017	2016
Net asset value, beginning of period	\$ 36.10	\$ 31.31	\$ 37.05	\$ 32.45	\$ 33.25
Income from Investment Operations					
Net investment income (loss) <sup>A</sup>	(.03)	.08	.14	.25	.24
Net realized and unrealized gain (loss)	10.90	8.89	(2.44)	6.54	1.80
Total from investment operations	10.87	8.97	(2.30)	6.79	2.04
Distributions from net investment income	(.03)	(.07)	(.16)	(.28)	(.20)
Distributions from net realized gain	(.21)	(4.11)	(3.28)	(1.91)	(2.65)
Total distributions	(.24)	(4.18)	(3.44)	(2.19)	(2.84) <sup>B</sup>
Net asset value, end of period	\$ 46.73	\$ 36.10	\$ 31.31	\$ 37.05	\$ 32.45
<b>Total Return</b> <sup>C,D</sup>	30.23%	31.27%	(6.64)%	21.59%	7.76%
<b>Ratios to Average Net Assets</b> <sup>E,F</sup>					
Expenses before reductions	.86%	.86%	.87%	.87%	.88%
Expenses net of fee waivers, if any	.86%	.86%	.87%	.87%	.88%
Expenses net of all reductions	.86%	.86%	.86%	.87%	.87%
Net investment income (loss)	(.08)%	.23%	.39%	.73%	.79%
<b>Supplemental Data</b>					
Net assets, end of period (000 omitted)	\$ 8,379,335	\$ 8,038,646	\$ 6,979,731	\$ 9,255,124	\$ 8,138,206
Portfolio turnover rate <sup>G</sup>	39%	37% <sup>H</sup>	111% <sup>H</sup>	70%	62%

<sup>A</sup> Calculated based on average shares outstanding during the period.

<sup>B</sup> Total distributions per share do not sum due to rounding.

<sup>C</sup> Total returns do not reflect charges attributable to your insurance company's separate account. Inclusion of these charges would reduce the total returns shown.

<sup>D</sup> Total returns would have been lower if certain expenses had not been reduced during the applicable periods shown.

<sup>E</sup> 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.

<sup>F</sup> 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.

<sup>G</sup> Amount does not include the portfolio activity of any underlying mutual funds or exchange-traded funds (ETFs).

<sup>H</sup> Portfolio turnover rate excludes securities received or delivered in-kind.

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

## VIP Contrafund Portfolio Investor Class

Years ended December 31, Selected Per-Share Data	2020	2019	2018	2017	2016
Net asset value, beginning of period	\$ 36.91	\$ 31.93	\$ 37.74	\$ 33.01	\$ 33.76
Income from Investment Operations					
Net investment income (loss) <sup>A</sup>	.04	.14	.20	.32	.30
Net realized and unrealized gain (loss)	11.16	9.08	(2.49)	6.66	1.84
Total from investment operations	11.20	9.22	(2.29)	6.98	2.14
Distributions from net investment income	(.07)	(.14)	(.23)	(.34)	(.24)
Distributions from net realized gain	(.21)	(4.11)	(3.28)	(1.91)	(2.65)
Total distributions	(.28)	(4.24) <sup>B</sup>	(3.52) <sup>B</sup>	(2.25)	(2.89)
Net asset value, end of period	\$ 47.83	\$ 36.91	\$ 31.93	\$ 37.74	\$ 33.01
<b>Total Return</b> <sup>C,D</sup>	30.48%	31.49%	(6.49)%	21.81%	7.95%
<b>Ratios to Average Net Assets</b> <sup>E,F</sup>					
Expenses before reductions	.69%	.69%	.70%	.70%	.71%
Expenses net of fee waivers, if any	.69%	.69%	.69%	.70%	.71%
Expenses net of all reductions	.68%	.69%	.69%	.70%	.70%
Net investment income (loss)	.09%	.40%	.56%	.90%	.95%
<b>Supplemental Data</b>					
Net assets, end of period (000 omitted)	\$ 2,101,100	\$ 1,716,187	\$ 1,402,867	\$ 1,553,670	\$ 1,327,708
Portfolio turnover rate <sup>G</sup>	39%	37% <sup>H</sup>	111% <sup>H</sup>	70%	62%

<sup>A</sup> Calculated based on average shares outstanding during the period.

<sup>B</sup> Total distributions per share do not sum due to rounding.

<sup>C</sup> Total returns do not reflect charges attributable to your insurance company's separate account. Inclusion of these charges would reduce the total returns shown.

<sup>D</sup> Total returns would have been lower if certain expenses had not been reduced during the applicable periods shown.

<sup>E</sup> 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.

<sup>F</sup> 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.

<sup>G</sup> Amount does not include the portfolio activity of any underlying mutual funds or exchange-traded funds (ETFs).

<sup>H</sup> Portfolio turnover rate excludes securities received or delivered in-kind.

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

# Notes to Financial Statements

For the period ended December 31, 2020

## 1. Organization.

VIP Contrafund Portfolio (the Fund) is a fund of Variable Insurance Products Fund II (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.

Effective January 1, 2020:

Investment advisers Fidelity Investments Money Management, Inc., FMR Co., Inc., and Fidelity SelectCo, LLC, merged with and into Fidelity Management & Research Company. In connection with the merger transactions, the resulting, merged investment adviser was then redomiciled from Massachusetts to Delaware, changed its corporate structure from a corporation to a limited liability company, and changed its name to "Fidelity Management & Research Company LLC".

