

Fidelity® Variable Insurance Products:

Growth Opportunities Portfolio

Semi-Annual Report
June 30, 2022



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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 COVID-19 emerged as a public health emergency that had a major influence on financial markets, primarily based on its impact on the global economy and corporate earnings. On March 11, 2020, the World Health Organization declared the COVID-19 outbreak a pandemic, citing sustained risk of further global spread. The pandemic prompted a number of measures to limit the spread of COVID-19, 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. To help stem the turmoil, the U.S. government took unprecedented action — in concert with the U.S. Federal Reserve and central banks around the world — to help support consumers, businesses, and the broader economy, and to limit disruption to the financial system.

In general, the overall impact of the pandemic lessened in 2021, amid a resilient economy and widespread distribution of three COVID-19 vaccines granted emergency use authorization from the U.S. Food and Drug Administration (FDA) early in the year. Still, the situation remains dynamic, and the extent and duration of its influence on financial markets and the economy is highly uncertain, due in part to a recent spike in cases based on highly contagious variants of the coronavirus.

Extreme events such as the COVID-19 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 continue to take extra steps to be responsive to customer needs. We encourage you to visit us online, where we offer ongoing updates, commentary, and analysis on the markets and our funds.

Investment Summary June 30, 2022 (Unaudited)

Top Holdings (% of Fund's net assets)

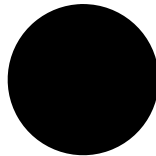
Microsoft Corp.	8.8
Alphabet, Inc. Class C	6.3
T-Mobile U.S., Inc.	4.0
NVIDIA Corp.	3.2
Amazon.com, Inc.	2.7
Tesla, Inc.	2.4
Freeport-McMoRan, Inc.	2.4
Alphabet, Inc. Class A	2.3
Roku, Inc. Class A	2.2
Exxon Mobil Corp.	2.0
	<hr/>
	36.3

Market Sectors (% of Fund's net assets)

Information Technology	37.1
Communication Services	18.6
Consumer Discretionary	11.4
Health Care	11.4
Energy	8.9
Materials	4.3
Utilities	2.6
Industrials	2.5
Financials	1.4
Consumer Staples	0.4
Real Estate	0.1

Asset Allocation (% of Fund's net assets)

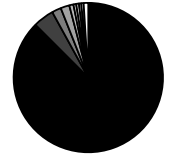
Stocks - 99.5
Bonds - 0.1
Short-Term Investments and Net Other Assets (Liabilities) - 0.3
Other Investments - 0.1



Foreign investments - 12.5%

Geographic Diversification (% of Fund's net assets)

United States of America*	87.5
Canada	4.5
Netherlands	2.0
Cayman Islands	1.9
India	0.9
Denmark	0.6
Singapore	0.6
Israel	0.5
Germany	0.5
Other	1.0



* Includes Short-Term investments and Net Other Assets (Liabilities).

Percentages are based on country or territory of incorporation and are adjusted for the effect of futures contracts, if applicable.

Schedule of Investments June 30, 2022 (Unaudited)

Showing Percentage of Net Assets

Common Stocks – 94.9%

	Shares	Value (\$)
COMMUNICATION SERVICES - 18.6%		
Diversified Telecommunication Services - 0.0%		
Starry Group Holdings, Inc. Class A (a)	45,731	188,412
Starry, Inc.	164,890	<u>645,379</u>
		<u>833,791</u>
Entertainment - 3.1%		
Roku, Inc. Class A (a)(b)	515,224	42,320,499
Sea Ltd. ADR (a)	270,088	<u>18,058,084</u>
		<u>60,378,583</u>
Interactive Media & Services - 10.8%		
Alphabet, Inc.:		
Class A (a)	20,776	45,276,306
Class C (a)	56,923	124,516,216
Meta Platforms, Inc. Class A (a)	179,779	28,989,364
Zoominfo Technologies, Inc. (a)(b)	408,700	<u>13,585,188</u>
		<u>212,367,074</u>
Media - 0.7%		
Innovid Corp. (c)	141,062	234,163
Magnite, Inc. (a)	587,050	5,213,004
TechTarget, Inc. (a)	135,128	<u>8,880,612</u>
		<u>14,327,779</u>
Wireless Telecommunication Services - 4.0%		
T-Mobile U.S., Inc. (a)	586,988	<u>78,973,366</u>
		<u>366,880,593</u>
CONSUMER DISCRETIONARY - 10.3%		
Automobiles - 2.4%		
Neutron Holdings, Inc. (a)(c)(d)	106,587	3,070
Rad Power Bikes, Inc. (a)(c)(d)	56,834	296,105
Tesla, Inc. (a)	70,525	<u>47,492,946</u>
		<u>47,792,121</u>
Diversified Consumer Services - 0.0%		
The Beachbody Co., Inc. (a)(c)	119,354	<u>143,225</u>
Hotels, Restaurants & Leisure - 0.6%		
Airbnb, Inc. Class A (a)	114,900	10,235,292
Sonder Holdings, Inc.	222,530	219,860
Sonder Holdings, Inc.:		
rights (a)(d)	2,658	1,515
rights (a)(d)	2,658	1,356
rights (a)(d)	2,657	1,222
rights (a)(d)	2,657	1,089
rights (a)(d)	2,657	1,010
rights (a)(d)	2,657	930
Sweetgreen, Inc. Class A	110,404	<u>1,286,207</u>
		<u>11,748,481</u>
Household Durables - 0.1%		
Purple Innovation, Inc. (a)(b)	246,010	<u>752,791</u>
Internet & Direct Marketing Retail - 6.2%		
Amazon.com, Inc. (a)	504,360	53,568,076
Cazoo Group Ltd. (a)(c)	37,900	27,288
Cazoo Group Ltd. Class A (a)(b)	1,840,267	1,324,992
Doordash, Inc. (a)(b)	199,800	12,821,166
FSN E-Commerce Ventures Private Ltd. (a)(c)	362,370	5,810,838
Global-e Online Ltd. (a)(b)	454,933	9,175,999
Lyft, Inc. (a)	574,516	7,629,572

Common Stocks – continued

	Shares	Value (\$)
CONSUMER DISCRETIONARY – continued		
Internet & Direct Marketing Retail – continued		
Uber Technologies, Inc. (a)	1,373,593	28,103,713
Wayfair LLC Class A (a)	76,874	3,348,631
Zomato Ltd. (a)(c)	1,567,800	<u>1,015,700</u>
		<u>122,825,975</u>
Specialty Retail - 0.5%		
Auto1 Group SE (a)(b)(e)	1,339,700	9,806,511
Lithia Motors, Inc. Class A (sub. vtg.)	900	<u>247,329</u>
		<u>10,053,840</u>
Textiles, Apparel & Luxury Goods - 0.5%		
Bombas LLC (a)(c)(d)	745,906	3,319,282
lululemon athletica, Inc. (a)	25,772	<u>7,025,705</u>
		<u>10,344,987</u>
		<u>203,661,420</u>
CONSUMER STAPLES - 0.2%		
Beverages - 0.1%		
Boston Beer Co., Inc. Class A (a)	5,700	<u>1,726,929</u>
Food & Staples Retailing - 0.0%		
Blink Health LLC Series A1 (a)(c)(d)	8,327	<u>315,926</u>
Food Products - 0.1%		
Local Bountif Corp. (a)	284,498	<u>904,704</u>
Household Products - 0.0%		
Procter & Gamble Co.	1,700	<u>244,443</u>
Tobacco - 0.0%		
JUUL Labs, Inc. Class B (a)(c)(d)	560	2,722
Philip Morris International, Inc.	2,700	<u>266,598</u>
		<u>269,320</u>
		<u>3,461,322</u>
ENERGY - 8.9%		
Energy Equipment & Services - 0.1%		
NOV, Inc.	48,400	<u>818,444</u>
Oil, Gas & Consumable Fuels - 8.8%		
Antero Resources Corp. (a)	919,900	28,194,935
Canadian Natural Resources Ltd.	429,100	23,058,458
Cenovus Energy, Inc. (Canada)	966,100	18,380,818
Cheniere Energy, Inc.	9,500	1,263,785
ConocoPhillips Co.	21,700	1,948,877
Exxon Mobil Corp.	455,400	39,000,456
Hess Corp.	290,200	30,743,788
Imperial Oil Ltd.	128,600	6,062,343
Ovintiv, Inc.	234,000	10,340,460
Pioneer Natural Resources Co.	15,200	3,390,816
Range Resources Corp. (a)	37,800	935,550
Tourmaline Oil Corp.	209,600	<u>10,898,484</u>
		<u>174,218,770</u>
		<u>175,037,214</u>
FINANCIALS - 1.3%		
Banks - 1.3%		
Starling Bank Ltd. Series D (a)(c)(d)	1,101,900	3,162,887

