

Fidelity® Variable Insurance Products:

Index 500 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

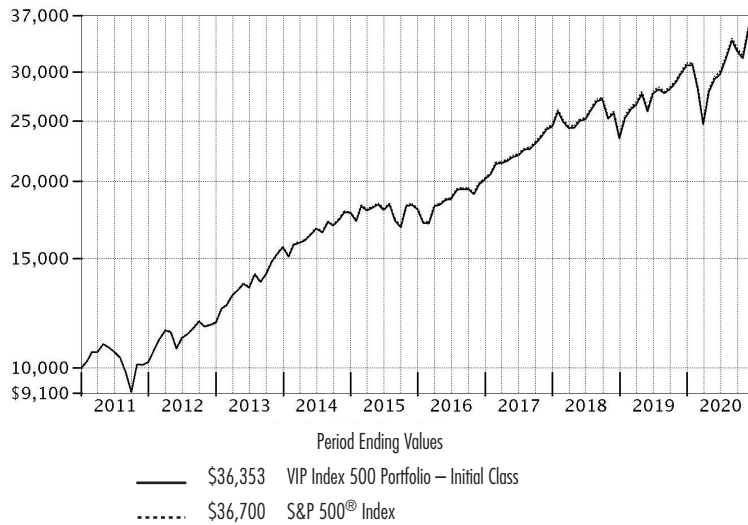
For the periods ended December 31, 2020

	Past 1 year	Past 5 years	Past 10 years
Initial Class	18.24%	15.09%	13.78%
Service Class	18.13%	14.98%	13.66%
Service Class 2	17.95%	14.81%	13.49%

\$10,000 Over 10 Years

Let's say hypothetically that \$10,000 was invested in VIP Index 500 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® Index performed over the same period.



Management's Discussion of Fund Performance

Market Recap: The S&P 500[®] 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 the Geode Capital Management, LLC, passive equity index team: For the fiscal year ending December 31, 2020, the fund's share classes gained about 18%, roughly in line with the 18.40% advance of the benchmark S&P 500[®] Index. By sector, information technology rose 44% and contributed most, followed by consumer discretionary, which gained about 33%, benefiting from the retailing industry (+47%). The communication services sector rose 24%, boosted by the media & entertainment industry (+32%), health care gained roughly 14%, and industrials advanced approximately 11%. Other notable contributors included the consumer staples (+11%), materials (+21%) and utilities (+1%) sectors. Conversely, stocks in the energy sector returned roughly -33% and detracted most. Financials (-2%) and real estate (-2%) also hurt. Turning to individual stocks, the top contributor was Apple (+82%), from the technology hardware & equipment category. In retailing, Amazon.com (+76%) was helpful, and Microsoft (+43%) from the software & services group also contributed. Alphabet, within the media & entertainment segment, rose 31% and Nvidia, within the semiconductors & semiconductor equipment industry, gained 123% and boosted performance. Conversely, the biggest individual detractor was Exxon Mobil (-36%), from the energy sector, followed by Wells Fargo (-42%), which is in the banks category. Within telecommunication services, AT&T returned about -21% and hurt. Other detractors were Boeing (-34%), a stock in the capital goods segment, and Chevron (-26%), from the energy sector.

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
Apple, Inc.	6.7
Microsoft Corp.	5.3
Amazon.com, Inc.	4.3
Facebook, Inc. Class A	2.1
Tesla, Inc.	1.7
Alphabet, Inc. Class A	1.6
Alphabet, Inc. Class C	1.6
Berkshire Hathaway, Inc. Class B	1.4
Johnson & Johnson	1.3
JPMorgan Chase & Co.	1.2
	<u>27.2</u>

Top Market Sectors as of December 31, 2020

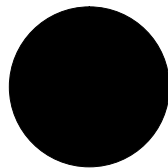
	% of fund's net assets
Information Technology	27.4
Health Care	13.3
Consumer Discretionary	12.6
Communication Services	10.7
Financials	10.4
Industrials	8.3
Consumer Staples	6.5
Utilities	2.7
Materials	2.6
Real Estate	2.4

Asset Allocation (% of fund's net assets)

As of December 31, 2020 *

■ Stocks and Equity Futures

100.0%



* Foreign investments – 3.1%

Schedule of Investments December 31, 2020

Showing Percentage of Net Assets

Common Stocks – 99.2%

	Shares	Value
COMMUNICATION SERVICES – 10.7%		
Diversified Telecommunication Services – 1.4%		
AT&T, Inc.	2,252,995	\$ 64,796,136
CenturyLink, Inc.	314,533	3,066,697
Verizon Communications, Inc.	1,308,543	76,876,901
		<u>144,739,734</u>
Entertainment – 2.3%		
Activision Blizzard, Inc.	244,343	22,687,248
Electronic Arts, Inc.	91,744	13,174,438
Live Nation Entertainment, Inc. (a)	45,733	3,360,461
Netflix, Inc. (a)	139,648	75,511,863
Take-Two Interactive Software, Inc. (a)	36,548	7,594,309
The Walt Disney Co.	572,244	103,679,168
		<u>226,007,487</u>
Interactive Media & Services – 5.4%		
Alphabet, Inc.:		
Class A (a)	95,140	166,746,170
Class C (a)	91,666	160,587,832
Facebook, Inc. Class A (a)	759,938	207,584,664
Twitter, Inc. (a)	251,314	13,608,653
		<u>548,527,319</u>
Media – 1.3%		
Charter Communications, Inc. Class A (a)	46,120	30,510,686
Comcast Corp. Class A	1,443,127	75,619,855
Discovery Communications, Inc.:		
Class A (a) (b)	48,233	1,451,331
Class C (non-vtg.) (a)	95,064	2,489,726
DISH Network Corp. Class A (a)	79,485	2,570,545
Fox Corp.:		
Class A	106,803	3,110,103
Class B	47,399	1,368,883
Interpublic Group of Companies, Inc.	123,833	2,912,552
News Corp.:		
Class A	122,171	2,195,413
Class B	41,101	730,365
Omnicom Group, Inc.	68,508	4,272,844
ViacomCBS, Inc. Class B	177,371	6,608,843
		<u>133,841,146</u>
Wireless Telecommunication Services – 0.3%		
T-Mobile U.S., Inc.	184,458	24,874,161
		<u>1,077,989,847</u>
CONSUMER DISCRETIONARY – 12.6%		
Auto Components – 0.1%		
Aptiv PLC	85,387	11,125,072
BorgWarner, Inc.	76,070	2,939,345
		<u>14,064,417</u>
Automobiles – 2.0%		
Ford Motor Co.	1,235,155	10,857,012
General Motors Co.	398,076	16,575,885
Tesla, Inc. (a) (b)	239,711	169,156,861
		<u>196,589,758</u>
Distributors – 0.1%		
Genuine Parts Co.	46,019	4,621,688