Broker-dealer Fidelity Distributors Corporation merged with and into Fidelity Investments Institutional Services Company, Inc. ("FIISC"). FIISC was then redomiciled from Massachusetts to Delaware, changed its corporate structure from a corporation to a limited liability company, and changed its name to "Fidelity Distributors Company LLC".

Fidelity Investments Institutional Operations Company, Inc. converted from a Massachusetts corporation to a Massachusetts LLC, and changed its name to "Fidelity Investments Institutional Operations Company LLC".

## 2. Investments in Fidelity Central Funds.

The Fund invests 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 Fund's Schedule of Investments lists each of the Fidelity Central Funds held as of period end, if any, as an investment of the Fund, but does not include the underlying holdings of each Fidelity Central Fund. As an Investing Fund, the Fund indirectly bears its proportionate share of the expenses of the underlying Fidelity Central Funds.

The Money Market Central Funds seek preservation of capital and current income and are managed by the investment adviser. Annualized expenses of the Money Market Central Funds as of their most recent shareholder report date ranged from less than .005% to .01%.

A complete unaudited list of holdings for each Fidelity Central Fund is available upon request or at the Securities and Exchange Commission (the SEC) website at [www.sec.gov](http://www.sec.gov). In addition, the financial statements of the Fidelity Central Funds, which are not covered by the Fund's Report of Independent Registered Public Accounting Firm, are available on the SEC 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 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 delegated the day to day responsibility for the valuation of the Fund's investments to the Fair Value Committee (the Committee) established by the Fund's investment adviser. In accordance with valuation policies and procedures approved by the Board, the Fund attempts to obtain prices from one or more third party pricing vendors 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 procedures adopted by the Board. Factors used in determining fair value vary by investment type and may include market or investment specific events. The frequency with which these procedures are used cannot be predicted and they may be utilized to a significant extent. The Committee oversees the Fund's valuation policies and procedures and reports to the Board on the Committee's activities and fair value determinations. The Board monitors the appropriateness of the procedures used in valuing the Fund's investments and ratifies the fair value determinations of the Committee.

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 – 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:

Equity securities, including restricted securities, for which market quotations are readily available, are valued at the last reported sale price or official closing price as reported by a third party pricing vendor 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 or closing prices are not available, securities are valued at the last quoted bid price or may be valued using the last available price and are generally categorized as Level 2 in the hierarchy. For foreign equity securities, when market or security specific events arise, comparisons to the valuation of American Depositary Receipts (ADRs), futures contracts, Exchange-Traded Funds (ETFs) and certain indexes as well as quoted prices for similar securities may be used and would be categorized as Level 2 in the hierarchy. For equity securities, including restricted securities, where observable inputs are limited, assumptions about market activity and risk are used and these securities may be categorized as Level 3 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, 2020 is included at the end of the Fund's Schedule of Investments.

**Foreign Currency.** Certain Funds may use foreign currency contracts to facilitate transactions in foreign-denominated securities. Gains and losses from these transactions may arise from changes in the value of the foreign currency or if the counterparties do not perform under the contracts' terms.

Foreign-denominated assets, including investment securities, and liabilities are translated into U.S. dollars at the exchange rates at period end. Purchases and sales of investment securities, income and dividends received, and expenses denominated in foreign currencies are translated into U.S. dollars at the exchange rate in effect on the transaction date.

The effects of exchange rate fluctuations on investments are included with the net realized and unrealized gain (loss) on investment securities. Other foreign currency transactions resulting in realized and unrealized gain (loss) are disclosed separately.

**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. 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. Certain distributions received by the Fund represent a return of capital or capital gain. The Fund determines the components of these distributions subsequent to the ex-dividend date, based upon receipt of tax filings or other correspondence relating to the underlying investment. These distributions are recorded as a reduction of cost of investments and/or as a realized gain. Investment income is recorded net of foreign taxes withheld where recovery of such taxes is uncertain.

**Class Allocations and Expenses.** Investment income, realized and unrealized capital gains and losses, common expenses of the 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 each Fund. Each class differs with respect to transfer agent and distribution and service plan fees incurred. Certain expense reductions may also differ by class. 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. 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 Contrafund Portfolio

\$1,267,255

**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, 2020, 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. Foreign taxes are provided for based on the Fund's understanding of the tax rules and rates that exist in the foreign markets in which it invests. The Fund is subject to a tax imposed on capital gains by certain countries in which it invests. An estimated deferred tax liability for net unrealized appreciation on the applicable securities is included in Other payables and accrued expenses on the Statement of Assets & Liabilities.

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 foreign currency transactions, certain foreign taxes, passive foreign investment companies (PFIC), deferred trustees compensation 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	\$10,129,279,662
Gross unrealized depreciation	(32,548,352)
Net unrealized appreciation (depreciation)	<u>\$10,096,731,310</u>
Tax Cost	<u>\$11,048,077,841</u>

## Notes to Financial Statements – continued

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

Undistributed ordinary income	\$ 10,354,659
Undistributed long-term capital gain	\$ 998,840,687
Net unrealized appreciation (depreciation) on securities and other investments	<u>\$10,096,826,844</u>

The tax character of distributions paid was as follows:

	December 31, 2020	December 31, 2019
Ordinary Income	\$ 30,994,815	\$ 58,328,154
Long-term Capital Gains	99,362,820	2,043,989,637
Total	<u>\$130,357,635</u>	<u>\$2,102,317,791</u>

**Restricted Securities (including Private Placements).** The Fund may invest in securities that are subject to legal or contractual restrictions on resale. These securities generally may be resold in transactions exempt from registration or to the public if the securities are registered. Disposal of these securities may involve time-consuming negotiations and expense, and prompt sale at an acceptable price may be difficult. Information regarding restricted securities is included at the end of the Fund's Schedule of Investments.