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

Common Stocks – continued

	Shares	Value (\$)
FINANCIALS – continued		
Banks – continued		
Wells Fargo & Co.	559,900	<u>21,931,283</u>
		<u>25,094,170</u>
HEALTH CARE - 11.3%		
Biotechnology - 2.7%		
ADC Therapeutics SA (a)	37,288	296,440
Agiros Pharmaceuticals, Inc. (a)	88,200	1,955,394
Alnylam Pharmaceuticals, Inc. (a)	67,651	9,866,898
ALX Oncology Holdings, Inc. (a)	85,500	691,695
Arcutis Biotherapeutics, Inc. (a)	40,700	867,317
Argenx SE ADR (a)	18,031	6,831,585
Ascendis Pharma A/S sponsored ADR (a)	16,125	1,498,980
Aurinia Pharmaceuticals, Inc. (a) (b)	235,500	2,366,775
Blueprint Medicines Corp. (a)	11,900	601,069
Celldex Therapeutics, Inc. (a)	107,200	2,890,112
Cyteir Therapeutics, Inc.	17,000	50,830
Cytokinetics, Inc. (a)	131,600	5,170,564
Erasca, Inc.	182,000	1,013,740
Exelixis, Inc. (a)	156,600	3,260,412
Fusion Pharmaceuticals, Inc. (a)	22,300	55,527
Icosavax, Inc. (a) (b)	68,900	394,797
Imago BioSciences, Inc.	95,900	1,284,101
Instil Bio, Inc. (a)	200,100	924,462
Keros Therapeutics, Inc. (a)	35,500	980,865
Mirati Therapeutics, Inc. (a)	22,300	1,496,999
Monte Rosa Therapeutics, Inc.	54,800	529,916
Morphic Holding, Inc. (a)	27,000	585,900
Nuvalent, Inc. Class A (a)	41,384	561,167
PTC Therapeutics, Inc. (a)	9,000	360,540
Relay Therapeutics, Inc. (a)	117,900	1,974,825
Tenaya Therapeutics, Inc. (a)	56,600	318,658
TG Therapeutics, Inc. (a)	89,800	381,650
Vaxcyte, Inc. (a)	132,104	2,874,583
Zentalis Pharmaceuticals, Inc. (a)	87,700	<u>2,464,370</u>
		<u>52,550,171</u>
Health Care Equipment & Supplies - 2.0%		
Boston Scientific Corp. (a)	572,792	21,347,958
Insulet Corp. (a)	26,800	5,840,792
Penumbra, Inc. (a)	24,900	3,100,548
TransMedics Group, Inc. (a) (b)	316,841	<u>9,964,649</u>
		<u>40,253,947</u>
Health Care Providers & Services - 5.9%		
agilon health, Inc. (a) (b)	840,000	18,337,200
Alignment Healthcare, Inc. (a)	127,600	1,455,916
Cano Health, Inc. (a)	881,700	3,861,846
Centene Corp. (a)	286,100	24,206,921
Guardant Health, Inc. (a)	104,900	4,231,666
Humana, Inc.	56,672	26,526,463
LifeStance Health Group, Inc. (b)	1,122,084	6,238,787
Oak Street Health, Inc. (a) (b)	819,900	13,479,156
P3 Health Partners, Inc. (a) (c)	285,914	1,010,420
Sema4 Holdings Corp. (a) (c)	30,200	38,052
Surgery Partners, Inc. (a)	38,000	1,098,960
The Oncology Institute, Inc. (c)	112,536	569,432

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

Common Stocks – continued

	Shares	Value (\$)
HEALTH CARE – continued		
Health Care Providers & Services – continued		
UnitedHealth Group, Inc.	31,348	<u>16,101,273</u>
		<u>117,156,092</u>
Life Sciences Tools & Services - 0.6%		
Danaher Corp.	31,600	8,011,232
Sartorius Stedim Biotech	9,826	<u>3,081,939</u>
		<u>11,093,171</u>
Pharmaceuticals - 0.1%		
Arvinas Holding Co. LLC (a)	39,400	1,658,346
Nabiva Therapeutics PLC (a) (b)	163,155	29,694
Nuvation Bio, Inc. (a)	40,528	<u>131,311</u>
		<u>1,819,351</u>
		<u>222,872,732</u>
INDUSTRIALS - 1.5%		
Aerospace & Defense - 1.3%		
Lockheed Martin Corp.	20,200	8,685,192
Northrop Grumman Corp.	19,000	9,092,830
Raytheon Technologies Corp.	63,600	6,112,596
Space Exploration Technologies Corp. Class A (a) (c) (d)	13,000	910,000
The Boeing Co. (a)	9,500	<u>1,298,840</u>
		<u>26,099,458</u>
Air Freight & Logistics - 0.1%		
Delhivery Private Ltd. (c)	151,900	877,409
Deutsche Post AG	6,000	226,537
FedEx Corp.	800	<u>181,368</u>
		<u>1,285,314</u>
Building Products - 0.0%		
View, Inc. (a) (c)	179,413	<u>276,117</u>
Marine - 0.1%		
Golden Ocean Group Ltd. (b)	163,400	<u>1,901,976</u>
Road & Rail - 0.0%		
Bird Global, Inc. (a) (c)	87,563	38,177
Bird Global, Inc.:		
rights (a) (d)	15,639	469
rights (a) (d)	15,639	156
rights (a) (d)	15,638	0
		<u>38,802</u>
		<u>29,601,667</u>
INFORMATION TECHNOLOGY - 35.9%		
Communications Equipment - 0.1%		
Cisco Systems, Inc.	50,400	<u>2,149,056</u>
Electronic Equipment & Components - 1.1%		
Flex Ltd. (a)	764,652	11,064,514
Jabil, Inc.	197,500	<u>10,113,975</u>
		<u>21,178,489</u>
IT Services - 9.6%		
Block, Inc. Class A (a)	114,400	7,031,024
Cloudflare, Inc. (a)	26,000	1,137,500
Cognizant Technology Solutions Corp. Class A	174,900	11,804,001
Cytera Technologies, Inc. (a) (c)	143,648	1,628,968
Dlocal Ltd. (b)	333,865	8,763,956
EPAM Systems, Inc. (a)	19,900	5,866,122

Schedule of Investments (Unaudited) - Continued

Common Stocks – continued

	Shares	Value (\$)
INFORMATION TECHNOLOGY – continued		
IT Services – continued		
Flywire Corp. (a)	122,127	2,153,099
Globant SA (a)	1,200	208,800
GoDaddy, Inc. (a)	296,006	20,590,177
Marqeta, Inc. Class A (b)	588,260	4,770,789
MasterCard, Inc. Class A	80,556	25,413,807
MongoDB, Inc. Class A (a)	43,600	11,314,200
Nuvei Corp. (a) (e)	431,526	15,595,548
Payoneer Global, Inc. (a) (c)	65,400	256,368
Repay Holdings Corp. (a)	435,600	5,597,460
Shift4 Payments, Inc. (a) (b)	161,500	5,339,190
Shopify, Inc. Class A (a)	65,000	2,030,600
Snowflake, Inc. (a)	75,900	10,554,654
TaskUs, Inc. (b)	302,324	5,097,183
Thoughtworks Holding, Inc. (b)	128,015	1,806,292
Thoughtworks Holding, Inc. (e)	56,655	799,402
Twilio, Inc. Class A (a)	126,877	10,633,561
Visa, Inc. Class A	151,533	29,835,332
		<u>188,228,033</u>
Semiconductors & Semiconductor Equipment - 9.0%		
Advanced Micro Devices, Inc. (a)	70,100	5,360,547
Applied Materials, Inc.	174,995	15,921,045
GlobalFoundries, Inc.	453,500	18,294,190
Lam Research Corp.	29,244	12,462,331
Marvell Technology, Inc.	311,170	13,545,230
Micron Technology, Inc.	136,855	7,565,344
NVIDIA Corp.	419,652	63,615,047
NXP Semiconductors NV	156,845	23,217,765
onsemi (a)	360,939	18,158,841
		<u>178,140,340</u>
Software - 14.7%		
Bill.Com Holdings, Inc. (a)	40,600	4,463,564
BTRS Holdings, Inc. (a) (b)	33,851	168,578
CCC Intelligent Solutions Holdings, Inc. (a) (c)	26,636	245,051
Confluent, Inc. (b)	61,300	1,424,612
Datadog, Inc. Class A (a)	56,000	5,333,440
DoubleVerify Holdings, Inc. (a)	348,056	7,890,430
Dynatrace, Inc. (a)	665,200	26,235,488
Elastic NV (a)	124,381	8,416,862
Epic Games, Inc. (a) (c) (d)	8,216	7,640,880
Five9, Inc. (a)	37,600	3,426,864
GitLab, Inc.	37,800	2,008,692
HubSpot, Inc. (a)	16,093	4,838,360
Intapp, Inc.	314,300	4,601,352
Intuit, Inc.	30,290	11,674,978
Microsoft Corp.	676,244	173,679,745
Paycom Software, Inc. (a)	700	196,084
Pine Labs Private Ltd. (c) (d)	2,299	1,286,520
Riskified Ltd.:		
Class A (e)	3,675	16,317
Class B	143,774	638,357
Salesforce.com, Inc. (a)	47,931	7,910,532
SentinelOne, Inc. (b)	15,000	349,950
ServiceNow, Inc. (a)	23,018	10,945,519
Stripe, Inc. Class B (a) (c) (d)	10,400	265,928