	Shares	Value
LKQ Corp. (a)	87,438	\$ 3,081,315
Pool Corp.	12,615	4,699,088
		<u>12,402,091</u>
Hotels, Restaurants & Leisure – 1.7%		
Carnival Corp.	234,639	5,082,281
Chipotle Mexican Grill, Inc. (a)	8,847	12,268,223
Darden Restaurants, Inc.	41,565	4,951,223
Domino's Pizza, Inc.	12,369	4,743,017
Hilton Worldwide Holdings, Inc.	87,697	9,757,168
Las Vegas Sands Corp.	103,390	6,162,044
Marriott International, Inc. Class A	84,044	11,087,084
McDonald's Corp.	235,642	50,564,060
MGM Resorts International	128,787	4,058,078
Norwegian Cruise Line Holdings Ltd. (a) (b)	101,207	2,573,694
Royal Caribbean Cruises Ltd.	58,829	4,393,938
Starbucks Corp.	371,113	39,701,669
Wynn Resorts Ltd.	30,463	3,437,140
Yum! Brands, Inc.	95,490	10,366,394
		<u>169,146,013</u>
Household Durables – 0.4%		
D.R. Horton, Inc.	104,429	7,197,247
Garmin Ltd.	46,846	5,605,592
Leggett & Platt, Inc.	42,826	1,897,192
Lennar Corp. Class A	86,351	6,582,537
Mohawk Industries, Inc. (a)	19,252	2,713,569
Newell Brands, Inc.	121,723	2,584,179
NVR, Inc. (a)	1,095	4,467,447
PulteGroup, Inc.	84,004	3,622,252
Whirlpool Corp.	19,848	3,582,366
		<u>38,252,381</u>
Internet & Direct Marketing Retail – 4.9%		
Amazon.com, Inc. (a)	134,820	439,099,303
eBay, Inc.	207,002	10,401,851
Etsy, Inc. (a)	39,852	7,090,069
Expedia, Inc.	42,620	5,642,888
The Booking Holdings, Inc. (a)	12,946	28,834,237
		<u>491,068,348</u>
Leisure Products – 0.0%		
Hasbro, Inc.	40,654	3,802,775
Multiline Retail – 0.5%		
Dollar General Corp.	77,469	16,291,731
Dollar Tree, Inc. (a)	74,318	8,029,317
Target Corp.	158,336	27,951,054
		<u>52,272,102</u>
Specialty Retail – 2.2%		
Advance Auto Parts, Inc.	21,359	3,364,256
AutoZone, Inc. (a)	7,323	8,680,977
Best Buy Co., Inc.	72,806	7,265,311
CarMax, Inc. (a)	52,060	4,917,588
Gap, Inc.	66,097	1,334,498
L Brands, Inc.	72,919	2,711,858
Lowe's Companies, Inc.	231,588	37,172,190
O'Reilly Automotive, Inc. (a)	22,893	10,360,685
Ross Stores, Inc.	112,465	13,811,827
The Home Depot, Inc.	340,361	90,406,689
Tiffany & Co., Inc.	34,477	4,532,002

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

Schedule of Investments – continued

Common Stocks – continued

	Shares	Value
CONSUMER DISCRETIONARY – continued		
Specialty Retail – continued		
TJX Companies, Inc.	379,412	\$ 25,910,045
Tractor Supply Co.	36,709	5,160,551
Ultra Beauty, Inc. (a)	17,993	5,166,870
		<u>220,795,347</u>
Textiles, Apparel & Luxury Goods – 0.7%		
Hanesbrands, Inc.	112,546	1,640,921
NIKE, Inc. Class B	396,562	56,101,626
PVH Corp.	22,969	2,156,559
Ralph Lauren Corp.	15,394	1,596,974
Tapestry, Inc.	86,026	2,673,688
Under Armour, Inc.:		
Class A (sub. vtg.) (a)	59,654	1,024,259
Class C (non-vtg.) (a)	62,831	934,925
VF Corp.	100,845	8,613,171
		<u>74,742,123</u>
TOTAL CONSUMER DISCRETIONARY		<u>1,273,135,355</u>
CONSUMER STAPLES – 6.5%		
Beverages – 1.6%		
Brown-Forman Corp. Class B (non-vtg.)	57,417	4,560,632
Constellation Brands, Inc. Class A (sub. vtg.)	53,425	11,702,746
Molson Coors Beverage Co. Class B	59,741	2,699,696
Monster Beverage Corp. (a)	116,846	10,805,918
PepsiCo, Inc.	436,989	64,805,469
The Coca-Cola Co.	1,222,763	67,056,323
		<u>161,630,784</u>
Food & Staples Retailing – 1.4%		
Costco Wholesale Corp.	139,508	52,563,824
Kroger Co.	244,739	7,772,911
Sysco Corp.	160,961	11,952,964
Walgreens Boots Alliance, Inc.	226,999	9,052,720
Walmart, Inc.	438,313	63,182,819
		<u>144,525,238</u>
Food Products – 1.0%		
Archer Daniels Midland Co.	175,923	8,868,278
Campbell Soup Co.	63,080	3,049,918
Conagra Brands, Inc.	153,356	5,560,689
General Mills, Inc.	193,367	11,369,980
Hormel Foods Corp.	89,678	4,179,892
Kellogg Co.	80,130	4,986,490
Lamb Weston Holdings, Inc.	46,489	3,660,544
McCormick & Co., Inc. (non-vtg.)	78,638	7,517,793
Mondelez International, Inc.	452,476	26,456,272
The Hershey Co.	46,673	7,109,698
The J.M. Smucker Co.	36,484	4,217,550
The Kraft Heinz Co.	204,403	7,084,608
Tyson Foods, Inc. Class A	92,857	5,983,705
		<u>100,045,417</u>
Household Products – 1.6%		
Church & Dwight Co., Inc.	78,134	6,815,629
Clorox Co.	39,835	8,043,483
Colgate-Palmolive Co.	271,152	23,186,208

	Shares	Value
Kimberly-Clark Corp.	107,539	\$ 14,499,483
Procter & Gamble Co.	784,096	109,099,117
		<u>161,643,920</u>
Personal Products – 0.2%		
Estee Lauder Companies, Inc. Class A	71,633	19,067,988
Tobacco – 0.7%		
Altria Group, Inc.	587,440	24,085,040
Philip Morris International, Inc.	492,384	40,764,471
		<u>64,849,511</u>
TOTAL CONSUMER STAPLES		<u>651,762,858</u>
ENERGY – 2.3%		
Energy Equipment & Services – 0.2%		
Baker Hughes Co. Class A	215,480	4,492,758
Halliburton Co.	280,332	5,298,275
National Oilwell Varco, Inc.	125,346	1,721,001
Schlumberger Ltd.	437,359	9,547,547
TechnipFMC PLC	136,194	1,280,224
		<u>22,339,805</u>
Oil, Gas & Consumable Fuels – 2.1%		
Apache Corp.	122,014	1,731,379
Cabot Oil & Gas Corp.	128,433	2,090,889
Chevron Corp.	608,140	51,357,423
Concho Resources, Inc.	62,690	3,657,962
ConocoPhillips Co.	336,685	13,464,033
Devon Energy Corp.	123,663	1,955,112
Diamondback Energy, Inc.	50,839	2,460,608
EOG Resources, Inc.	183,821	9,167,153
Exxon Mobil Corp.	1,335,691	55,057,183
Hess Corp.	85,846	4,531,810
HollyFrontier Corp.	48,217	1,246,409
Kinder Morgan, Inc.	613,743	8,389,867
Marathon Oil Corp.	255,631	1,705,059
Marathon Petroleum Corp.	205,233	8,488,437
Occidental Petroleum Corp.	263,815	4,566,638
ONEOK, Inc.	141,635	5,435,951
Phillips 66 Co.	137,627	9,625,632
Pioneer Natural Resources Co.	51,771	5,896,199
The Williams Companies, Inc.	382,981	7,678,769
Valero Energy Corp.	128,649	7,277,674
		<u>205,784,187</u>
TOTAL ENERGY		<u>228,123,992</u>
FINANCIALS – 10.4%		
Banks – 3.9%		
Bank of America Corp.	2,407,158	72,960,959
Citigroup, Inc.	658,171	40,582,824
Citizens Financial Group, Inc.	133,652	4,779,396
Comerica, Inc.	43,124	2,408,907
Fifth Third Bancorp	223,405	6,159,276
First Republic Bank	55,080	8,092,904
Huntington Bancshares, Inc.	320,234	4,044,555
JPMorgan Chase & Co.	963,792	122,469,049
KeyCorp	305,923	5,020,196