### 4. Purchases and Sales of Investments.

Purchases and sales of securities, other than short-term securities, are noted in the table below.

	Purchases (\$)	Sales (\$)
VIP Contrafund Portfolio	7,191,340,214	9,499,609,276

**Prior Fiscal Year Unaffiliated Redemptions In-Kind.** During the prior period, 12,062,536 shares of the Fund were redeemed in-kind for investments and cash with a value of \$400,234,962. The Fund had a net realized gain of \$150,078,422 on investments delivered through in-kind redemptions. The amount of the in-kind redemptions is included in share transactions in the accompanying Statement of Changes in Net Assets as well as the Notes to Financial Statements. The Fund recognized no gain or loss for federal income tax purposes.

### 5. 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 .30% of the Fund's average net assets and an annualized group fee rate that averaged .23% 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 .53% of the Fund's average net assets.

**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	\$ 1,547,631
Service Class 2	19,343,626
	<u>\$20,891,257</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. Effective February 1, 2020, the Board approved to change the fee from .145% to .142% for Investor Class, and from .065% to .064% for all other classes. For the period, transfer agent fees for each class were as follows:

	Amount	% of Class-Level Average Net Assets
Initial Class	\$ 4,903,728	.06
Service Class	983,657	.06
Service Class 2	4,915,510	.06
Investor Class	2,589,475	.14
	<u>\$13,392,370</u>	

**Accounting Fees.** Fidelity Service Company, Inc. (FSC), an affiliate of the investment adviser, maintains the Fund’s accounting records. The accounting fee is based on the level of average net assets for each month. For the period, the fees were equivalent to the following annual rates:

	<b>% of Average Net Assets</b>
VIP Contrafund Portfolio	.01

**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:

	<b>Amount</b>
VIP Contrafund Portfolio	\$148,618

**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. Interfund trades are included within the respective purchases and sales amounts shown in the Purchases and Sales of Investments note, and amounted to \$456,185,424 and \$605,753,700, respectively.

**Other.** During the period, the investment adviser reimbursed the Fund for certain losses in the amount of \$123,883.

## 6. Committed Line of Credit.

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 as follows:

	<b>Amount</b>
VIP Contrafund Portfolio	\$42,535

During the period, there were no borrowings on this line of credit.

## 7. 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 Income Fees Paid to NFS	Security Lending Income From Securities Loaned to NFS	Value of Securities Loaned to NFS at Period End
VIP Contrafund Portfolio	\$17,422	\$1,252	\$—

## 8. Expense Reductions.

Commissions paid to certain brokers with whom the investment adviser, or its affiliates, places trades on behalf of the Fund include an amount in addition to trade execution, which may be rebated back to the Fund to offset certain expenses. This amount totaled \$495,657 for the period.

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 \$72,016.

## 9. Distributions to Shareholders.

Distributions to shareholders of each class were as follows:

## Notes to Financial Statements – continued

	Year ended December 31, 2020	Year ended December 31, 2019
<b>Distributions to shareholders</b>		
Initial Class	\$ 56,532,421	\$ 815,577,615
Service Class	10,407,726	174,225,616
Service Class 2	50,750,607	926,626,620
Investor Class	12,666,881	185,887,940
Total	<u>\$130,357,635</u>	<u>\$2,102,317,791</u>

### 10. Share Transactions.

Transactions for each class of shares were as follows:

	Shares Year ended December 31, 2020	Shares Year ended December 31, 2019	Dollars Year ended December 31, 2020	Dollars Year ended December 31, 2019
<b>Initial Class</b>				
Shares sold	25,682,421	2,935,670	\$ 948,596,232	\$ 99,683,246
Reinvestment of distributions	1,379,377	26,150,469	56,532,421	815,577,615
Shares redeemed	<u>(28,101,868)</u>	<u>(37,160,663)</u>	<u>(1,137,149,063)</u>	<u>(1,264,009,092)</u>
Net increase (decrease)	<u>(1,040,070)</u>	<u>(8,074,524)</u>	<u>\$ (132,020,410)</u>	<u>\$ (348,748,231)</u>
<b>Service Class</b>				
Shares sold	1,612,745	1,148,632	\$ 63,778,609	\$ 38,865,138
Reinvestment of distributions	260,347	5,621,468	10,407,726	174,225,616
Shares redeemed	<u>(6,047,520)</u>	<u>(7,812,299)</u>	<u>(241,210,228)</u>	<u>(266,838,399)</u>
Net increase (decrease)	<u>(4,174,428)</u>	<u>(1,042,199)</u>	<u>\$ (167,023,893)</u>	<u>\$ (53,747,645)</u>
<b>Service Class 2</b>				
Shares sold	15,178,752	14,840,569	\$ 582,131,149	\$ 482,410,740
Reinvestment of distributions	1,316,992	30,647,896	50,750,607	926,626,620
Shares redeemed	<u>(59,859,343)</u>	<u>(45,696,007)<sup>(a)</sup></u>	<u>(2,209,028,335)</u>	<u>(1,508,908,292)<sup>(a)</sup></u>
Net increase (decrease)	<u>(43,363,599)</u>	<u>(207,542)</u>	<u>\$ (1,576,146,579)</u>	<u>\$ (99,870,932)</u>
<b>Investor Class</b>				
Shares sold	1,959,406	1,266,076	\$ 79,036,665	\$ 42,751,874
Reinvestment of distributions	315,543	6,003,266	12,666,881	185,887,940
Shares redeemed	<u>(4,836,565)</u>	<u>(4,705,289)</u>	<u>(189,176,000)</u>	<u>(158,815,003)</u>
Net increase (decrease)	<u>(2,561,616)</u>	<u>2,564,053</u>	<u>\$ (97,472,454)</u>	<u>\$ 69,824,811</u>