Common Stocks – continued

	Shares	Value (\$)
INFORMATION TECHNOLOGY – continued		
Software – continued		
The Trade Desk, Inc. (a)	147,750	6,189,248
Viant Technology, Inc. (a)	169,415	860,628
		<u>290,707,979</u>
Technology Hardware, Storage & Peripherals - 1.4%		
Apple, Inc.	197,304	26,975,403
IonQ, Inc. (a) (c)	87,900	385,002
		<u>27,360,405</u>
		<u>707,764,302</u>
MATERIALS - 4.2%		
Chemicals - 1.0%		
CF Industries Holdings, Inc.	68,500	5,872,505
Nutrien Ltd.	126,600	10,088,754
The Mosaic Co.	67,100	3,169,133
		<u>19,130,392</u>
Metals & Mining - 3.2%		
Alcoa Corp.	180,300	8,218,074
ArcelorMittal SA Class A unit GDR	392,700	8,875,020
Freeport-McMoRan, Inc.	1,618,400	47,354,384
		<u>64,447,478</u>
Paper & Forest Products - 0.0%		
West Fraser Timber Co. Ltd. (b)	3,300	253,217
		<u>83,831,087</u>
REAL ESTATE - 0.1%		
Real Estate Management & Development - 0.1%		
Opendoor Technologies, Inc. (a) (b)	100,900	475,239
WeWork, Inc. (a)	259,600	1,303,192
		<u>1,778,431</u>
UTILITIES - 2.6%		
Electric Utilities - 1.8%		
Constellation Energy Corp.	54,233	3,105,382
Exelon Corp.	46,000	2,084,720
NextEra Energy, Inc.	14,100	1,092,186
ORSTED A/S (e)	92,794	9,773,428
PG&E Corp. (a)	1,905,000	19,011,900
		<u>35,067,616</u>
Independent Power and Renewable Electricity Producers - 0.8%		
NextEra Energy Partners LP	229,700	17,034,552
Vistra Corp.	200	4,570
		<u>17,039,122</u>
		<u>52,106,738</u>
TOTAL COMMON STOCKS		
(Cost \$1,624,348,788)		
		<u>1,872,089,676</u>

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

Preferred Stocks – 3.6%

	Shares	Value (\$)
Convertible Preferred Stocks - 2.5%		
CONSUMER DISCRETIONARY - 0.4%		
Automobiles – 0.0%		
Rad Power Bikes, Inc.:		
Series A(a)(c)(d)	7,410	38,606
Series C(a)(c)(d)	29,156	151,903
Series D(c)(d)	54,800	<u>285,508</u>
		<u>476,017</u>
Internet & Direct Marketing Retail – 0.3%		
Circle Internet Financial Ltd. Series F (c)	20,489	988,721
GoBrands, Inc. Series G (a)(c)(d)	10,300	2,212,852
Instacart, Inc.:		
Series H(a)(c)(d)	39,942	2,098,153
Series I(a)(c)(d)	13,388	<u>703,272</u>
		<u>6,002,998</u>
Textiles, Apparel & Luxury Goods – 0.1%		
Cellink Corp. Series D (c)(d)	49,900	<u>1,039,113</u>
		<u>7,518,128</u>
CONSUMER STAPLES - 0.2%		
Food & Staples Retailing – 0.1%		
Blink Health LLC Series C (a)(c)(d)	40,445	<u>1,534,483</u>
Food Products – 0.1%		
Bowery Farming, Inc. Series C1 (a)(c)(d)	57,277	<u>1,896,441</u>
Tobacco – 0.0%		
JUUL Labs, Inc.:		
Series C(a)(c)(d)	131,549	639,328
Series D(a)(c)(d)	741	<u>3,601</u>
		<u>642,929</u>
		<u>4,073,853</u>
HEALTH CARE - 0.1%		
Health Care Technology – 0.1%		
Aledade, Inc. Series E1 (c)(d)	19,932	<u>992,813</u>
INDUSTRIALS - 1.0%		
Aerospace & Defense – 0.6%		
Relativity Space, Inc. Series E (a)(c)(d)	149,903	2,734,231
Space Exploration Technologies Corp.:		
Series I(a)(c)(d)	3,941	2,758,700
Series N(a)(c)(d)	8,100	<u>5,670,000</u>
		<u>11,162,931</u>
Construction & Engineering – 0.3%		
Beta Technologies, Inc. Series A (a)(c)(d)	64,780	<u>6,683,353</u>
Road & Rail – 0.1%		
Convoy, Inc. Series D (a)(c)(d)	197,216	<u>2,137,821</u>
		<u>19,984,105</u>

Preferred Stocks – continued

	Shares	Value (\$)
Convertible Preferred Stocks – continued		
INFORMATION TECHNOLOGY - 0.7%		
Communications Equipment – 0.1%		
Meesho Series F (c)(d)	32,200	2,241,120
Xsight Labs Ltd. Series D (a)(c)(d)	74,300	<u>555,764</u>
		<u>2,796,884</u>
Electronic Equipment & Components – 0.1%		
Enevate Corp. Series E (a)(c)(d)	1,172,546	<u>1,299,983</u>
IT Services – 0.2%		
ByteDance Ltd. Series E1 (a)(c)(d)	17,456	2,660,993
Yanka Industries, Inc.:		
Series E(a)(c)(d)	53,172	1,013,458
Series F(a)(c)(d)	55,568	<u>1,059,126</u>
		<u>4,733,577</u>
Semiconductors & Semiconductor Equipment – 0.1%		
GaN Systems, Inc.:		
Series F1(c)(d)	44,969	301,742
Series F2(c)(d)	23,746	159,336
SiMa.ai:		
Series B(a)(c)(d)	171,100	1,213,253
Series B1(c)(d)	11,461	<u>81,269</u>
		<u>1,755,600</u>
Software – 0.2%		
Databricks, Inc. Series G (a)(c)(d)	9,000	1,423,980
Mountain Digital, Inc. Series D (c)(d)	118,780	1,734,188
Stripe, Inc. Series H (a)(c)(d)	4,500	115,065
Tenstorrent, Inc. Series C1 (a)(c)(d)	4,700	<u>264,516</u>
		<u>3,537,749</u>
		<u>14,123,793</u>
MATERIALS - 0.1%		
Metals & Mining – 0.1%		
Diamond Foundry, Inc. Series C (a)(c)(d)	99,028	<u>2,831,211</u>
TOTAL CONVERTIBLE PREFERRED STOCKS		<u>49,523,903</u>
Nonconvertible Preferred Stocks - 1.1%		
CONSUMER DISCRETIONARY - 0.6%		
Automobiles – 0.1%		
Neutron Holdings, Inc. Series 1C (a)(c)(d)	1,673,000	48,182
Waymo LLC Series A2 (a)(c)(d)	7,496	<u>687,548</u>
		<u>735,730</u>
Internet & Direct Marketing Retail – 0.5%		
Circle Internet Financial Ltd. Series E (c)	214,805	<u>10,365,673</u>
		<u>11,101,403</u>
FINANCIALS - 0.1%		
Diversified Financial Services – 0.1%		
Thriveworks TopCo LLC Series B (c)(d)(f)	105,185	<u>3,019,147</u>

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

Schedule of Investments (Unaudited) - Continued

Preferred Stocks – continued

	Shares	Value (\$)
Nonconvertible Preferred Stocks – continued		
INFORMATION TECHNOLOGY - 0.4%		
IT Services – 0.1%		
Gupshup, Inc. (a) (c) (d)	70,900	<u>1,383,259</u>
Software – 0.3%		
Pine Labs Private Ltd.:		
Series 1 (c) (d)	5,494	3,074,442
Series A (c) (d)	1,373	768,331
Series B (c) (d)	1,494	836,042
Series B2 (c) (d)	1,208	675,997
Series C (c) (d)	2,247	1,257,421
Series C1 (c) (d)	473	264,691
Series D (c) (d)	506	<u>283,158</u>
		<u>7,160,082</u>
TOTAL INFORMATION TECHNOLOGY		<u>8,543,341</u>
TOTAL NONCONVERTIBLE PREFERRED STOCKS		<u>22,663,891</u>
TOTAL PREFERRED STOCKS		<u>72,187,794</u>
		(Cost \$60,169,184)

Convertible Bonds – 0.1%

	Principal Amount (g)	Value (\$)
CONSUMER DISCRETIONARY - 0.1%		
Automobiles - 0.1%		
Neutron Holdings, Inc.:		
4% 10/27/25 (c) (d) (h)	1,609,900	1,482,235
4% 5/22/27 (c) (d)	130,700	151,403
4% 6/12/27 (c) (d)	35,600	<u>41,239</u>
Cost (\$1,776,200)		<u>1,674,877</u>

Preferred Securities – 0.1%

	Principal Amount (g)	Value (\$)
INFORMATION TECHNOLOGY - 0.1%		
Electronic Equipment & Components - 0.0%		
Enevate Corp. 0% 1/29/23 (c) (d)	499,219	<u>499,219</u>
Semiconductors & Semiconductor Equipment - 0.1%		
GaN Systems, Inc. 0% (c) (d) (i)	1,054,022	<u>1,054,022</u>
Software - 0.0%		
Tenstorrent, Inc. 0% (c) (d) (i)	260,000	<u>260,000</u>
TOTAL PREFERRED SECURITIES		<u>1,813,241</u>
		(Cost \$1,813,241)

Money Market Funds – 5.6%

	Shares	Value (\$)
Fidelity Cash Central Fund 1.58% (i)	9,139,249	9,141,077

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

Money Market Funds – continued

	Shares	Value (\$)
Fidelity Securities Lending Cash Central Fund 1.58% (j) (k)	101,111,127	<u>101,121,238</u>
TOTAL MONEY MARKET FUNDS		<u>110,262,315</u>
		(Cost \$110,262,315)

Equity Funds – 1.0%

	Shares	Value (\$)
Domestic Equity Funds - 1.0%		
iShares Russell 1000 Growth Index ETF (b) (Cost \$20,176,590)	89,900	<u>19,661,130</u>
TOTAL INVESTMENT IN SECURITIES – 105.3%		<u>2,077,689,033</u>
		(Cost \$1,818,546,318)
NET OTHER ASSETS (LIABILITIES) – (5.3)%		<u>(105,409,773)</u>
NET ASSETS – 100.0%		<u>1,972,279,260</u>

Security Type Abbreviations

ETF — EXCHANGE-TRADED FUND

Legend

- (a) Non-income producing
- (b) Security or a portion of the security is on loan at period end.
- (c) Restricted securities (including private placements) — Investment in securities not registered under the Securities Act of 1933 (excluding 144A issues). At the end of the period, the value of restricted securities (excluding 144A issues) amounted to \$105,435,442 or 5.3% of net assets.
- (d) Level 3 security
- (e) Security exempt from registration under Rule 144A of the Securities Act of 1933. These securities may be resold in transactions exempt from registration, normally to qualified institutional buyers. At the end of the period, the value of these securities amounted to \$35,991,206 or 1.8% of net assets.
- (f) Investment is owned by a wholly-owned subsidiary (Subsidiary) that is treated as a corporation for U.S. tax purposes.
- (g) Amount is stated in United States dollars unless otherwise noted.
- (h) Security initially issued at one coupon which converts to a higher coupon at a specified date. The rate shown is the rate at period end.
- (i) Security is perpetual in nature with no stated maturity date.
- (j) 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 are available on the SEC's website or upon request.
- (k) Investment made with cash collateral received from securities on loan.