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

Common Stocks – continued

	Shares	Value
FINANCIALS – continued		
Banks – continued		
M&T Bank Corp.	40,583	\$ 5,166,216
Peoples United Financial, Inc.	137,423	1,776,879
PNC Financial Services Group, Inc.	134,021	19,969,129
Regions Financial Corp.	302,998	4,884,328
SVB Financial Group (a)	16,369	6,348,389
Truist Financial Corp.	426,242	20,429,779
U.S. Bancorp	433,692	20,205,710
Wells Fargo & Co.	1,307,038	39,446,407
Zions Bancorp NA	50,678	2,201,452
		<u>386,946,355</u>
Capital Markets – 2.7%		
Ameriprise Financial, Inc.	37,280	7,244,622
Bank of New York Mellon Corp.	257,613	10,933,096
BlackRock, Inc. Class A	44,841	32,354,575
Choe Global Markets, Inc.	33,960	3,162,355
Charles Schwab Corp.	471,474	25,006,981
CME Group, Inc.	113,518	20,665,952
Franklin Resources, Inc.	86,128	2,152,339
Goldman Sachs Group, Inc.	108,715	28,669,233
Intercontinental Exchange, Inc.	177,539	20,468,471
Invesco Ltd.	121,501	2,117,762
MarketAxess Holdings, Inc.	12,007	6,850,714
Moody's Corp.	51,089	14,828,071
Morgan Stanley	451,716	30,956,097
MSCI, Inc.	26,205	11,701,319
NASDAQ, Inc.	35,964	4,773,861
Northern Trust Corp.	65,442	6,095,268
Raymond James Financial, Inc.	38,873	3,718,980
S&P Global, Inc.	76,087	25,012,080
State Street Corp.	111,460	8,112,059
T. Rowe Price Group, Inc.	71,626	10,843,460
		<u>275,667,295</u>
Consumer Finance – 0.5%		
American Express Co.	206,285	24,941,919
Capital One Financial Corp.	144,622	14,295,885
Discover Financial Services	96,956	8,777,427
Synchrony Financial	170,389	5,914,202
		<u>53,929,433</u>
Diversified Financial Services – 1.4%		
Berkshire Hathaway, Inc. Class B (a)	615,319	142,674,017
Insurance – 1.9%		
AFLAC, Inc.	206,669	9,190,570
Allstate Corp.	96,175	10,572,518
American International Group, Inc.	272,011	10,298,336
Aon PLC	72,292	15,273,131
Arthur J. Gallagher & Co.	60,555	7,491,259
Assurant, Inc.	18,570	2,529,605
Chubb Ltd.	142,683	21,961,767
Cincinnati Financial Corp.	46,993	4,105,778
Everest Re Group Ltd.	12,487	2,923,082
Globe Life, Inc.	30,305	2,877,763
Hartford Financial Services Group, Inc.	114,173	5,592,194
Lincoln National Corp.	58,408	2,938,506
Loews Corp.	73,461	3,307,214

	Shares	Value
Marsh & McLennan Companies, Inc.	160,468	\$ 18,774,756
MetLife, Inc.	241,735	11,349,458
Principal Financial Group, Inc.	81,370	4,036,766
Progressive Corp.	185,206	18,313,169
Prudential Financial, Inc.	125,048	9,762,497
The Travelers Companies, Inc.	80,101	11,243,777
Unum Group	65,915	1,512,090
W.R. Berkley Corp.	44,582	2,961,136
Willis Towers Watson PLC	40,763	8,587,949
		<u>185,603,321</u>
TOTAL FINANCIALS		<u>1,044,820,421</u>
HEALTH CARE – 13.3%		
Biotechnology – 1.8%		
AbbVie, Inc.	558,062	59,796,343
Alexion Pharmaceuticals, Inc. (a)	69,135	10,801,652
Amgen, Inc.	184,004	42,306,200
Biogen, Inc. (a)	48,619	11,904,848
Gilead Sciences, Inc.	396,246	23,085,292
Incyte Corp. (a)	59,368	5,163,829
Regeneron Pharmaceuticals, Inc. (a)	33,134	16,007,367
Vertex Pharmaceuticals, Inc. (a)	82,133	19,411,313
		<u>188,476,844</u>
Health Care Equipment & Supplies – 3.8%		
Abbott Laboratories	560,310	61,348,342
Abiomed, Inc. (a)	14,358	4,654,864
Align Technology, Inc. (a)	22,683	12,121,342
Baxter International, Inc.	161,071	12,924,337
Becton, Dickinson & Co.	91,685	22,941,421
Boston Scientific Corp. (a)	452,434	16,265,002
Danaher Corp.	199,907	44,407,341
Dentsply Sirona, Inc.	69,563	3,642,319
DexCom, Inc. (a)	30,340	11,217,305
Edwards Lifesciences Corp. (a)	197,008	17,973,040
Hologic, Inc. (a)	81,233	5,916,199
IDEXX Laboratories, Inc. (a)	26,978	13,485,493
Intuitive Surgical, Inc. (a)	37,160	30,400,596
Medtronic PLC	425,504	49,843,539
ResMed, Inc.	45,828	9,741,200
STERIS PLC	27,181	5,151,887
Stryker Corp.	103,339	25,322,189
Teleflex, Inc.	14,628	6,020,446
The Cooper Companies, Inc.	15,444	5,611,114
Varian Medical Systems, Inc. (a)	28,806	5,041,338
West Pharmaceutical Services, Inc.	23,261	6,590,074
Zimmer Biomet Holdings, Inc.	65,476	10,089,197
		<u>380,708,585</u>
Health Care Providers & Services – 2.6%		
AmerisourceBergen Corp.	46,342	4,530,394
Anthem, Inc.	78,608	25,240,243
Cardinal Health, Inc.	93,581	5,012,198
Centene Corp. (a)	183,167	10,995,515
Cigna Corp.	114,164	23,766,662
CVS Health Corp.	413,710	28,256,393
DaVita HealthCare Partners, Inc. (a)	23,298	2,735,185

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

Schedule of Investments – continued

Common Stocks – continued

	Shares	Value
HEALTH CARE – continued		
Health Care Providers & Services – continued		
HCA Holdings, Inc.	83,406	\$ 13,716,951
Henry Schein, Inc. (a)	45,431	3,037,517
Humana, Inc.	41,841	17,166,107
Laboratory Corp. of America Holdings (a)	30,697	6,248,374
McKesson Corp.	50,761	8,828,353
Quest Diagnostics, Inc.	42,435	5,056,979
UnitedHealth Group, Inc.	299,948	105,185,765
Universal Health Services, Inc. Class B	24,725	3,399,688
		<u>263,176,324</u>
Health Care Technology – 0.1%		
Cerner Corp.	96,489	7,572,457
Life Sciences Tools & Services – 1.2%		
Agilent Technologies, Inc.	96,692	11,457,035
Bio-Rad Laboratories, Inc. Class A (a)	6,831	3,982,063
Illumina, Inc. (a)	46,129	17,067,730
IQVIA Holdings, Inc. (a)	60,551	10,848,923
Mettler-Toledo International, Inc. (a)	7,521	8,571,533
PerkinElmer, Inc.	35,259	5,059,667
Thermo Fisher Scientific, Inc.	125,271	58,348,726
Waters Corp. (a)	19,741	4,884,318
		<u>120,219,995</u>
Pharmaceuticals – 3.8%		
Bristol-Myers Squibb Co.	714,109	44,296,181
Catalent, Inc. (a)	52,470	5,460,553
Eli Lilly & Co.	250,951	42,370,567
Johnson & Johnson	832,197	130,971,164
Merck & Co., Inc.	799,810	65,424,458
Perrigo Co. PLC	44,108	1,972,510
Pfizer, Inc.	1,756,920	64,672,225
Viatris, Inc. (a)	380,663	7,133,625
Zoetis, Inc. Class A	150,212	24,860,086
		<u>387,161,369</u>
TOTAL HEALTH CARE		
		<u>1,347,315,574</u>
INDUSTRIALS – 8.3%		
Aerospace & Defense – 1.6%		
General Dynamics Corp.	73,471	10,933,954
Howmet Aerospace, Inc.	122,841	3,505,882
Huntington Ingalls Industries, Inc.	13,018	2,219,309
L3Harris Technologies, Inc.	66,432	12,556,977
Lockheed Martin Corp.	77,868	27,641,583
Northrop Grumman Corp.	49,013	14,935,241
Raytheon Technologies Corp.	479,919	34,319,008
Teledyne Technologies, Inc. (a)	11,603	4,548,144
Textron, Inc.	72,533	3,505,520
The Boeing Co.	167,728	35,903,856
TransDigm Group, Inc.	17,199	10,643,601
		<u>160,713,075</u>
Air Freight & Logistics – 0.7%		
C.H. Robinson Worldwide, Inc.	43,005	4,036,879
Expeditors International of Washington, Inc.	53,559	5,093,996