(a) Amount includes in-kind redemptions (see the Prior Fiscal Year Unaffiliated Redemptions In-Kind note for additional details).

### 11. Other.

The 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, the Fund may also enter into contracts that provide general indemnifications. The Fund's maximum exposure under these arrangements is unknown as this would be dependent on future claims that may be made against the 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 the owners of record of 15% of the total outstanding shares of the Fund and two otherwise unaffiliated shareholders were the owner of record of 22% of the total outstanding shares of the Fund.

### 12. Coronavirus (COVID-19) Pandemic.

An outbreak of COVID-19 first detected in China during December 2019 has since spread globally and was declared a pandemic by the World Health Organization during March 2020. Developments that disrupt global economies and financial markets, such as the COVID-19 pandemic, may magnify factors that affect the Fund's performance.



# Report of Independent Registered Public Accounting Firm

To the Board of Trustees of Variable Insurance Products Fund II and Shareholders of VIP Contrafund Portfolio

## Opinion on the Financial Statements and Financial Highlights

We have audited the accompanying statement of assets and liabilities of VIP Contrafund Portfolio (the "Fund"), a fund of Variable Insurance Products Fund II, including the schedule of investments, as of December 31, 2020, 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, 2020, 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, 2020, 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 12, 2021

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. Each of the Trustees oversees 305 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.** Robert A. Lawrence is an interested person and currently serves as Acting 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. David M. Thomas serves as Lead Independent Trustee 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 high income and certain equity funds, and other Boards oversee Fidelity's investment-grade bond, money market, asset allocation, and other equity funds. The asset allocation funds may invest in Fidelity® funds overseen by the fund's Board. 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, Audit, and Compliance Committees. 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."

## 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+

Bettina Doulton (1964)

Year of Election or Appointment: 2020

Trustee

Ms. Doulton also serves as Trustee of other Fidelity® funds. Prior to her retirement, Ms. Doulton served in a variety of positions at Fidelity Investments, including as a managing director of research (2006-2007), portfolio manager to certain Fidelity® funds (1993-2005), equity analyst and portfolio assistant (1990-1993), and research assistant (1987-1990). Ms. Doulton currently owns and operates Phi Builders + Architects and Cellardoor Winery. Previously, Ms. Doulton served as a member of the Board of Brown Capital Management, LLC (2013-2018).

Robert A. Lawrence (1952)

Year of Election or Appointment: 2020

Trustee

Acting Chairman of the Board of Trustees

Mr. Lawrence also serves as Trustee of other funds. Previously, Mr. Lawrence served as a Member of the Advisory Board of certain funds. Prior to his retirement in 2008, Mr. Lawrence served as Vice President of certain Fidelity® funds (2006-2008), Senior Vice President, Head of High Income Division of Fidelity Management & Research Company (investment adviser firm, 2006-2008), and President of Fidelity Strategic Investments (investment adviser firm, 2002-2005).

\* 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+

Dennis J. Dirks (1948)

Year of Election or Appointment: 2005

Trustee

Mr. Dirks also serves as Trustee of other Fidelity® funds. Prior to his retirement in May 2003, Mr. Dirks served as Chief Operating Officer and as a member of the Board of The Depository Trust & Clearing Corporation (financial markets infrastructure), President, Chief Operating Officer and a member of the Board of The Depository Trust Company (DTC), President and a member of the Board of the National Securities Clearing Corporation (NSCC), Chief Executive Officer and a member of the Board of the Government Securities Clearing Corporation and Chief Executive Officer and a member of the Board of the Mortgage-Backed Securities Clearing Corporation. Mr. Dirks currently serves as a member of the Finance Committee (2016-present) and Board (2017-present) and is Treasurer (2018-present) of the Asolo Repertory Theatre.

Donald F. Donahue (1950)

Year of Election or Appointment: 2018

Trustee

Mr. Donahue also serves as Trustee of other Fidelity® funds. Mr. Donahue serves as President and Chief Executive Officer of Miranda Partners, LLC (risk consulting for the financial services industry, 2012-present). Previously, Mr. Donahue served as Chief Executive Officer (2006-2012), Chief Operating Officer (2003-2006) and Managing Director, Customer Marketing and Development (1999-2003) of The Depository Trust & Clearing Corporation (financial markets infrastructure). Mr. Donahue currently serves as a member (2007-present) and Co-Chairman (2016-present) of the Board of United Way of New York, a member of the Board of NYC Leadership Academy (2012-present) and a member of the Board of Advisors of Ripple Labs, Inc. (financial services, 2015-present). Mr. Donahue previously served as a member of the Advisory Board of certain Fidelity® funds (2015-2018).