Additional information on each restricted holding is as follows:

Security	Acquisition Date	Acquisition Cost (\$)
Aledade, Inc. Series E1	5/20/22	992,901
Beta Technologies, Inc. Series A	4/09/21	4,746,431
Bird Global, Inc.	5/11/21	875,630
Blink Health LLC Series A1	12/30/20	225,578
Blink Health LLC Series C	11/07/19 – 7/14/21	1,544,028
Bombas LLC	2/16/21 – 11/12/21	3,539,531
Bowery Farming, Inc. Series C1	5/18/21	3,450,899
ByteDance Ltd. Series E1	11/18/20	1,912,727
Cazoo Group Ltd.	3/28/21	379,000
CCC Intelligent Solutions Holdings, Inc.	2/02/21	266,360
Cellink Corp. Series D	1/20/22	1,039,113
Circle Internet Financial Ltd. Series E	5/11/21	3,486,300
Circle Internet Financial Ltd. Series F	5/09/22	863,406
Convoy, Inc. Series D	10/30/19	2,670,305
Cytera Technologies, Inc.	2/21/21	1,436,480
Databricks, Inc. Series G	2/01/21	1,596,311
Delhivery Private Ltd.	5/20/21	741,460
Diamond Foundry, Inc. Series C	3/15/21	2,376,672
Enevote Corp. Series E	1/29/21	1,299,984
Enevote Corp. 0% 1/29/23	1/29/21	499,219

Security	Acquisition Date	Acquisition Cost (\$)
Epic Games, Inc.	7/13/20 – 3/29/21	6,646,200
FSN E-Commerce Ventures Private Ltd.	10/07/20 – 10/26/20	994,523
GaN Systems, Inc. Series F1	11/30/21	381,337
GaN Systems, Inc. Series F2	11/30/21	201,366
GaN Systems, Inc. 0%	11/30/21	1,054,022
GoBrands, Inc. Series G	3/02/21	2,572,088
Gupshup, Inc.	6/08/21	1,621,143
Innovid Corp.	6/24/21	1,410,620
Instacart, Inc. Series H	11/13/20	2,396,520
Instacart, Inc. Series I	2/26/21	1,673,500
IonQ, Inc.	3/07/21	879,000
JUUL Labs, Inc. Class B	11/21/17	0
JUUL Labs, Inc. Series C	5/22/15	0
JUUL Labs, Inc. Series D	6/25/18	0
Meesho Series F	9/21/21	2,468,848
Mountain Digital, Inc. Series D	11/05/21	2,727,818
Neutron Holdings, Inc.	2/04/21	1,066
Neutron Holdings, Inc. Series 1C	7/03/18	305,891
Neutron Holdings, Inc. 4% 10/27/25	10/29/21	1,609,900
Neutron Holdings, Inc. 4% 5/22/27	6/04/20	130,700
Neutron Holdings, Inc. 4% 6/12/27	6/12/20	35,600
P3 Health Partners, Inc.	5/25/21	2,859,140
Payoneer Global, Inc.	2/03/21	654,000
Pine Labs Private Ltd.	6/30/21	857,205
Pine Labs Private Ltd. Series 1	6/30/21	2,048,493
Pine Labs Private Ltd. Series A	6/30/21	511,937
Pine Labs Private Ltd. Series B	6/30/21	557,053
Pine Labs Private Ltd. Series B2	6/30/21	450,415
Pine Labs Private Ltd. Series C	6/30/21	837,816
Pine Labs Private Ltd. Series C1	6/30/21	176,363
Pine Labs Private Ltd. Series D	6/30/21	188,667
Rad Power Bikes, Inc.	1/21/21	274,158
Rad Power Bikes, Inc. Series A	1/21/21	35,745
Rad Power Bikes, Inc. Series C	1/21/21	140,644
Rad Power Bikes, Inc. Series D	9/17/21	525,192
Relativity Space, Inc. Series E	5/27/21	3,423,050
Sema4 Holdings Corp.	2/09/21	302,000
SiMa.ai Series B	5/10/21	877,298
SiMa.ai Series B1	4/25/22	81,269
Space Exploration Technologies Corp. Class A	2/16/21	545,987
Space Exploration Technologies Corp. Series I	4/05/18	666,029
Space Exploration Technologies Corp. Series N	8/04/20	2,187,000
Starling Bank Ltd. Series D	6/18/21 – 4/05/22	2,084,120
Stripe, Inc. Class B	5/18/21	417,335
Stripe, Inc. Series H	3/15/21	180,563
Tenstorrent, Inc. Series C1	4/23/21	279,435
Tenstorrent, Inc. 0%	4/23/21	260,000
The Beachbody Co., Inc.	2/09/21	1,193,540
The Oncology Institute, Inc.	6/28/21	1,125,360
Thriveworks TopCo LLC Series B	7/23/21 – 2/25/22	3,019,147
View, Inc.	3/05/21	1,794,130
Waymo LLC Series A2	5/08/20	643,661
Xsight Labs Ltd. Series D	2/16/21	594,103

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

Schedule of Investments (Unaudited) - Continued

Security	Acquisition Date	Acquisition Cost (\$)	Security	Acquisition Date	Acquisition Cost (\$)
Yanka Industries, Inc. Series E	5/15/20	642,275	Zomato Ltd.	12/09/20 – 2/10/21	1,100,721
Yanka Industries, Inc. Series F	4/08/21	1,771,330			

Affiliated Central Funds

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

Affiliate	Value, beginning of period (\$)	Purchases (\$)	Sales Proceeds (\$)	Dividend Income (\$)	Realized Gain (loss) (\$)	Change in Unrealized appreciation (depreciation) (\$)	Value, end of period (\$)	%ownership, end of period
Fidelity Cash Central Fund 1.58%	3,496,381	210,124,203	204,479,507	9,801	—	—	9,141,077	0.0%
Fidelity Securities Lending Cash Central Fund 1.58%	124,803,443	632,812,339	656,494,544	393,073	—	—	101,121,238	0.3%
Total	<u>128,299,824</u>	<u>842,936,542</u>	<u>860,974,051</u>	<u>402,874</u>	<u>—</u>	<u>—</u>	<u>110,262,315</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 June 30, 2022, involving the Fund's assets and liabilities carried at fair value. The inputs or methodology used for valuing securities may not be an indication of the risk associated with investing in those securities. For more information on valuation inputs, and their aggregation into the levels used below, please refer to the Investment Valuation section in the accompanying Notes to Financial Statements.

Description	Valuation Inputs at Reporting Date:			
	Total (\$)	Level 1 (\$)	Level 2 (\$)	Level 3 (\$)
Investments in Securities:				
Equities:				
Communication Services	366,880,593	366,235,214	645,379	-
Consumer Discretionary	222,280,951	192,989,443	18,400,792	10,890,716
Consumer Staples	7,535,175	3,142,674	-	4,392,501
Energy	175,037,214	175,037,214	-	-
Financials	28,113,317	21,931,283	-	6,182,034
Health Care	223,865,545	221,862,312	1,010,420	992,813
Industrials	49,585,772	27,310,979	1,380,063	20,894,730
Information Technology	730,431,436	698,570,974	-	31,860,462
Materials	86,662,298	83,831,087	-	2,831,211
Real Estate	1,778,431	1,778,431	-	-
Utilities	52,106,738	42,333,310	9,773,428	-
Corporate Bonds	1,674,877	-	-	1,674,877
Preferred Securities	1,813,241	-	-	1,813,241
Money Market Funds	110,262,315	110,262,315	-	-
Equity Funds	<u>19,661,130</u>	<u>19,661,130</u>	-	-
Total Investments in Securities:	<u>2,077,689,033</u>	<u>1,964,946,366</u>	<u>31,210,082</u>	<u>81,532,585</u>

The following is a reconciliation of Investments in Securities for which Level 3 inputs were used in determining value:

Investments in Securities:

Equities - Industrials

Beginning Balance	\$	19,804,962
Net Realized Gain (Loss) on Investment Securities		—
Net Unrealized Gain (Loss) on Investment Securities		1,816,884