	Shares	Value
FedEx Corp.	76,361	\$ 19,824,843
United Parcel Service, Inc. Class B	226,109	38,076,756
		<u>67,032,474</u>
Airlines – 0.3%		
Alaska Air Group, Inc.	39,471	2,052,492
American Airlines Group, Inc. (b)	192,631	3,037,791
Delta Air Lines, Inc.	201,601	8,106,376
Southwest Airlines Co.	186,839	8,708,566
United Airlines Holdings, Inc. (a)	91,765	3,968,836
		<u>25,874,061</u>
Building Products – 0.4%		
A.O. Smith Corp.	43,520	2,385,766
Allegion PLC	29,407	3,422,387
Carrier Global Corp.	257,273	9,704,338
Fortune Brands Home & Security, Inc.	44,465	3,811,540
Johnson Controls International PLC	228,111	10,627,691
Masco Corp.	83,358	4,578,855
Trane Technologies PLC	75,803	11,003,563
		<u>45,534,140</u>
Commercial Services & Supplies – 0.4%		
Cintas Corp.	27,874	9,852,344
Copart, Inc. (a)	65,454	8,329,022
Republic Services, Inc.	66,276	6,382,379
Rollins, Inc.	68,679	2,683,289
Waste Management, Inc.	123,025	14,508,338
		<u>41,755,372</u>
Construction & Engineering – 0.1%		
Jacobs Engineering Group, Inc.	40,670	4,431,403
Quanta Services, Inc.	44,549	3,208,419
		<u>7,639,822</u>
Electrical Equipment – 0.5%		
AMETEK, Inc.	72,637	8,784,719
Eaton Corp. PLC	125,950	15,131,633
Emerson Electric Co.	188,897	15,181,652
Rockwell Automation, Inc.	36,715	9,208,489
		<u>48,306,493</u>
Industrial Conglomerates – 1.2%		
3M Co.	182,305	31,865,091
General Electric Co.	2,767,820	29,892,456
Honeywell International, Inc.	221,714	47,158,568
Roper Technologies, Inc.	33,124	14,279,425
		<u>123,195,540</u>
Machinery – 1.6%		
Caterpillar, Inc.	171,693	31,251,560
Cummins, Inc.	46,788	10,625,555
Deere & Co.	99,072	26,655,322
Dover Corp.	45,272	5,715,590
Flowserve Corp.	42,153	1,553,338
Fortive Corp.	106,489	7,541,551
IDEX Corp.	24,097	4,800,122
Illinois Tool Works, Inc.	91,072	18,567,759
Ingersoll Rand, Inc. (a)	118,480	5,397,949
Otis Worldwide Corp.	128,764	8,698,008
PACCAR, Inc.	109,482	9,446,107
Parker Hannifin Corp.	40,679	11,081,366
Pentair PLC	53,508	2,840,740

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

Common Stocks – continued

	Shares	Value		Shares	Value
INDUSTRIALS – continued					
Machinery – continued					
Snap-On, Inc.	16,993	\$ 2,908,182			
Stanley Black & Decker, Inc.	50,625	9,039,600			
Westinghouse Air Brake Co.	56,233	4,116,256			
Xylem, Inc.	56,634	5,764,775			
		<u>166,003,780</u>			
Professional Services – 0.3%					
Equifax, Inc.	38,426	7,410,070			
IHS Markit Ltd.	117,809	10,582,782			
Nielsen Holdings PLC	115,369	2,407,751			
Robert Half International, Inc.	35,498	2,217,915			
Verisk Analytics, Inc.	51,448	10,680,090			
		<u>33,298,608</u>			
Road & Rail – 1.0%					
CSX Corp.	241,822	21,945,347			
J.B. Hunt Transport Services, Inc.	26,155	3,574,081			
Kansas City Southern	29,586	6,039,390			
Norfolk Southern Corp.	80,306	19,081,509			
Old Dominion Freight Lines, Inc.	30,294	5,912,783			
Union Pacific Corp.	213,042	44,359,605			
		<u>100,912,715</u>			
Trading Companies & Distributors – 0.2%					
Fastenal Co.	181,037	8,840,037			
United Rentals, Inc. (a)	22,996	5,333,002			
W.W. Grainger, Inc.	14,366	5,866,212			
		<u>20,039,251</u>			
TOTAL INDUSTRIALS		<u>840,305,331</u>			
INFORMATION TECHNOLOGY – 27.4%					
Communications Equipment – 0.8%					
Arista Networks, Inc. (a)	17,120	4,974,558			
Cisco Systems, Inc.	1,335,905	59,781,749			
F5 Networks, Inc. (a)	19,705	3,466,898			
Juniper Networks, Inc.	102,565	2,308,738			
Motorola Solutions, Inc.	53,594	9,114,196			
		<u>79,646,139</u>			
Electronic Equipment & Components – 0.6%					
Amphenol Corp. Class A	94,551	12,364,434			
CDW Corp.	44,921	5,920,139			
Corning, Inc.	241,205	8,683,380			
FLIR Systems, Inc.	42,342	1,855,850			
IPG Photonics Corp. (a)	11,496	2,572,690			
Keysight Technologies, Inc. (a)	58,521	7,730,039			
TE Connectivity Ltd.	104,478	12,649,151			
Vontier Corp. (a)	43,480	1,452,232			
Zebra Technologies Corp. Class A (a)	16,832	6,469,043			
		<u>59,696,958</u>			
IT Services – 5.4%					
Accenture PLC Class A	200,338	52,330,289			
Akamai Technologies, Inc. (a)	51,041	5,358,795			
Automatic Data Processing, Inc.	135,577	23,888,667			
Broadridge Financial Solutions, Inc.	36,797	5,637,300			
Cognizant Technology Solutions Corp. Class A	169,029	13,851,927			
DXC Technology Co.	82,127	2,114,770			
Fidelity National Information Services, Inc.	196,160	\$ 27,748,794			
Fiserv, Inc. (a)	181,770	20,696,332			
FleetCor Technologies, Inc. (a)	26,342	7,186,888			
Gartner, Inc. (a)	28,538	4,571,502			
Global Payments, Inc.	94,609	20,380,671			
IBM Corp.	281,671	35,456,745			
Jack Henry & Associates, Inc.	23,898	3,871,237			
Leidos Holdings, Inc.	42,690	4,487,573			
MasterCard, Inc. Class A	278,108	99,267,870			
Paychex, Inc.	101,227	9,432,332			
PayPal Holdings, Inc. (a)	370,369	86,740,420			
The Western Union Co.	128,528	2,819,904			
VeriSign, Inc. (a)	31,749	6,870,484			
Visa, Inc. Class A (b)	536,062	117,252,841			
		<u>549,965,341</u>			
Semiconductors & Semiconductor Equipment – 5.1%					
Advanced Micro Devices, Inc. (a)	380,175	34,865,849			
Analog Devices, Inc.	116,870	17,265,205			
Applied Materials, Inc.	288,770	24,920,851			
Broadcom, Inc.	127,909	56,004,956			
Intel Corp.	1,295,509	64,542,258			
KLA-Tencor Corp.	48,848	12,647,236			
Lam Research Corp.	45,530	21,502,453			
Maxim Integrated Products, Inc.	84,081	7,453,781			
Microchip Technology, Inc.	82,297	11,366,039			
Micron Technology, Inc. (a)	351,931	26,458,173			
NVIDIA Corp.	195,679	102,183,574			
Qorvo, Inc. (a)	35,906	5,970,091			
Qualcomm, Inc.	357,566	54,471,604			
Skyworks Solutions, Inc.	52,525	8,030,022			
Teradyne, Inc.	52,249	6,264,133			
Texas Instruments, Inc.	290,359	47,656,623			
Xilinx, Inc.	77,498	10,986,891			
		<u>512,589,739</u>			
Software – 8.5%					
Adobe, Inc. (a)	151,658	75,847,199			
ANSYS, Inc. (a)	27,145	9,875,351			
Autodesk, Inc. (a)	69,524	21,228,458			
Cadence Design Systems, Inc. (a)	88,222	12,036,127			
Citrix Systems, Inc.	38,666	5,030,447			
Fortinet, Inc. (a)	42,303	6,283,265			
Intuit, Inc.	83,083	31,559,078			
Microsoft Corp.	2,390,050	531,594,921			
NortonLifeLock, Inc.	185,785	3,860,612			
Oracle Corp.	599,825	38,802,679			
Paycom Software, Inc. (a)	15,431	6,978,670			
Salesforce.com, Inc. (a)	289,247	64,366,135			
ServiceNow, Inc. (a)	61,693	33,957,678			
Synopsys, Inc. (a)	48,259	12,510,663			
Tyler Technologies, Inc. (a)	12,643	5,518,922			
		<u>859,450,205</u>			
Technology Hardware, Storage & Peripherals – 7.0%					
Apple, Inc.	5,052,080	670,360,492			
Hewlett Packard Enterprise Co.	410,775	4,867,684			
HP, Inc.	434,443	10,682,953			
NetApp, Inc.	69,993	4,636,336			