Vicki L. Fuller (1957)

Year of Election or Appointment: 2020

Trustee

Ms. Fuller also serves as Trustee of other Fidelity® funds. Previously, Ms. Fuller served as a member of the Advisory Board of certain Fidelity® funds (2018-2020), Chief Investment Officer of the New York State Common Retirement Fund (2012-2018) and held a variety of positions at AllianceBernstein L.P. (global asset management, 1985-2012), including Managing Director (2006-2012) and Senior Vice President and Senior Portfolio Manager (2001-2006). Ms. Fuller currently serves as a member of the Board, Audit Committee and Nominating and Governance Committee of The Williams Companies, Inc. (natural gas infrastructure, 2018-present), as a member of the Board, Audit Committee and Nominating and Governance Committee of two Blackstone business development companies (2020-present) and as a member of the Board of Treliant, LLC (consulting, 2019-present).

## Trustees and Officers – continued

Patricia L. Kampling (1959)

Year of Election or Appointment: 2020

Trustee

Ms. Kampling also serves as Trustee of other Fidelity® funds. Prior to her retirement, Ms. Kampling served as Chairman of the Board and Chief Executive Officer (2012-2019), President and Chief Operating Officer (2011-2012) and Executive Vice President and Chief Financial Officer (2010-2011) of Alliant Energy Corporation. Ms. Kampling currently serves as a member of the Board, Compensation Committee and Executive Committee and as Chair of the Audit Committee of Briggs & Stratton Corporation (manufacturing, 2011-present) and as a member of the Board, Audit, Finance and Risk Committee and Safety, Environmental, Technology and Operations Committee of American Water Works Company, Inc. (utilities company, 2019-present). In addition, Ms. Kampling currently serves as a member of the Board of the Nature Conservancy, Wisconsin Chapter (2019-present). Previously, Ms. Kampling served as a Member of the Advisory Board of certain Fidelity® funds (2020), a member of the Board of Interstate Power and Light Company (2012-2019) and Wisconsin Power and Light Company (2012-2019) (each a subsidiary of Alliant Energy Corporation) and as a member of the Board and Workforce Development Committee of the Business Roundtable (2018-2019).

Thomas A. Kennedy (1955)

Year of Election or Appointment: 2021

Trustee

Mr. Kennedy also serves as Trustee of other Fidelity® funds. Previously, Mr. Kennedy served as a Member of the Advisory Board of certain Fidelity® funds (2020) and held a variety of positions at Raytheon Company (aerospace and defense, 1983-2020), including Chairman and Chief Executive Officer (2014-2020) and Executive Vice President and Chief Operating Officer (2013-2014). Mr. Kennedy currently serves as Executive Chairman of the Board of Directors of Raytheon Technologies Corporation (aerospace and defense, 2020-present). He is also a member of the Rutgers School of Engineering Industry Advisory Board (2011-present) and a member of the UCLA Engineering Dean's Executive Board (2016-present).

Garnett A. Smith (1947)

Year of Election or Appointment: 2018

Trustee

Mr. Smith also serves as Trustee of other Fidelity® funds. Prior to his retirement, Mr. Smith served as Chairman and Chief Executive Officer (1990-1997) and President (1986-1990) of Inbrand Corp. (manufacturer of personal absorbent products). Prior to his employment with Inbrand Corp., he was employed by a retail fabric chain and North Carolina National Bank (now Bank of America). Mr. Smith previously served as a member of the Advisory Board of certain Fidelity® funds (2012-2013).

David M. Thomas (1949)

Year of Election or Appointment: 2008

Trustee

Lead Independent Trustee

Mr. Thomas also serves as Trustee of other Fidelity® funds. Previously, Mr. Thomas served as Executive Chairman (2005-2006) and Chairman and Chief Executive Officer (2000-2005) of IMS Health, Inc. (pharmaceutical and healthcare information solutions). Mr. Thomas currently serves as Non-Executive Chairman of the Board of Fortune Brands Home and Security (home and security products, 2011-present), and a member of the Board (2004-present) and Presiding Director (2013-present) of Interpublic Group of Companies, Inc. (marketing communication).

Susan Tomasky (1953)

Year of Election or Appointment: 2020

Trustee

Ms. Tomasky also serves as Trustee of other Fidelity® funds. Prior to her retirement, Ms. Tomasky served in various executive officer positions at American Electric Power Company, Inc. (1998-2011), including most recently as President of AEP Transmission (2007-2011). Ms. Tomasky currently serves as a member of the Board and Sustainability Committee and as Chair of the Audit Committee of Marathon Petroleum Corporation (2018-present) and as a member of the Board, Corporate Governance Committee and Organization and Compensation Committee and as Chair of the Audit Committee of Public Service Enterprise Group, Inc. (utilities company, 2012-present). In addition, Ms. Tomasky currently serves as a member of the Board of the Columbus Regional Airport Authority (2007-present), as a member of the Board of the Royal Shakespeare Company – America (2009-present), as a member of the Board of the Columbus Association for the Performing Arts (2011-present) and as a member of the Board of Kenyon College (2016-present). Previously, Ms. Tomasky served as a Member of the Advisory Board of certain Fidelity® funds (2020), a member of the Board (2011-2019) and as Lead Independent Director (2015-2018) of Andeavor Corporation (previously Tesoro Corporation) (independent oil refiner and marketer) and as a member of the Board of Summit Midstream Partners LP (energy, 2012-2018).