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

Cost of Purchases	—
Proceeds of Sales	—
Amortization/Accretion	—
Transfers into Level 3	—
Transfers out of Level 3	(727,116)
Ending Balance	\$ 20,894,730
The change in unrealized gain (loss) for the period attributable to Level 3 securities held at June 30, 2022	\$ 1,816,884
<u>Equities - Information Technology</u>	
Beginning Balance	\$ 35,813,938
Net Realized Gain (Loss) on Investment Securities	—
Net Unrealized Gain (Loss) on Investment Securities	(4,034,745)
Cost of Purchases	81,269
Proceeds of Sales	—
Amortization/Accretion	—
Transfers into Level 3	—
Transfers out of Level 3	—
Ending Balance	\$ 31,860,462
The change in unrealized gain (loss) for the period attributable to Level 3 securities held at June 30, 2022	\$ (4,034,745)
<u>Other Investments in Securities</u>	
Beginning Balance	\$ 40,714,229
Net Realized Gain (Loss) on Investment Securities	—
Net Unrealized Gain (Loss) on Investment Securities	(14,696,956)
Cost of Purchases	2,657,630
Proceeds of Sales	—
Amortization/Accretion	—
Transfers into Level 3	102,490
Transfers out of Level 3	—
Ending Balance	\$ 28,777,393
The change in unrealized gain (loss) for the period attributable to Level 3 securities held at June 30, 2022	\$ (14,696,956)

The information used in the above reconciliation represents fiscal year to date activity for any Investments in Securities identified as using Level 3 inputs at either the beginning or the end of the current fiscal period. Cost of purchases and proceeds of sales may include securities received and/or delivered through in-kind transactions. Transfers into Level 3 were attributable to a lack of observable market data resulting from decreases in market activity, decreases in liquidity, security restructurings or corporate actions. Transfers out of Level 3 were attributable to observable market data becoming available for those securities. Transfers in or out of Level 3 represent the beginning value of any Security or Instrument where a change in the pricing level occurred from the beginning to the end of the period. The cost of purchases and the proceeds of sales may include securities received or delivered through corporate actions or exchanges. Realized and unrealized gains (losses) disclosed in the reconciliation are included in Net Gain (Loss) on the Fund's Statement of Operations.

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

Financial Statements

Statement of Assets and Liabilities

June 30, 2022
(Unaudited)

Assets

Investment in securities, at value (including securities loaned of \$94,847,700) — See accompanying schedule:

Unaffiliated issuers (cost \$1,708,284,004) \$1,967,426,719

Fidelity Central Funds (cost \$110,262,314) 110,262,314

Total Investment in Securities (cost \$1,818,546,318)

Cash

Foreign currency held at value (cost \$97,772)

Receivable for investments sold

Receivable for fund shares sold

Dividends receivable

Interest receivable

Distributions receivable from Fidelity Central Funds

Other receivables

Total assets

Liabilities

Payable for investments purchased

Payable for fund shares redeemed

Accrued management fee

Distribution and service plan fees payable

Other affiliated payables

Other payables and accrued expenses

Collateral on securities loaned

Total Liabilities

Net Assets

Net Assets consist of:

Paid in capital

Total accumulated earnings (loss)

Net Assets

Net Asset Value and Maximum Offering Price

Initial Class :

Net Asset Value, offering price and redemption price per share (\$274,187,953 ÷ 6,490,370 shares)

Service Class :

Net Asset Value, offering price and redemption price per share (\$97,161,411 ÷ 2,307,787 shares)

Service Class 2 :

Net Asset Value, offering price and redemption price per share (\$854,868,966 ÷ 20,774,780 shares)

Investor Class :

Net Asset Value, offering price and redemption price per share (\$746,060,930 ÷ 17,848,591 shares)

\$ 2,077,689,033
343,653
97,772
2,450,137
857,008
675,935
25,208
50,317
2,011
2,082,191,074

\$6,020,721
803,668
922,380
196,289
207,924
646,811
101,114,021
109,911,814

\$ 1,972,279,260

\$ 1,861,553,377

110,725,883

\$ 1,972,279,260

\$ 42.25

\$ 42.10

\$ 41.15

\$ 41.80

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

Statement of Operations

		Six months ended June 30, 2022 (Unaudited)
Investment Income		
Dividends		\$ 6,048,199
Interest		14,801
Income from Fidelity Central Funds (including \$393,073 from security lending)		402,874
Total Income		<u>6,465,874</u>
Expenses		
Management fee	\$ 6,609,836	
Transfer agent fees	1,143,938	
Distribution and service plan fees	1,369,389	
Accounting fees	368,323	
Custodian fees and expenses	30,613	
Independent trustees' fees and expenses	4,659	
Audit	32,960	
Legal	4,516	
Interest	5,460	
Miscellaneous	5,741	
Total expenses before reductions	<u>9,575,435</u>	
Expense reductions	<u>(44,442)</u>	
Total expenses after reductions		<u>9,530,993</u>
Net Investment income (loss)		<u>(3,065,119)</u>
Realized and Unrealized Gain (Loss)		
Net realized gain (loss) on:		
Investment Securities:		
Unaffiliated issuers (net of foreign taxes of \$1,824,036)	(101,042,509)	
Foreign currency transactions	(138,935)	
Total net realized gain (loss)		(101,181,444)
Change in net unrealized appreciation (depreciation) on:		
Investment Securities:		
Unaffiliated issuers (net of decrease in deferred foreign taxes of \$2,150,094)	(1,058,922,046)	
Unfunded commitments	97,283	
Assets and liabilities in foreign currencies	(3,056)	
Total change in net unrealized appreciation (depreciation)		<u>(1,058,827,819)</u>
Net gain (loss)		<u>(1,160,009,263)</u>
Net increase (decrease) in net assets resulting from operations		<u>\$ (1,163,074,382)</u>

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

Financial Statements (Unaudited) - Continued

Statement of Changes in Net Assets

	Six months ended June 30, 2022 (Unaudited)	Year ended December 31, 2021
Increase (Decrease) in Net Assets		
Operations		
Net investment income (loss)	\$ (3,065,119)	\$ (14,311,071)
Net realized gain (loss)	(101,181,444)	518,790,946
Change in net unrealized appreciation (depreciation)	(1,058,827,819)	(157,766,100)
Net increase (decrease) in net assets resulting from operations	<u>(1,163,074,382)</u>	<u>346,713,775</u>
Distributions to shareholders	(455,527,380)	(290,996,278)
Share transactions - net increase (decrease)	294,534,991	275,469,006
Total increase (decrease) in net assets	<u>(1,324,066,771)</u>	<u>331,186,503</u>
Net Assets		
Beginning of period	3,296,346,031	2,965,159,528
End of period	<u>\$ 1,972,279,260</u>	<u>\$ 3,296,346,031</u>

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

Financial Highlights

Growth Opportunities Portfolio Initial Class

	Six months ended (Unaudited) June 30, 2022	Years ended December 31, 2021	2020	2019	2018	2017
Selected Per-Share Data						
Net asset value, beginning of period	\$ 79.25	\$ 77.54	\$ 48.86	\$ 38.01	\$ 36.08	\$ 31.06
Income from Investment Operations						
Net investment income (loss) ^{A,B}	(.03)	(.24)	(.06)	.09 ^C	.03	.13
Net realized and unrealized gain (loss)	(25.88)	9.38	32.11	14.54	4.19	9.54
Total from investment operations	(25.91)	9.14	32.05	14.63	4.22	9.67
Distributions from net investment income	-	-	(.01)	(.07)	(.05)	(.10)
Distributions from net realized gain	(11.09)	(7.43)	(3.36)	(3.71)	(2.24)	(4.54)
Total distributions	(11.09)	(7.43)	(3.37)	(3.78)	(2.29)	(4.65) ^D
Net asset value, end of period	\$ 42.25	\$ 79.25	\$ 77.54	\$ 48.86	\$ 38.01	\$ 36.08
Total Return ^{E,F,G}	(36.31)%	11.94%	68.66%	40.84%	12.46%	34.47%
Ratios to Average Net Assets ^{B,H,I}						
Expenses before reductions	.62% ^J	.62%	.64%	.64%	.65%	.67%
Expenses net of fee waivers, if any	.62% ^J	.62%	.64%	.64%	.65%	.66%
Expenses net of all reductions	.62% ^J	.62%	.63%	.64%	.65%	.66%
Net investment income (loss)	(.11)% ^J	(.30)%	(.10)%	.20% ^C	.09%	.40%
Supplemental Data						
Net assets, end of period (000 omitted)	\$ 274,188	\$ 471,980	\$ 470,897	\$ 284,621	\$ 187,106	\$ 167,740
Portfolio turnover rate ^K	89% ^J	82%	65%	49%	39%	54%

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

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

^C Net investment income per share reflects one or more large, non-recurring dividend(s) which amounted to \$.07 per share. Excluding such non-recurring dividend(s), the ratio of net investment income (loss) to average net assets would have been .03%.

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

^E Total returns for periods of less than one year are not annualized.

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

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

^H 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.

^I 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.

^J Annualized

^K 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 (Unaudited) - Continued

Growth Opportunities Portfolio Service Class

	Six months ended (Unaudited) June 30, 2022	Years ended December 31, 2021	2020	2019	2018	2017
Selected Per-Share Data						
Net asset value, beginning of period	\$ 79.06	\$ 77.37	\$ 48.77	\$ 37.95	\$ 36.02	\$ 31.01
Income from Investment Operations						
Net investment income (loss) ^{A,B}	(.06)	(.32)	(.12)	.04 ^C	— ^D	.10
Net realized and unrealized gain (loss)	(25.81)	9.35	32.04	14.52	4.17	9.52
Total from investment operations	(25.87)	9.03	31.92	14.56	4.17	9.62
Distributions from net investment income	-	-	— ^D	(.02)	(.04)	(.07)
Distributions from net realized gain	(11.09)	(7.34)	(3.31)	(3.71)	(2.20)	(4.54)
Total distributions	(11.09)	(7.34)	(3.32) ^E	(3.74) ^E	(2.24)	(4.61)
Net asset value, end of period	\$ 42.10	\$ 79.06	\$ 77.37	\$ 48.77	\$ 37.95	\$ 36.02
Total Return ^{F,G,H}	(36.35)%	11.83%	68.49%	40.70%	12.35%	34.36%
Ratios to Average Net Assets ^{B,I,J}						
Expenses before reductions	.72% ^K	.72%	.74%	.74%	.75%	.77%
Expenses net of fee waivers, if any	.72% ^K	.72%	.74%	.74%	.75%	.76%
Expenses net of all reductions	.72% ^K	.72%	.73%	.74%	.75%	.76%
Net investment income (loss)	(.21)% ^K	(.40)%	(.20)%	.10% ^C	(.01)%	.30%
Supplemental Data						
Net assets, end of period (000 omitted)	\$ 97,161	\$ 157,797	\$ 163,452	\$ 111,145	\$ 94,561	\$ 102,730
Portfolio turnover rate ^L	89% ^K	82%	65%	49%	39%	54%

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

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

^C Net investment income per share reflects one or more large, non-recurring dividend(s) which amounted to \$.07 per share. Excluding such non-recurring dividend(s), the ratio of net investment income (loss) to average net assets would have been (.07)%.