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

Schedule of Investments – continued

Common Stocks – continued

	Shares	Value
INFORMATION TECHNOLOGY – continued		
Technology Hardware, Storage & Peripherals – continued		
Seagate Technology LLC (b)	70,452	\$ 4,379,296
Western Digital Corp.	95,718	5,301,820
Xerox Holdings Corp.	52,238	1,211,399
		<u>701,439,980</u>
TOTAL INFORMATION TECHNOLOGY		<u>2,762,788,362</u>
MATERIALS – 2.6%		
Chemicals – 1.8%		
Air Products & Chemicals, Inc.	69,843	19,082,504
Albemarle Corp. U.S.	33,992	5,014,500
Celanese Corp. Class A	36,742	4,774,255
CF Industries Holdings, Inc.	68,901	2,667,158
Corteva, Inc.	235,336	9,112,210
Dow, Inc.	234,179	12,996,935
DuPont de Nemours, Inc.	231,677	16,474,551
Eastman Chemical Co.	42,964	4,308,430
Ecolab, Inc.	78,481	16,980,149
FMC Corp.	40,666	4,673,743
International Flavors & Fragrances, Inc. (b)	34,204	3,722,763
Linde PLC	165,880	43,711,039
LyondellBasell Industries NV Class A	81,172	7,440,226
PPG Industries, Inc.	74,588	10,757,081
Sherwin-Williams Co.	25,836	18,987,135
The Mosaic Co.	111,033	2,554,869
		<u>183,257,548</u>
Construction Materials – 0.1%		
Martin Marietta Materials, Inc.	19,526	5,544,798
Vulcan Materials Co.	41,776	6,195,799
		<u>11,740,597</u>
Containers & Packaging – 0.4%		
Arcor PLC	492,740	5,799,550
Avery Dennison Corp.	26,624	4,129,649
Ball Corp.	103,403	9,635,092
International Paper Co.	123,539	6,142,359
Packaging Corp. of America	30,304	4,179,225
Sealed Air Corp.	50,164	2,297,010
WestRock Co.	83,546	3,636,757
		<u>35,819,642</u>
Metals & Mining – 0.3%		
Freeport-McMoRan, Inc.	459,150	11,947,083
Newmont Corp.	254,038	15,214,336
Nucor Corp.	94,685	5,036,295
		<u>32,197,714</u>
TOTAL MATERIALS		<u>263,015,501</u>
REAL ESTATE – 2.4%		
Equity Real Estate Investment Trusts (REITs) – 2.3%		
Alexandria Real Estate Equities, Inc.	39,281	7,000,660
American Tower Corp.	140,487	31,533,712
AvalonBay Communities, Inc.	44,193	7,089,883
Boston Properties, Inc.	44,601	4,216,133
Crown Castle International Corp.	136,429	21,718,133

	Shares	Value
Digital Realty Trust, Inc.	88,620	\$ 12,363,376
Duke Realty Corp.	116,690	4,664,099
Equinix, Inc.	28,194	20,135,591
Equity Residential (SBI)	107,826	6,391,925
Essex Property Trust, Inc.	20,587	4,887,766
Extra Space Storage, Inc.	40,448	4,686,305
Federal Realty Investment Trust (SBI)	22,100	1,881,152
Healthpeak Properties, Inc.	168,598	5,096,718
Host Hotels & Resorts, Inc.	220,241	3,222,126
Iron Mountain, Inc. (b)	89,722	2,645,005
Kimco Realty Corp.	133,395	2,002,259
Mid-America Apartment Communities, Inc.	36,521	4,626,845
Prologis (REIT), Inc.	233,849	23,305,391
Public Storage	48,210	11,133,135
Realty Income Corp.	110,292	6,856,854
Regency Centers Corp.	50,719	2,312,279
SBA Communications Corp. Class A	35,154	9,917,998
Simon Property Group, Inc.	103,156	8,797,144
SL Green Realty Corp.	23,504	1,400,368
UDR, Inc.	94,186	3,619,568
Ventas, Inc.	117,722	5,773,087
Vornado Realty Trust	50,348	1,879,994
Welltower, Inc.	131,942	8,526,092
Weyerhaeuser Co.	236,070	7,915,427
		<u>235,599,025</u>
Real Estate Management & Development – 0.1%		
CBRE Group, Inc. (a)	105,716	6,630,508
		<u>6,630,508</u>
TOTAL REAL ESTATE		<u>242,229,533</u>
UTILITIES – 2.7%		
Electric Utilities – 1.7%		
Alliant Energy Corp.	79,598	4,101,685
American Electric Power Co., Inc.	156,920	13,066,728
Duke Energy Corp.	232,695	21,305,554
Edison International	119,495	7,506,676
Entergy Corp.	63,047	6,294,612
Eversource Energy	72,488	4,023,809
Exelon Corp.	108,387	9,376,559
Exelon Corp.	308,133	13,009,375
FirstEnergy Corp.	172,714	5,286,776
NextEra Energy, Inc.	619,351	47,782,930
NRG Energy, Inc.	75,784	2,845,689
Pinnacle West Capital Corp.	35,857	2,866,767
PPL Corp.	242,645	6,842,589
Southern Co.	334,062	20,521,429
Xcel Energy, Inc.	166,161	11,077,954
		<u>175,909,132</u>
Gas Utilities – 0.0%		
Atmos Energy Corp.	39,345	3,754,693
Independent Power and Renewable Electricity Producers – 0.1%		
The AES Corp.	208,393	4,897,236
Multi-Utilities – 0.8%		
Ameren Corp.	78,062	6,093,520
CenterPoint Energy, Inc.	174,170	3,769,039
CMS Energy Corp.	90,033	5,492,913

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

Common Stocks – continued

	Shares	Value
UTILITIES – continued		
Multi-Utilities – continued		
Consolidated Edison, Inc.	108,697	\$ 7,855,532
Dominion Energy, Inc.	258,142	19,412,278
DTE Energy Co.	61,002	7,406,253
NiSource, Inc.	119,477	2,740,802
Public Service Enterprise Group, Inc.	160,055	9,331,207
Sempra Energy	91,221	11,622,468
WEC Energy Group, Inc.	99,982	9,201,343
		<u>82,925,355</u>
Water Utilities – 0.1%		
American Water Works Co., Inc.	57,478	8,821,149
		<u>8,821,149</u>
TOTAL UTILITIES		<u>276,307,565</u>
TOTAL COMMON STOCKS		
(Cost \$3,429,379,451)		<u>10,007,794,339</u>

Money Market Funds – 1.3%

Fidelity Cash Central Fund 0.11% (c)	72,138,917	72,153,345
Fidelity Securities Lending Cash Central Fund 0.11% (c) (d)	55,722,448	55,728,020

TOTAL MONEY MARKET FUNDS

(Cost \$127,878,688) **127,881,365**

TOTAL INVESTMENT IN SECURITIES – 100.5%

(Cost \$3,557,258,139) **10,135,675,704**

NET OTHER ASSETS (LIABILITIES) – (0.5)%

(49,675,440)

NET ASSETS – 100%

\$10,086,000,264

Futures Contracts

	Number of contracts	Expiration Date	Notional Amount	Value	Unrealized Appreciation/ (Depreciation)
Purchased					
Equity Index Contracts					
CME E-mini S&P 500 Index Contracts (United States)	447	March 2021	\$83,785,680	\$1,785,859	<u>\$ 1,785,859</u>

The notional amount of futures purchased as a percentage of Net Assets is 0.8%

Legend

- (a) Non-income producing
- (b) Security or a portion of the security is on loan at period end.
- (c) 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.
- (d) Investment made with cash collateral received from securities on loan.