Michael E. Wiley (1950)

Year of Election or Appointment: 2018

Trustee

Mr. Wiley also serves as Trustee of other Fidelity® funds. Previously, Mr. Wiley served as a member of the Advisory Board of certain Fidelity® funds (2018-2020), Chairman, President and CEO of Baker Hughes, Inc. (oilfield services, 2000-2004). Mr. Wiley also previously served as a member of the Board of Andeavor Corporation (independent oil refiner and marketer, 2005-2018), a member of the Board of Andeavor Logistics LP (natural resources logistics, 2015-2018) and a member of the Board of High Point Resources (exploration and production, 2005-2020).

+ 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 or Peter S. Lynch may be sent to Fidelity Investments, 245 Summer Street, Boston, Massachusetts 02210. Officers appear below in alphabetical order.

#### Name, Year of Birth; Principal Occupation

Ned C. Lautenbach (1944)

Year of Election or Appointment: 2021

Member of the Advisory Board

Mr. Lautenbach also serves as a Member of the Advisory Board of other Fidelity® funds. Mr. Lautenbach currently serves as Chair of the Board of Governors, State University System of Florida (2013-present) and is a member of the Council on Foreign Relations (1994-present). He is also a member and has in the past served as Chairman of the Board of Directors of Artis-Naples (2012-present). Previously, Mr. Lautenbach served as a Trustee of certain Fidelity® funds (2000-2020) and a member and then Lead Director of the Board of Directors of Eaton Corporation (diversified industrial, 1997-2016). He was also a Partner at Clayton, Dubilier & Rice, LLC (private equity investment, 1998-2010); as well as Director of Sony Corporation (2006-2007). In addition, Mr. Lautenbach had a 30-year career with IBM (technology company), during which time he served as Senior Vice President and as a member of the Corporate Executive Committee (1968-1998).

Peter S. Lynch (1944)

Year of Election or Appointment: 2003

Member of the Advisory Board

Mr. Lynch also serves as a Member of the Advisory Board of other Fidelity® funds. Mr. Lynch is Vice Chairman and a Director of Fidelity Management & Research Company LLC (investment adviser firm). In addition, Mr. Lynch serves as a Trustee of Boston College and as the Chairman of the Inner-City Scholarship Fund. Previously, Mr. Lynch served as Vice Chairman and a Director of FMR Co., Inc. (investment adviser firm) and on the Special Olympics International Board of Directors (1997-2006).

Craig S. Brown (1977)

Year of Election or Appointment: 2019

Assistant Treasurer

Mr. Brown also serves as Assistant Treasurer of other funds. Mr. Brown is an employee of Fidelity Investments (2013-present).

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 serves as Head of Investment Operations for Fidelity Fund and Investment Operations (2018-present) and is an employee of Fidelity Investments (1998-present). Previously Mr. Burke served as head of Asset Management Investment Operations (2012-2018).

William C. Coffey (1969)

Year of Election or Appointment: 2019

Assistant Secretary

Mr. Coffey also serves as Assistant Secretary of other funds. He is Senior Vice President and Deputy General Counsel of FMR LLC (diversified financial services company, 2010-present), and is an employee of Fidelity Investments. Previously, Mr. Coffey served as Secretary and CLO of certain funds (2018-2019); CLO, Secretary, and Senior Vice President of Fidelity Management & Research Company and FMR Co., Inc. (investment adviser firms, 2018-2019); Secretary of Fidelity SelectCo, LLC and Fidelity Investments Money Management, Inc. (investment adviser firms, 2018-2019); CLO of Fidelity Management & Research (Hong Kong) Limited, FMR Investment Management (UK) Limited, and Fidelity Management & Research (Japan) Limited (investment adviser firms, 2018-2019); and Assistant Secretary of certain funds (2009-2018).

Timothy M. Cohen (1969)

Year of Election or Appointment: 2018

Vice President

Mr. Cohen also serves as Vice President of other funds. Mr. Cohen serves as Co-Head of Equity (2018-present), a Director of Fidelity Management & Research (Japan) Limited (investment adviser firm, 2016-present), and is an employee of Fidelity Investments. Previously, Mr. Cohen served as Executive Vice President of Fidelity SelectCo, LLC (2019), Head of Global Equity Research (2016-2018), Chief Investment Officer – Equity and a Director of Fidelity Management & Research (U.K.) Inc. (investment adviser firm, 2013-2015) and as a Director of Fidelity Management & Research (Hong Kong) Limited (investment adviser firm, 2017).

Jonathan Davis (1968)

Year of Election or Appointment: 2010

Assistant Treasurer

Mr. Davis also serves as Assistant Treasurer of other funds. Mr. Davis serves as Assistant Treasurer of FMR Capital, Inc. (2017-present) and is an employee of Fidelity Investments. Previously, Mr. Davis served as Vice President and Associate General Counsel of FMR LLC (diversified financial services company, 2003-2010).