^D Amount represents less than \$.005 per share.

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

^F Total returns for periods of less than one year are not annualized.

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

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

^I 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.

^J 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.

^K Annualized

^L 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.

Growth Opportunities Portfolio Service Class 2

	Six months ended (Unaudited) June 30, 2022	Years ended December 31, 2021	2020	2019	2018	2017
Selected Per-Share Data						
Net asset value, beginning of period	\$ 77.62	\$ 76.08	\$ 48.05	\$ 37.46	\$ 35.60	\$ 30.71
Income from Investment Operations						
Net investment income (loss) ^{A,B}	(.09)	(.44)	(.20)	(.02) ^C	(.06)	.05
Net realized and unrealized gain (loss)	(25.29)	9.22	31.50	14.31	4.13	9.42
Total from investment operations	(25.38)	8.78	31.30	14.29	4.07	9.47
Distributions from net investment income	-	-	-	-	(.03)	(.04)
Distributions from net realized gain	(11.09)	(7.24)	(3.27)	(3.70)	(2.17)	(4.54)
Total distributions	(11.09)	(7.24)	(3.27)	(3.70)	(2.21) ^D	(4.58)
Net asset value, end of period	\$ 41.15	\$ 77.62	\$ 76.08	\$ 48.05	\$ 37.46	\$ 35.60
Total Return ^{E,F,G}	(36.40)%	11.68%	68.21%	40.49%	12.18%	34.17%
Ratios to Average Net Assets ^{B,H,I}						
Expenses before reductions	.87% ^J	.87%	.88%	.89%	.90%	.91%
Expenses net of fee waivers, if any	.87% ^J	.87%	.88%	.89%	.90%	.91%
Expenses net of all reductions	.87% ^J	.87%	.88%	.89%	.90%	.91%
Net investment income (loss)	(.36)% ^J	(.55)%	(.35)%	(.05)% ^C	(.16)%	.15%
Supplemental Data						
Net assets, end of period (000 omitted)	\$ 854,869	\$ 1,304,134	\$ 1,079,778	\$ 505,917	\$ 273,228	\$ 193,945
Portfolio turnover rate ^K	89% ^J	82%	65%	49%	39%	54%

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

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

^C Net investment income per share reflects one or more large, non-recurring dividend(s) which amounted to \$.07 per share. Excluding such non-recurring dividend(s), the ratio of net investment income (loss) to average net assets would have been (.22)%.

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

^E Total returns for periods of less than one year are not annualized.

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

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

^H 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.

^I 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.

^J Annualized

^K 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 (Unaudited) - Continued

Growth Opportunities Portfolio Investor Class

	Six months ended (Unaudited) June 30, 2022	Years ended December 31, 2021	2020	2019	2018	2017
Selected Per-Share Data						
Net asset value, beginning of period	\$ 78.58	\$ 76.94	\$ 48.52	\$ 37.78	\$ 35.88	\$ 30.91
Income from Investment Operations						
Net investment income (loss) ^{A,B}	(.05)	(.30)	(.10)	.05 ^C	— ^D	.10
Net realized and unrealized gain (loss)	(25.64)	9.31	31.86	14.44	4.16	9.49
Total from investment operations	(25.69)	9.01	31.76	14.49	4.16	9.59
Distributions from net investment income	-	-	(.01)	(.04)	(.04)	(.08)
Distributions from net realized gain	(11.09)	(7.37)	(3.33)	(3.71)	(2.22)	(4.54)
Total distributions	(11.09)	(7.37)	(3.34)	(3.75)	(2.26)	(4.62)
Net asset value, end of period	\$ 41.80	\$ 78.58	\$ 76.94	\$ 48.52	\$ 37.78	\$ 35.88
Total Return ^{E,F,G}	(36.34)%	11.87%	68.52%	40.71%	12.37%	34.38%
Ratios to Average Net Assets ^{B,H,I}						
Expenses before reductions	.70% ^J	.70%	.71%	.72%	.73%	.75%
Expenses net of fee waivers, if any	.70% ^J	.70%	.71%	.72%	.73%	.75%
Expenses net of all reductions	.70% ^J	.70%	.71%	.72%	.73%	.74%
Net investment income (loss)	(.18)% ^J	(.38)%	(.18)%	.12% ^C	.01%	.32%
Supplemental Data						
Net assets, end of period (000 omitted)	\$ 746,061	\$ 1,362,435	\$ 1,251,032	\$ 647,493	\$ 347,473	\$ 243,040
Portfolio turnover rate ^K	89% ^J	82%	65%	49%	39%	54%

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

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

^C Net investment income per share reflects one or more large, non-recurring dividend(s) which amounted to \$.07 per share. Excluding such non-recurring dividend(s), the ratio of net investment income (loss) to average net assets would have been (.05)%.

^D Amount represents less than \$.005 per share.

^E Total returns for periods of less than one year are not annualized.

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

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

^H 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.

^I 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.

^J Annualized

^K 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 (Unaudited)

For the period ended June 30, 2022

1. Organization.

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

2. Investments in Fidelity Central Funds.

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

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

Fidelity Central Fund	Investment Manager	Investment Objective	Investment Practices	Expense Ratio ^a
Fidelity Money Market Central Funds	Fidelity Management & Research Company LLC (FMR)	Each fund seeks to obtain a high level of current income consistent with the preservation of capital and liquidity.	Short-term Investments	Less than .005%

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

A complete unaudited list of holdings for each Fidelity Central Fund is available upon request or at the Securities and Exchange Commission website at www.sec.gov. In addition, the financial statements of the Fidelity Central Funds which contain the significant accounting policies (including investment valuation policies) of those funds, and are not covered by the Report of Independent Registered Public Accounting Firm, are available on the Securities and Exchange Commission website or upon request.

3. Significant Accounting Policies.

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

Investment Valuation. Investments are valued as of 4:00 p.m. Eastern time on the last calendar day of the period. The Board of Trustees (the Board) has 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, changes in interest rates and credit quality. 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 - unadjusted quoted prices in active markets for identical investments

Level 2 - other significant observable inputs (including quoted prices for similar investments, interest rates, prepayment speeds, etc.)

Level 3 - unobservable inputs (including the Fund's own assumptions based on the best information available)

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

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, 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. Securities, including private placements or other restricted securities,

Notes to Financial Statements (Unaudited) – continued

for which observable inputs are not available are valued using alternate valuation approaches, including the market approach, the income approach and cost approach, and are categorized as Level 3 in the hierarchy. The market approach considers factors including the price of recent investments in the same or a similar security or financial metrics of comparable securities. The income approach considers factors including expected future cash flows, security specific risks and corresponding discount rates. The cost approach considers factors including the value of the security's underlying assets and liabilities.

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

ETFs are valued at their last 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 but the exchange reports a closing bid level, ETFs are valued at the closing bid and would be categorized as Level 1 in the hierarchy. In the event there was no closing bid, ETFs may be valued by another method that the Board believes reflects fair value in accordance with the Board's fair value pricing policies and may be categorized as Level 2 in the hierarchy.

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.

The following provides information on Level 3 securities held by the Fund that were valued at period end based on unobservable inputs. These amounts exclude valuations provided by a broker.

Asset Type	Fair Value	Valuation Technique(s)	Unobservable Input	Amount or Range/Weighted Average	Impact to Valuation from an Increase in Input ^a		
Equities	\$78,044,467	Market approach	Transaction price	\$1.11 - \$700.00 / \$319.84	Increase		
			Discount rate	5.3% - 20.9% / 11.4%	Decrease		
			Recovery value	Recovery value	\$0.00 - \$0.57 / \$0.42	Increase	
		Market comparable	Discount for lack of marketability	5.0%	Decrease		
			Recovery value	\$0.00	Increase		
			Enterprise value/Revenue multiple (EV/R)	2.0 - 26.0 / 7.2	Increase		
			Enterprise value/Gross profit multiple (EV/GP)	8.8	Increase		
			Probability rate	15.0% - 85.0% / 50.0%	Increase		
			Discounted cash flow	Weighted average cost of capital (WACC)	30.0%	Decrease	
				Term	5.0	Increase	
		Volatility		80.0%	Increase		
		Corporate Bonds	\$1,674,877	Market comparable	Exit multiple	2.5	Increase
					Enterprise value/Revenue multiple (EV/R)	2.8	Increase
Discount rate	29.2%				Decrease		
Term	1.1 - 1.3 / 1.2				Increase		
Volatility	75.0%				Increase		
Probability rate	10.0% - 65.0% / 33.3%				Increase		
Preferred Securities	\$1,813,241	Market approach	Transaction price	\$100.00	Increase		

^aRepresents the directional change in the fair value of the Level 3 investments that could have resulted from an increase in the corresponding input as of period end. A decrease to the unobservable input would have had the opposite effect. Significant changes in these inputs may have resulted in a significantly higher or lower fair value measurement at period end.