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

Schedule of Investments – continued

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	\$ 158,436
Fidelity Securities Lending Cash Central Fund	200,953
Total	<u>\$ 359,389</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. Amount for Fidelity Securities Lending Cash Central Fund represents the income earned on investing cash collateral, less rebates paid to borrowers and any lending agent fees associated with the loan, plus any premium payments received for lending certain types of securities.

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.

Valuation Inputs at Reporting Date:

Description	Total	Level 1	Level 2	Level 3
Investments in Securities:				
Equities:				
Communication Services	\$ 1,077,989,847	\$ 1,077,989,847	\$ —	\$ —
Consumer Discretionary	1,273,135,355	1,273,135,355	—	—
Consumer Staples	651,762,858	651,762,858	—	—
Energy	228,123,992	228,123,992	—	—
Financials	1,044,820,421	1,044,820,421	—	—
Health Care	1,347,315,574	1,347,315,574	—	—
Industrials	840,305,331	840,305,331	—	—
Information Technology	2,762,788,362	2,762,788,362	—	—
Materials	263,015,501	263,015,501	—	—
Real Estate	242,229,533	242,229,533	—	—
Utilities	276,307,565	276,307,565	—	—
Money Market Funds	127,881,365	127,881,365	—	—
Total Investments in Securities:	<u>\$10,135,675,704</u>	<u>\$10,135,675,704</u>	<u>\$ —</u>	<u>\$ —</u>
Derivative Instruments:				
Assets				
Futures Contracts	\$ 1,785,859	\$ 1,785,859	\$ —	\$ —
Total Assets	\$ 1,785,859	\$ 1,785,859	\$ —	\$ —
Total Derivative Instruments:	<u>\$ 1,785,859</u>	<u>\$ 1,785,859</u>	<u>\$ —</u>	<u>\$ —</u>

Value of Derivative Instruments

The following table is a summary of the Fund's value of derivative instruments by primary risk exposure as of December 31, 2020. For additional information on derivative instruments, please refer to the Derivative Instruments section in the accompanying Notes to Financial Statements.

Primary Risk Exposure / Derivative Type	Value	
	Asset	Liability
Equity Risk		
Futures Contracts (a)	\$1,785,859	\$0
Total Equity Risk	<u>1,785,859</u>	<u>0</u>
Total Value of Derivatives	<u>\$1,785,859</u>	<u>\$0</u>

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

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

Financial Statements

Statement of Assets and Liabilities

December 31, 2020

Assets

Investment in securities, at value (including securities loaned of \$54,851,009) — See accompanying schedule:

Unaffiliated issuers (cost \$3,429,379,451)	\$ 10,007,794,339	
Fidelity Central Funds (cost \$127,878,688)	<u>127,881,365</u>	
Total Investment in Securities (cost \$3,557,258,139)		\$ 10,135,675,704
Segregated cash with brokers for derivative instruments		4,829,000
Cash		3
Receivable for fund shares sold		3,551,492
Dividends receivable		7,403,864
Distributions receivable from Fidelity Central Funds		15,980
Receivable for daily variation margin on futures contracts		545,363
Other receivables		<u>18,983</u>
Total assets		<u>10,152,040,389</u>

Liabilities

Payable for fund shares redeemed	\$ 9,065,162	
Accrued management fee	371,600	
Distribution and service plan fees payable	423,121	
Other affiliated payables	454,178	
Other payables and accrued expenses	18,984	
Collateral on securities loaned	<u>55,707,080</u>	
Total liabilities		<u>66,040,125</u>

Net Assets \$ 10,086,000,264

Net Assets consist of:

Paid in capital	\$ 3,432,653,701
Total accumulated earnings (loss)	<u>6,653,346,563</u>
Net Assets	<u>\$ 10,086,000,264</u>

Net Asset Value and Maximum Offering Price

Initial Class:
Net Asset Value, offering price and redemption price per share ($\$7,930,737,772 \div 21,342,477$ shares) \$ 371.59

Service Class:
Net Asset Value, offering price and redemption price per share ($\$138,694,515 \div 374,731$ shares) \$ 370.12

Service Class 2:
Net Asset Value, offering price and redemption price per share ($\$2,016,567,977 \div 5,498,745$ shares) \$ 366.73

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

Financial Statements – continued

Statement of Operations

		Year ended December 31, 2020
Investment Income		
Dividends		\$ 157,030,333
Interest		10,472
Income from Fidelity Central Funds (including \$200,953 from security lending)		<u>359,389</u>
Total income		<u>157,400,194</u>
Expenses		
Management fee	\$ 3,936,929	
Transfer agent fees	4,811,802	
Distribution and service plan fees	4,273,284	
Independent trustees' fees and expenses	49,685	
Legal	56	
Interest	15,666	
Commitment fees	<u>20,218</u>	
Total expenses before reductions	13,107,640	
Expense reductions	<u>(1,837)</u>	
Total expenses after reductions		<u>13,105,803</u>
Net investment income (loss)		<u>144,294,391</u>
Realized and Unrealized Gain (Loss)		
Net realized gain (loss) on:		
Investment securities:		
Unaffiliated issuers	73,084,569	
Fidelity Central Funds	12,629	
Futures contracts	<u>(387,845)</u>	
Total net realized gain (loss)		72,709,353
Change in net unrealized appreciation (depreciation) on:		
Investment securities:		
Unaffiliated issuers	1,241,211,756	
Fidelity Central Funds	(1,980)	
Futures contracts	<u>903,559</u>	
Total change in net unrealized appreciation (depreciation)		<u>1,242,113,335</u>
Net gain (loss)		<u>1,314,822,688</u>
Net increase (decrease) in net assets resulting from operations		<u>\$ 1,459,117,079</u>

Statement of Changes in Net Assets

	Year ended December 31, 2020	Year ended December 31, 2019
Increase (Decrease) in Net Assets		
Operations		
Net investment income (loss)	\$ 144,294,391	\$ 154,794,469
Net realized gain (loss)	72,709,353	46,079,613
Change in net unrealized appreciation (depreciation)	<u>1,242,113,335</u>	<u>1,991,220,335</u>
Net increase (decrease) in net assets resulting from operations	<u>1,459,117,079</u>	<u>2,192,094,417</u>
Distributions to shareholders	<u>(181,638,785)</u>	<u>(278,671,068)</u>
Share transactions – net increase (decrease)	<u>(466,996,900)</u>	<u>536,384,329</u>
Total increase (decrease) in net assets	810,481,394	2,449,807,678
Net Assets		
Beginning of period	9,275,518,870	6,825,711,192
End of period	<u>\$ 10,086,000,264</u>	<u>\$ 9,275,518,870</u>

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

Financial Highlights

VIP Index 500 Portfolio Initial Class

Years ended December 31, Selected Per-Share Data	2020	2019	2018	2017	2016
Net asset value, beginning of period	\$ 320.35	\$ 252.46	\$ 271.18	\$ 227.46	\$ 206.43
Income from Investment Operations					
Net investment income (loss) ^A	5.43	5.54	5.09	4.71	4.42
Net realized and unrealized gain (loss)	52.57	72.46	(17.22)	44.36	20.06
Total from investment operations	58.00	78.00	(12.13)	49.07	24.48
Distributions from net investment income	(5.72)	(5.82)	(5.28) ^B	(4.57)	(3.23)
Distributions from net realized gain	(1.04)	(4.29)	(1.31) ^B	(.78)	(.22)
Total distributions	(6.76)	(10.11)	(6.59)	(5.35)	(3.45)
Net asset value, end of period	\$ 371.59	\$ 320.35	\$ 252.46	\$ 271.18	\$ 227.46
Total Return ^{C,D}	18.24%	31.35%	(4.49)%	21.71%	11.86%
Ratios to Average Net Assets ^{E,F}					
Expenses before reductions	.10%	.10%	.10%	.10%	.10%
Expenses net of fee waivers, if any	.10%	.10%	.10%	.10%	.10%
Expenses net of all reductions	.10%	.10%	.10%	.10%	.10%
Net investment income (loss)	1.70%	1.90%	1.82%	1.89%	2.07%
Supplemental Data					
Net assets, end of period (000 omitted)	\$ 7,930,738	\$ 7,294,879	\$ 5,719,086	\$ 6,139,813	\$ 5,001,375
Portfolio turnover rate ^G	8%	7%	5%	5%	6%

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

^B The amounts shown reflect certain reclassifications related to book to tax differences that were made in the year shown.