## Trustees and Officers – continued

Laura M. Del Prato (1964)

Year of Election or Appointment: 2018

Assistant Treasurer

Ms. Del Prato also serves as an officer of other funds. Ms. Del Prato is an employee of Fidelity Investments (2017-present). Previously, Ms. Del Prato served as President and Treasurer of The North Carolina Capital Management Trust: Cash Portfolio and Term Portfolio (2018-2020). Prior to joining Fidelity Investments, Ms. Del Prato served as a Managing Director and Treasurer of the JPMorgan Mutual Funds (2014-2017). Prior to JPMorgan, Ms. Del Prato served as a partner at Cohen Fund Audit Services (accounting firm, 2012-2013) and KPMG LLP (accounting firm, 2004-2012).

Colm A. Hogan (1973)

Year of Election or Appointment: 2020

Assistant Treasurer

Mr. Hogan also serves as an officer of other funds. Mr. Hogan serves as Assistant Treasurer of FMR Capital, Inc. (2017-present) and is an employee of Fidelity Investments (2005-present). Previously, Mr. Hogan served as Deputy Treasurer of certain Fidelity® funds (2016-2020) and Assistant Treasurer of certain Fidelity® funds (2016-2018).

Pamela R. Holding (1964)

Year of Election or Appointment: 2018

Vice President

Ms. Holding also serves as Vice President of other funds. Ms. Holding serves as Co-Head of Equity (2018-present) and is an employee of Fidelity Investments (2013-present). Previously, Ms. Holding served as Executive Vice President of Fidelity SelectCo, LLC (2019) and as Chief Investment Officer of Fidelity Institutional Asset Management (2013-2018).

Cynthia Lo Bessette (1969)

Year of Election or Appointment: 2019

Secretary and Chief Legal Officer (CLO)

Ms. Lo Bessette also serves as an officer of other funds. Ms. Lo Bessette serves as CLO, Secretary, and Senior Vice President of Fidelity Management & Research Company LLC (investment adviser firm, 2019-present); and CLO of Fidelity Management & Research (Hong Kong) Limited, FMR Investment Management (UK) Limited, and Fidelity Management & Research (Japan) Limited (investment adviser firms, 2019-present). She is a Senior Vice President and Deputy General Counsel of FMR LLC (diversified financial services company, 2019-present), and is an employee of Fidelity Investments. Previously, Ms. Lo Bessette served as CLO, Secretary, and Senior Vice President of FMR Co., Inc. (investment adviser firm, 2019); Secretary of Fidelity SelectCo, LLC and Fidelity Investments Money Management, Inc. (investment adviser firms, 2019). Prior to joining Fidelity Investments, Ms. Lo Bessette was Executive Vice President, General Counsel (2016-2019) and Senior Vice President, Deputy General Counsel (2015-2016) of OppenheimerFunds (investment management company) and Deputy Chief Legal Officer (2013-2015) of Jennison Associates LLC (investment adviser firm).

Chris Maher (1972)

Year of Election or Appointment: 2020

Deputy Treasurer

Mr. Maher also serves as an officer of other funds. Mr. Maher serves as Assistant Treasurer of FMR Capital, Inc. (2017-present), and is an employee of Fidelity Investments (2008-present). Previously, Mr. Maher served as Assistant Treasurer of certain funds (2013-2020); Vice President of Asset Management Compliance (2013), Vice President of the Program Management Group of FMR (investment adviser firm, 2010-2013), and Vice President of Valuation Oversight (2008-2010).

Jason P. Pogorelec (1975)

Year of Election or Appointment: 2020

Chief Compliance Officer

Mr. Pogorelec also serves as Chief Compliance Officer of other funds. Mr. Pogorelec is a senior Vice President of Asset Management Compliance for Fidelity Investments and is an employee of Fidelity Investments (2006-present). Previously, Mr. Pogorelec served as Vice President, Associate General Counsel for Fidelity Investments (2010-2020) and Assistant Secretary of certain Fidelity funds (2015-2020).

Brett Segaloff (1972)

Year of Election or Appointment: 2021

Anti-Money Laundering (AML) Officer

Mr. Segaloff also serves as an AML Officer of other funds and other related entities. He is Director, Anti-Money Laundering (2007-present) of FMR LLC (diversified financial services company) and is an employee of Fidelity Investments (1996-present).

Stacie M. Smith (1974)

Year of Election or Appointment: 2016

President and Treasurer

Ms. Smith also serves as an officer of other funds. Ms. Smith serves as Assistant Treasurer of FMR Capital, Inc. (2017-present), is an employee of Fidelity Investments (2009-present), and has served in other fund officer roles. Prior to joining Fidelity Investments, Ms. Smith served as Senior Audit Manager of Ernst & Young LLP (accounting firm, 1996-2009). Previously, Ms. Smith served as Assistant Treasurer (2013-2019) and Deputy Treasurer (2013-2016) of certain Fidelity® funds.

Marc L. Spector (1972)

Year of Election or Appointment: 2016

Assistant Treasurer

Mr. Spector also serves as an officer of other funds. Mr. Spector serves as Assistant Treasurer of FMR Capital, Inc. (2017-present) and is an employee of Fidelity Investments (2016-present). Prior to joining Fidelity Investments, Mr. Spector served as Director at the Siegfried Group (accounting firm, 2013-2016), and prior to Siegfried Group as audit senior manager at Deloitte & Touche LLP (accounting firm, 2005-2013).

Jim Wegmann (1979)

Year of Election or Appointment: 2019

Assistant Treasurer

Mr. Wegmann also serves as Assistant Treasurer of other funds. Mr. Wegmann is an employee of Fidelity Investments (2011-present).