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 June 30, 2022, as well as a roll forward of Level 3 investments, is included at the end of the Fund's Schedule of Investments.

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

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

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

Investment Transactions and Income. For financial reporting purposes, the Fund's investment holdings and NAV include trades executed through the end of the last business day of the

period. The NAV per share for processing shareholder transactions is calculated as of the close of business of the New York Stock Exchange (NYSE), normally 4:00 p.m. Eastern time and includes trades executed through the end of the prior business day. Gains and losses on securities sold are determined on the basis of identified cost and include proceeds received from litigation. Commissions paid to certain brokers with whom the investment adviser, or its affiliates, places trades on behalf of a fund include an amount in addition to trade execution, which may be rebated back to a fund. Any such rebates are included in net realized gain (loss) on investments in the Statement of Operations. Dividend income is recorded on the ex-dividend date, except for certain dividends from foreign securities where the ex-dividend date may have passed, which are recorded as soon as the Fund is informed of the ex-dividend date. Non-cash dividends included in dividend income, if any, are recorded at the fair market value of the securities received. Income and capital gain distributions from Fidelity Central Funds, if any, are recorded on the ex-dividend date. 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. Investment income is recorded net of foreign taxes withheld where recovery of such taxes is uncertain. Funds may file withholding tax reclaims in certain jurisdictions to recover a portion of amounts previously withheld. Any withholding tax reclaims income is included in the Statement of Operations in dividends. Any receivables for withholding tax reclaims are included in the Statement of Assets and Liabilities in dividends receivable.

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

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. The Fund files a U.S. federal tax return, in addition to state and local tax returns as required. The Fund's federal income tax returns are subject to examination by the Internal Revenue Service (IRS) for a period of three fiscal years after they are filed. State and local tax returns may be subject to examination for an additional fiscal year depending on the jurisdiction. Foreign taxes are provided for based on the Fund's understanding of the tax rules and rates that exist in the foreign markets in which it invests. The Fund is subject to a tax imposed on capital gains by certain countries in which it invests. An estimated deferred tax liability for net unrealized appreciation on the applicable securities is included in Other payables and accrued expenses on the Statement of Assets & Liabilities.

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

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

Book-tax differences are primarily due to foreign currency transactions, certain foreign taxes, passive foreign investment companies (PFIC), net operating losses and losses deferred due to wash sales and excise tax regulations.

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	\$621,122,107
Gross unrealized depreciation	(401,429,715)
Net unrealized appreciation (depreciation)	\$219,692,392
Tax cost	\$1,857,996,641

The Fund elected to defer to its next fiscal year approximately \$19,615,754 of capital losses recognized during the period November 1, 2021 to December 31, 2021.

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

Special Purpose Acquisition Companies. Funds may invest in stock, warrants, and other securities of special purpose acquisition companies (SPACs) or similar special purpose entities. A SPAC is a publicly traded company that raises investment capital via an initial public offering (IPO) for the purpose of acquiring the equity securities of one or more existing companies via merger, business combination, acquisition or other similar transactions within a designated time frame.

Private Investment in Public Equity. Funds may acquire equity securities of an issuer through a private investment in a public equity (PIPE) transaction, including through commitments to purchase securities on a when-issued basis. A PIPE typically involves the purchase of securities directly from a publicly traded company in a private placement transaction. Securities purchased through PIPE transactions will be restricted from trading and considered illiquid until a resale registration statement for the shares is filed and declared effective.

At the current and/or prior period end, the Fund had commitments to purchase when-issued securities through PIPE transactions with SPACs. The commitments are contingent upon the SPACs acquiring the securities of target companies. Unrealized appreciation (depreciation) on any commitments outstanding at period end is separately presented in the Statements of Assets and

Notes to Financial Statements (Unaudited) – continued

Liabilities as Unrealized appreciation (depreciation) on unfunded commitments, and any change in unrealized appreciation (depreciation) on unfunded commitments during the period is separately presented in the Statement of Operations, as applicable.

Consolidated Subsidiary. The Funds included in the table below hold certain investments through a wholly-owned subsidiary ("Subsidiary"), which may be subject to federal and state taxes upon disposition.

As of period end, investments in Subsidiaries were as follows:

	\$ Amount	% of Net Assets
VIP Growth Opportunities Portfolio	3,019,147	.15

The financial statements have been consolidated to include the Subsidiary accounts where applicable. Accordingly, all inter-company transactions and balances have been eliminated.

At period end, any estimated tax liability for these investments is presented as "Deferred taxes" in the Statement of Assets and Liabilities and included in "Change in net unrealized appreciation (depreciation) on investment securities" in the Statement of Operations. The tax liability incurred may differ materially depending on conditions when these investments are disposed. Any cash held by a Subsidiary is restricted as to its use and is presented as "Restricted cash" in the Statement of Assets and Liabilities, if applicable.

4. Purchases and Sales of Investments.

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

	Purchases (\$)	Sales (\$)
VIP Growth Opportunities Portfolio	1,148,419,506	1,319,732,107

5. Fees and Other Transactions with Affiliates.

Management Fee. Fidelity Management & Research Company LLC (the investment adviser) and its affiliates provide the Fund with investment management related services for which the Fund pays a monthly management fee. The management fee is the sum of an individual fund fee rate that is based on an annual rate of .30% of the Fund's average net assets and an annualized group fee rate that averaged .22% during the period. The group fee rate is based upon the monthly average net assets of a group of registered investment companies with which the investment adviser has management contracts. The group fee rate decreases as assets under management increase and increases as assets under management decrease. For the reporting period, the total annualized management fee rate was .53% of the Fund's average net assets.

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

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

Service Class	\$61,257
Service Class 2	1,308,132
	\$1,369,389

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

	Amount	% of Class-Level Average Net Assets ^A
Initial Class	\$110,292	.06
Service Class	37,830	.06
Service Class 2	323,349	.06
Investor Class	672,467	.14
	\$1,143,938	

^AAnnualized

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

	% of Average Net Assets
VIP Growth Opportunities Portfolio	.03

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

	Amount
VIP Growth Opportunities Portfolio	\$25,962

Interfund Lending Program. Pursuant to an Exemptive Order issued by the Securities and Exchange Commission (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 Growth Opportunities Portfolio	Borrower	\$9,180,135	.38%	\$5,362

Interfund Trades. Funds may purchase from or sell securities to other Fidelity Funds under procedures adopted by the Board. The procedures have been designed to ensure these interfund trades are executed in accordance with Rule 17a-7 of the 1940 Act. Any interfund trades are included within the respective purchases and sales amounts shown in the Purchases and Sales of Investments note. Interfund trades during the period are noted in the table below.

	Purchases (\$)	Sales (\$)	Realized Gain (Loss) (\$)
VIP Growth Opportunities Portfolio	125,892,519	91,261,510	(2,530,303)

Other. During the period, the investment adviser reimbursed the Fund for certain losses as follows:

	Amount (\$)
VIP Growth Opportunities Portfolio	3,164

6. Committed Line of Credit.

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

	Amount
VIP Growth Opportunities Portfolio	\$2,525

7. Security Lending.

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

	Total Security Lending Fees Paid to NFS	Security Lending Income From Securities Loaned to NFS	Value of Securities Loaned to NFS at Period End
VIP Growth Opportunities Portfolio	\$42,164	\$12,078	\$-

8. Bank Borrowings.

The Fund is permitted to have bank borrowings for temporary or emergency purposes to fund shareholder redemptions or for other short-term liquidity requirements. The Fund has established borrowing arrangements with certain banks. The interest rate on the borrowings is the bank's base rate, as revised from time to time. Any open loans, including accrued interest, at period end are presented under the caption "Notes payable" in the Statement of Assets and Liabilities, if applicable. Activity in this program during the period for which loans were outstanding was as follows:

	Average Loan Balance	Weighted Average Interest Rate	Interest Expense
VIP Growth Opportunities Portfolio	\$6,094,000	.58%	\$98

Notes to Financial Statements (Unaudited) – continued

9. Expense Reductions.

During the period the investment adviser or an affiliate reimbursed and/or waived a portion of fund-level operating expenses in the amount of \$44,442.