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

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

^E 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.

^F 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.

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

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

Financial Highlights – continued

VIP Index 500 Portfolio Service Class

Years ended December 31, Selected Per-Share Data	2020	2019	2018	2017	2016
Net asset value, beginning of period	\$ 319.14	\$ 251.57	\$ 270.23	\$ 226.70	\$ 205.82
Income from Investment Operations					
Net investment income (loss) ^A	5.09	5.23	4.79	4.44	4.19
Net realized and unrealized gain (loss)	52.34	72.18	(17.13)	44.21	19.97
Total from investment operations	57.43	77.41	(12.34)	48.65	24.16
Distributions from net investment income	(5.41)	(5.55)	(5.01) ^B	(4.34)	(3.07)
Distributions from net realized gain	(1.04)	(4.29)	(1.31) ^B	(.78)	(.22)
Total distributions	(6.45)	(9.84)	(6.32)	(5.12)	(3.28) ^C
Net asset value, end of period	\$ 370.12	\$ 319.14	\$ 251.57	\$ 270.23	\$ 226.70
Total Return ^{D,E}	18.13%	31.22%	(4.59)%	21.59%	11.75%
Ratios to Average Net Assets ^{F,G}					
Expenses before reductions	.20%	.20%	.20%	.20%	.20%
Expenses net of fee waivers, if any	.20%	.20%	.20%	.20%	.20%
Expenses net of all reductions	.20%	.20%	.20%	.20%	.20%
Net investment income (loss)	1.60%	1.80%	1.72%	1.79%	1.97%
Supplemental Data					
Net assets, end of period (000 omitted)	\$ 138,695	\$ 117,666	\$ 89,704	\$ 92,965	\$ 77,697
Portfolio turnover rate ^H	8%	7%	5%	5%	6%

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

^B The amounts shown reflect certain reclassifications related to book to tax differences that were made in the year shown.

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

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

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

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

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

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

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

VIP Index 500 Portfolio Service Class 2

Years ended December 31, Selected Per-Share Data	2020	2019	2018	2017	2016
Net asset value, beginning of period	\$ 316.37	\$ 249.51	\$ 267.78	\$ 224.72	\$ 204.25
Income from Investment Operations					
Net investment income (loss) ^A	4.61	4.77	4.34	4.04	3.88
Net realized and unrealized gain (loss)	51.78	71.54	(16.96)	43.79	19.76
Total from investment operations	56.39	76.31	(12.62)	47.83	23.64
Distributions from net investment income	(4.99)	(5.16)	(4.34) ^B	(3.99)	(2.95)
Distributions from net realized gain	(1.04)	(4.29)	(1.31) ^B	(.78)	(.22)
Total distributions	(6.03)	(9.45)	(5.65)	(4.77)	(3.17)
Net asset value, end of period	\$ 366.73	\$ 316.37	\$ 249.51	\$ 267.78	\$ 224.72
Total Return ^{C,D}	17.95%	31.02%	(4.73)%	21.41%	11.58%
Ratios to Average Net Assets ^{E,F}					
Expenses before reductions	.35%	.35%	.35%	.35%	.35%
Expenses net of fee waivers, if any	.35%	.35%	.35%	.35%	.35%
Expenses net of all reductions	.35%	.35%	.35%	.35%	.35%
Net investment income (loss)	1.45%	1.65%	1.57%	1.64%	1.82%
Supplemental Data					
Net assets, end of period (000 omitted)	\$ 2,016,568	\$ 1,862,974	\$ 1,016,922	\$ 1,502,688	\$ 1,215,228
Portfolio turnover rate ^G	8%	7%	5%	5%	6%

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

^B The amounts shown reflect certain reclassifications related to book to tax differences that were made in the year shown.

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

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

^E 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.

^F 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.

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

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

Notes to Financial Statements

For the period ended December 31, 2020

1. Organization.

VIP Index 500 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 and Service Class 2 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. 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.

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

Changes in valuation techniques may result in transfers in or out of an assigned level within the disclosure hierarchy. The aggregate value of investments by input level as of December 31, 2020 is included at the end of the Fund's Schedule of Investments.

Investment Transactions and Income. For financial reporting purposes, the Fund's investment holdings and NAV include trades executed through the end of the last business day of the period. The NAV per share for processing shareholder transactions is calculated as of the close of business of the New York Stock Exchange (NYSE), normally 4:00 p.m. Eastern time and includes trades executed through the end of the prior business day. Gains and losses on securities sold are determined on the basis of identified cost and include proceeds received from litigation. 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. Interest income is accrued as earned and includes coupon interest and amortization of premium and accretion of discount on debt securities as applicable.

Class Allocations and Expenses. Investment income, realized and unrealized capital gains and losses, common expenses of 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 the 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 Index 500 Portfolio

\$18,983

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.

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

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

Book-tax differences are primarily due to futures contracts, market discount, certain deemed dividends, 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	\$6,746,779,662
Gross unrealized depreciation	(189,022,297)
Net unrealized appreciation (depreciation)	<u>\$6,557,757,365</u>
Tax Cost	<u>\$3,577,918,339</u>

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

Undistributed ordinary income	\$ 40,068,157
Undistributed long-term capital gain	\$ 55,540,023
Net unrealized appreciation (depreciation) on securities and other investments	<u>\$6,557,757,365</u>

The tax character of distributions paid was as follows:

	December 31, 2020	December 31, 2019
Ordinary Income	\$157,435,503	\$189,954,446
Long-term Capital Gains	<u>24,203,281</u>	<u>88,716,622</u>
Total	<u>\$181,638,784</u>	<u>\$278,671,068</u>

Notes to Financial Statements – continued

4. Derivative Instruments.

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

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

The Fund's use of derivatives increased or decreased its exposure to the following risk:

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

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

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

Futures Contracts. A futures contract is an agreement between two parties to buy or sell a specified underlying instrument for a fixed price at a specified future date. The Fund used futures contracts to manage its exposure to the stock market.

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

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

5. Purchases and Sales of Investments.

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

	Purchases (\$)	Sales (\$)
VIP Index 500 Portfolio	723,950,701	1,239,017,546

6. Fees and Other Transactions with Affiliates.

Management Fee and Expense Contract. 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 based on an annual rate of .045% of the Fund's average net assets. Under the management contract, the investment adviser pays all other fund-level expenses, except the compensation of the independent Trustees and certain other expenses such as interest expense, including commitment fees. In addition, under an expense contract, the investment adviser pays class-level expenses as necessary so that total expenses do not exceed an annual rate of .10% of each class' average net assets, excluding the distribution and service fee for each applicable class, with certain exceptions.

Sub-Adviser. Geode Capital Management, LLC (Geode), serves as sub-adviser for the Fund. Geode provides discretionary investment advisory services to the Fund and is paid by the investment adviser for providing these services.

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	\$ 118,201
Service Class 2	4,155,083
	<u>\$4,273,284</u>

Transfer Agent Fees. Fidelity Investments Institutional Operations Company LLC (FIIOC), an affiliate of the investment adviser, is the transfer, dividend disbursing, and shareholder servicing agent for each class. FIIOC receives asset-based fees based on each class's average net assets 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 .065% to .064%. Under the expense contract, each class pays a portion of the transfer agent fees equal to an annual rate of .055% of class-level average net assets. For the period, transfer agent fees for each class were as follows:

Initial Class	\$3,832,674
Service Class	65,010
Service Class 2	914,118
	<u>\$4,811,802</u>

Interfund Lending Program. Pursuant to an Exemptive Order issued by the SEC, the Fund, along with other registered investment companies having management contracts with Fidelity Management & Research Company LLC (FMR), or other affiliated entities of FMR, may participate in an interfund lending program. This program provides an alternative credit facility allowing the Fund to borrow from, or lend money to, other participating affiliated funds. At period end, there were no interfund loans outstanding. Activity in this program during the period for which loans were outstanding was as follows:

	Borrower or Lender	Average Loan Balance	Weighted Average Interest Rate	Interest Expense
VIP Index 500 Portfolio	Borrower	\$20,970,731	1.03%	\$15,666

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.