# 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, 2020 to December 31, 2020).

## 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.

	Annualized Expense Ratio- <sup>A</sup>	Beginning Account Value July 1, 2020	Ending Account Value December 31, 2020	Expenses Paid During Period- <sup>B</sup> July 1, 2020 to December 31, 2020
<b>VIP Contrafund Portfolio</b>				
Initial Class	.61%			
Actual		\$1,000.00	\$1,194.60	\$3.37
Hypothetical- <sup>C</sup>		\$1,000.00	\$1,022.07	\$3.10
Service Class	.70%			
Actual		\$1,000.00	\$1,193.90	\$3.86
Hypothetical- <sup>C</sup>		\$1,000.00	\$1,021.62	\$3.56
Service Class 2	.85%			
Actual		\$1,000.00	\$1,193.30	\$4.69
Hypothetical- <sup>C</sup>		\$1,000.00	\$1,020.86	\$4.32
Investor Class	.68%			
Actual		\$1,000.00	\$1,194.40	\$3.75
Hypothetical- <sup>C</sup>		\$1,000.00	\$1,021.72	\$3.46

<sup>A</sup> Annualized expense ratio reflects expenses net of applicable fee waivers.

<sup>B</sup> Expenses are equal to the annualized expense ratio, multiplied by the average account value over the period, multiplied by 184/366 (to reflect the one-half year period). The fees and expenses of any Underlying Funds are not included in each annualized expense ratio.

<sup>C</sup> 5% return per year before expenses



## Distributions (Unaudited)

The Board of Trustees of VIP Contrafund Portfolio voted to pay to shareholders of record at the opening of business on record date, the following distributions per share derived from capital gains realized from sales of portfolio securities, and dividends derived from net investment income:

VIP Contrafund Portfolio	Pay Date	Record Date	Dividends	Capital Gains
Initial Class	02/12/21	02/12/21	\$0.033	\$2.269
Service Class	02/12/21	02/12/21	\$0.025	\$2.269
Service Class 2	02/12/21	02/12/21	\$0.014	\$2.269
Investor Class	02/12/21	02/12/21	\$0.027	\$2.269

The fund hereby designates as a capital gain dividend with respect to the taxable year ended December 31, 2020, \$998,913,838, or, if subsequently determined to be different, the net capital gain of such year.

Initial Class, Service Class, Service Class 2 and Investor Class designate 100% of the dividends distributed during the fiscal year as qualifying for the dividends—received deduction for corporate shareholders.

# Proxy Voting Results

A special meeting of shareholders was held on June 9, 2020. The results of votes taken among shareholders on the proposals 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		# of Votes	% of Votes
Dennis J. Dirks			Affirmative	21,551,120,396.219	95.299
Affirmative	21,597,050,616.024	95.502	Withheld	1,063,170,848.382	4.701
Withheld	1,017,240,628.578	4.498	TOTAL	22,614,291,244.601	100.000
TOTAL	22,614,291,244.601	100.000	Cornelia M. Small		
Donald F. Donahue			Affirmative	21,592,890,757.027	95.483
Affirmative	21,605,904,576.366	95.541	Withheld	1,021,400,487.575	4.517
Withheld	1,008,386,668.235	4.459	TOTAL	22,614,291,244.601	100.000
TOTAL	22,614,291,244.601	100.000	Garnett A. Smith		
Bettina Doulton			Affirmative	21,519,273,578.917	95.158
Affirmative	21,645,998,598.109	95.718	Withheld	1,095,017,665.685	4.842
Withheld	968,292,646.493	4.282	TOTAL	22,614,291,244.601	100.000
TOTAL	22,614,291,244.601	100.000	David M. Thomas		
Vicki L. Fuller			Affirmative	21,574,034,388.063	95.400
Affirmative	21,660,928,063.243	95.784	Withheld	1,040,256,856.538	4.600
Withheld	953,363,181.358	4.216	TOTAL	22,614,291,244.601	100.000
TOTAL	22,614,291,244.601	100.000	Susan Tomasky		
Patricia L. Kampling			Affirmative	21,607,546,330.771	95.548
Affirmative	21,663,944,422.383	95.798	Withheld	1,006,744,913.831	4.452
Withheld	950,346,822.218	4.202	TOTAL	22,614,291,244.601	100.000
TOTAL	22,614,291,244.601	100.000	Michael E. Wiley		
Alan J. Lacy			Affirmative	21,549,685,089.255	95.292
Affirmative	21,569,159,491.891	95.378	Withheld	1,064,606,155.346	4.708
Withheld	1,045,131,752.710	4.622	TOTAL	22,614,291,244.601	100.000
TOTAL	22,614,291,244.601	100.000			
Ned C. Lautenbach					
Affirmative	21,469,914,492.101	94.940			
Withheld	1,144,376,752.501	5.060			
TOTAL	22,614,291,244.601	100.000			
Robert A. Lawrence					
Affirmative	21,583,601,126.100	95.442			
Withheld	1,030,690,118.501	4.558			
TOTAL	22,614,291,244.601	100.000			
Joseph Mauriello					

## PROPOSAL 2

To convert a fundamental investment policy to a non-fundamental investment policy.

	# of Votes	% of Votes
Affirmative	12,494,489,979.676	81.109
Against	1,423,733,795.655	9.242
Abstain	1,486,305,622.772	9.648
Broker Non-Vote	0.00	0.00
TOTAL	15,404,529,398.102	100.000

Proposal 1 reflects trust wide proposal and voting results.