7. 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 Commitment fees on the Statement of Operations, and are as follows:

VIP Index 500 Portfolio	Amount \$20,218
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During the period, there were no borrowings on this line of credit.

8. Security Lending.

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

Notes to Financial Statements – continued

	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 Index 500 Portfolio	\$19,035	\$464	\$–

9. Expense Reductions.

Through arrangements with the Fund's custodian, credits realized as a result of certain uninvested cash balances were used to reduce the Fund's expenses. During the period, custodian credits reduced the Fund's expenses by \$1,837.

10. Distributions to Shareholders.

Distributions to shareholders of each class were as follows:

	Year ended December 31, 2020	Year ended December 31, 2019
Distributions to shareholders		
Initial Class	\$145,636,522	\$228,445,268
Service Class	2,382,180	3,546,518
Service Class 2	33,620,083	46,679,282
Total	<u>\$181,638,785</u>	<u>\$278,671,068</u>

11. 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
Initial Class				
Shares sold	3,059,684	2,647,754	\$ 932,410,160	\$ 769,737,549
Reinvestment of distributions	415,674	787,197	145,636,521	228,445,268
Shares redeemed	(4,904,628)	(3,316,362)	(1,523,166,500)	(972,881,354)
Net increase (decrease)	<u>(1,429,270)</u>	<u>118,589</u>	<u>\$ (445,119,819)</u>	<u>\$ 25,301,463</u>
Service Class				
Shares sold	34,884	37,954	\$ 10,894,556	\$ 10,974,722
Reinvestment of distributions	6,820	12,269	2,382,180	3,546,518
Shares redeemed	(35,666)	(38,107)	(11,130,854)	(11,067,349)
Net increase (decrease)	<u>6,038</u>	<u>12,116</u>	<u>\$ 2,145,882</u>	<u>\$ 3,453,891</u>
Service Class 2				
Shares sold	1,893,648	2,440,351	\$ 579,777,299	\$ 676,913,168
Reinvestment of distributions	97,397	161,025	33,620,083	46,679,282
Shares redeemed	(2,380,870)	(788,463)	(637,420,345)	(215,963,475)
Net increase (decrease)	<u>(389,825)</u>	<u>1,812,913</u>	<u>\$ (24,022,963)</u>	<u>\$ 507,628,975</u>

12. 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 for 39% of the total outstanding shares of the fund.

13. 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 Index 500 Portfolio

Opinion on the Financial Statements and Financial Highlights

We have audited the accompanying statement of assets and liabilities of VIP Index 500 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.

Trustees and Officers – continued

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).

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.

Trustees and Officers – continued

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).

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.

Trustees and Officers – continued

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- ^A	Beginning Account Value July 1, 2020	Ending Account Value December 31, 2020	Expenses Paid During Period- ^B July 1, 2020 to December 31, 2020
VIP Index 500 Portfolio				
Initial Class	.10%			
Actual		\$1,000.00	\$1,221.00	\$.56
Hypothetical- ^C		\$1,000.00	\$1,024.63	\$.51
Service Class	.20%			
Actual		\$1,000.00	\$1,220.40	\$1.12
Hypothetical- ^C		\$1,000.00	\$1,024.13	\$1.02
Service Class 2	.35%			
Actual		\$1,000.00	\$1,219.50	\$1.95
Hypothetical- ^C		\$1,000.00	\$1,023.38	\$1.78

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

^B 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.

^C 5% return per year before expenses

Distributions (Unaudited)

The Board of Trustees of VIP Index 500 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:

	Pay Date	Record Date	Dividends	Capital Gains
VIP Index 500 Portfolio				
Initial Class	02/12/21	02/12/21	\$0.979	\$2.577
Service Class	02/12/21	02/12/21	\$0.923	\$2.577
Service Class 2	02/12/21	02/12/21	\$0.840	\$2.577

The fund hereby designates as a capital gain dividend with respect to the taxable year ended December 31, 2020, \$55,569,188, or, if subsequently determined to be different, the net capital gain of such year.

Initial Class designates 52% and 100%; Service Class designates 55% and 100%; and Service Class 2 designates 58% and 100%; of the dividends distributed in February and December, respectively, during the fiscal year as qualifying for the dividends—received deduction for corporate shareholders.

Board Approval of Investment Advisory Contracts

VIP Index 500 Portfolio

At its September 2020 meeting, the Board of Trustees, including the Independent Trustees (together, the Board), voted to approve an amended and restated sub-advisory agreement with Geode Capital Management, LLC (Geode) for the fund (the Amended Contract) to decrease the sub-advisory fee rate paid by Fidelity Management & Research Company LLC (FMR), the fund's investment adviser, to Geode on behalf of the fund by 0.05 basis points. The Board, assisted by the advice of fund counsel and Independent Trustees' counsel, considered a broad range of information.

Nature, Extent, and Quality of Services Provided. The Board noted that it previously received and considered materials relating to the nature, extent and quality of services provided by FMR and Geode to the fund, including the resources dedicated to investment management and support services, shareholder and administrative services, the benefits to shareholders of investment in a large fund family and the investment performance of the fund in connection with the annual renewal of the fund's current management contract and sub-advisory agreements (Advisory Contracts). At its January 2020 meeting, the Board concluded that the nature, extent and quality of the services provided to the fund under the existing Advisory Contracts should benefit the fund's shareholders. The Board noted that approval of the Amended Contract would not change the fund's portfolio manager, the investment processes, the level or nature of services provided, the resources and personnel allocated or trading and compliance operations. The Board concluded that the nature, extent, and quality of services to be provided to the fund under the Amended Contract will continue to benefit the fund's shareholders.

Competitiveness of Management Fee and Total Expense Ratio. The Board considered that it received and reviewed information regarding the fund's current management fee and total expense ratio compared to "mapped groups" of competitive funds and classes in connection with the annual renewal of the Advisory Contracts. Based on its review, the Board concluded at its January 2020 meeting that the fund's current management fee and total expenses are fair and reasonable in light of the services that the fund receives and the other factors considered.

Costs of the Services and Profitability. The Board considered that it previously reviewed information regarding the revenues earned and the expenses incurred by FMR in providing services to the fund and the level of FMR's profitability. At its January 2020 meeting, the Board concluded that it was satisfied that FMR's profitability in connection with the operation of the fund was not excessive under the circumstances. Because the Board was approving an arrangement that would not result in any changes to the management fee rate, the Board did not consider the costs of the services provided by and the profits realized by FMR to be significant factors in its decision to approve the Amended Contract.

Economies of Scale. The Board considered that it previously received and reviewed information regarding whether there have been economies of scale in respect of the management of the Fidelity funds, whether the Fidelity funds (including the fund) have appropriately benefited from any such economies of scale, and whether there is potential for realization of any further economies of scale and that it concluded, at its January 2020 meeting, that economies of scale, if any, are being appropriately shared between fund shareholders and Fidelity. The Board did not consider economies of scale to be a significant factor in its decision to approve the Amended Contract because the proposed sub-advisory fee rate will be lower than the current sub-advisory fee rate.

Based on its evaluation of all of the conclusions noted above, and after considering all factors it believed relevant, the Board concluded that the advisory and sub-advisory fee arrangement are fair and reasonable, and that the fund's Amended Contract should be approved.

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	4,853,584,393.686	81.193
Against	724,297,295.725	12.116
Abstain	399,977,705.124	6.691
Broker Non-Vote	0.00	0.00
TOTAL	5,977,859,394.535	100.000

Proposal 1 reflects trust wide proposal and voting results.