10. Distributions to Shareholders.

Distributions to shareholders of each class were as follows:

	Six months ended June 30, 2022	Year ended December 31, 2021
VIP Growth Opportunities Portfolio		
Distributions to shareholders		
Initial Class	\$64,630,110	\$44,683,955
Service Class	21,878,935	15,002,730
Service Class 2	187,539,568	106,914,640
Investor Class	181,478,767	124,394,953
Total	\$455,527,380	\$290,996,278

11. Share Transactions.

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

	Shares Six months ended June 30, 2022	Shares Year ended December 31, 2021	Dollars Six months ended June 30, 2022	Dollars Year ended December 31, 2021
VIP Growth Opportunities Portfolio				
Initial Class				
Shares sold	245,907	798,604	\$13,765,926	\$64,046,280
Reinvestment of distributions	1,134,459	562,222	64,630,110	44,683,955
Shares redeemed	(845,235)	(1,478,756)	(46,856,758)	(117,097,350)
Net increase (decrease).	535,131	(117,930)	\$31,539,278	\$(8,367,115)
Service Class				
Shares sold	82,523	131,744	\$4,264,185	\$10,555,172
Reinvestment of distributions	385,193	189,152	21,878,935	15,002,730
Shares redeemed	(155,753)	(437,810)	(8,552,345)	(34,733,936)
Net increase (decrease).	311,963	(116,914)	\$17,590,775	\$(9,176,034)
Service Class 2				
Shares sold	2,994,365	5,059,471	\$156,640,250	\$395,555,746
Reinvestment of distributions	3,376,658	1,373,358	187,539,568	106,914,640
Shares redeemed	(2,398,431)	(3,822,447)	(124,950,554)	(303,873,474)
Net increase (decrease).	3,972,592	2,610,382	\$219,229,264	\$198,596,912
Investor Class				
Shares sold	253,635	2,450,283	\$13,609,342	\$197,530,478
Reinvestment of distributions	3,218,850	1,578,749	181,478,767	124,394,953
Shares redeemed	(2,961,922)	(2,950,707)	(168,912,435)	(227,510,188)
Net increase (decrease).	510,563	1,078,325	\$26,175,674	\$94,415,243

12. Other.

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

At the end of the period, the investment adviser or its affiliates were owners of record of more than 10% and certain otherwise unaffiliated shareholders were owners of record of more than

10% of the outstanding shares as follows:

Fund	Affiliated %	Number of Unaffiliated Shareholders	Unaffiliated Shareholders %
VIP Growth Opportunities Portfolio	45%	1	38%

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.

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 (January 1, 2022 to June 30, 2022).

Actual Expenses

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

Hypothetical Example for Comparison Purposes

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

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

	Annualized Expense Ratio ^A	Beginning Account Value January 1, 2022	Ending Account Value June 30, 2022	Expenses Paid During Period ^C January 1, 2022 to June 30, 2022
Growth Opportunities Portfolio Initial Class	.62%			
Actual		\$ 1,000	\$ 636.90	\$ 2.52
Hypothetical ^B		\$ 1,000	\$ 1,021.72	\$ 3.11
Service Class	.72%			
Actual		\$ 1,000	\$ 636.50	\$ 2.92
Hypothetical ^B		\$ 1,000	\$ 1,021.22	\$ 3.61
Service Class 2	.87%			
Actual		\$ 1,000	\$ 636.00	\$ 3.53
Hypothetical ^B		\$ 1,000	\$ 1,020.48	\$ 4.36
Investor Class	.70%			
Actual		\$ 1,000	\$ 636.60	\$ 2.84
Hypothetical ^B		\$ 1,000	\$ 1,021.32	\$ 3.51

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

^B 5% return per year before expenses

^C Expenses are equal to the annualized expense ratio, multiplied by the average account value over the period, multiplied by 181/365 (to reflect the one-half year period). The fees and expenses of any Underlying Funds are not included in each annualized expense ratio.

Board Approval of Investment Advisory Contracts and Management Fees

VIP Growth Opportunities Portfolio

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

The Board meets regularly and, at each of its meetings, covers an extensive agenda of topics and materials and considers factors that are relevant to its annual consideration of the renewal of the fund's Advisory Contracts, including the services and support provided to the fund and its shareholders. The Board has established various standing committees (Committees), each composed of and chaired by Independent Trustees with varying backgrounds, to which the Board has assigned specific subject matter responsibilities in order to enhance effective decision-making by the Board. The Board, acting directly and through its Committees, requests and receives information concerning the annual consideration of the renewal of the fund's Advisory Contracts. The Board also meets as needed to review matters specifically related to the Board's annual consideration of the renewal of the Advisory Contracts. Members of the Board may also meet with trustees of other Fidelity funds through joint ad hoc committees to discuss certain matters relevant to all of the Fidelity funds.

At its May 2022 meeting, the Board unanimously determined to renew the fund's Advisory Contracts. In reaching its determination, the Board considered all factors it believed relevant, including (i) the nature, extent, and quality of the services provided to the fund and its shareholders (including the investment performance of the fund); (ii) the competitiveness relative to peer funds of the fund's management fee and the total expense ratio of a representative class (Initial Class); (iii) the total costs of the services provided by and the profits realized by Fidelity from its relationships with the fund; and (iv) the extent to which, if any, economies of scale exist and are realized as the fund grows, and whether any economies of scale are appropriately shared with fund shareholders.

In considering whether to renew the Advisory Contracts for the fund, the Board reached a determination, with the assistance of fund counsel and Independent Trustees' counsel and through the exercise of its business judgment, that the renewal of the Advisory Contracts was in the best interests of the fund and its shareholders and that the compensation payable under the Advisory Contracts was fair and reasonable. The Board's decision to renew the Advisory Contracts was not based on any single factor, but rather was based on a comprehensive consideration of all the information provided to the Board at its meetings throughout the year. The Board, in reaching its determination to renew the Advisory Contracts, was aware that shareholders of the fund have a broad range of investment choices available to them, including a wide choice among funds offered by Fidelity's competitors, and that the fund's shareholders, who have the opportunity to review and weigh the disclosure provided by the fund in its prospectus and other public disclosures, have chosen to invest in this fund, which is part of the Fidelity family of funds.

Nature, Extent, and Quality of Services Provided. The Board considered Fidelity's staffing as it relates to the fund, including the backgrounds of investment personnel of Fidelity, and also considered the fund's investment objective, strategies, and related investment philosophy. The Independent Trustees also had discussions with senior management of Fidelity's investment operations and investment groups. The Board considered the structure of the investment personnel compensation program and whether this structure provides appropriate incentives to act in the best interests of the fund. Additionally, the Board considered the portfolio managers' investments, if any, in the funds that they manage. The Board also considered the steps Fidelity had taken to ensure the continued provision of high quality services to the Fidelity funds during the COVID-19 pandemic, including the expansion of staff in client facing positions to maintain service levels in periods of high volumes and volatility.

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

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

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

Investment in a Large Fund Family. The Board considered the benefits to shareholders of investing in a Fidelity fund, including the benefits of investing in a fund that is part of a large family of

Board Approval of Investment Advisory Contracts and Management Fees (Unaudited) - Continued

funds offering a variety of investment disciplines and providing a large variety of mutual fund investor services. The Board noted that Fidelity had taken, or had made recommendations that resulted in the Fidelity funds taking, a number of actions over the previous year that benefited particular funds, including: (i) continuing to dedicate additional resources to Fidelity’s investment research process, which includes meetings with management of issuers of securities in which the funds invest; (ii) continuing efforts to enhance Fidelity’s global research capabilities; (iii) launching new funds and ETFs with innovative structures, strategies and pricing and making other enhancements to meet client needs; (iv) launching new share classes of existing funds; (v) eliminating purchase minimums and broadening eligibility requirements for certain funds and share classes; (vi) reducing management fees and total expenses for certain target date funds and classes and index funds; (vii) lowering expenses for certain existing funds and classes by implementing or lowering expense caps; (viii) rationalizing product lines and gaining increased efficiencies from fund mergers and liquidations; (ix) continuing to develop, acquire and implement systems and technology to improve services to the funds and shareholders, strengthen information security, and increase efficiency; and (x) continuing to implement enhancements to further strengthen Fidelity’s product line to increase investors’ probability of success in achieving their investment goals, including retirement income goals.

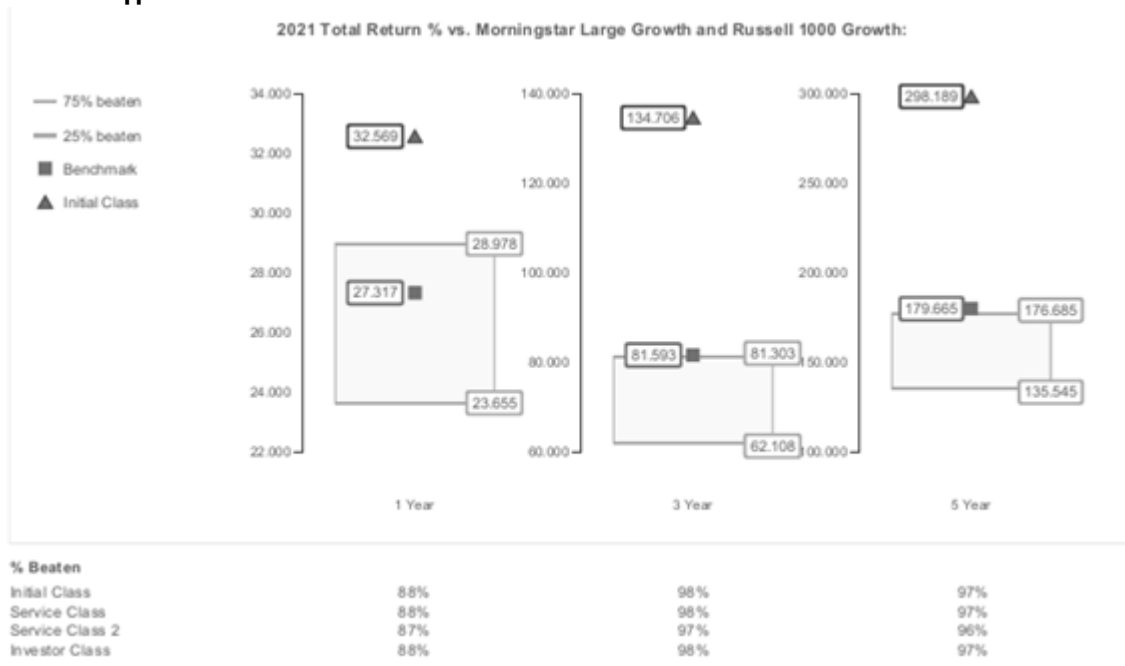
Investment Performance. The Board considered whether the fund has operated in accordance with its investment objective, as well as its record of compliance with its investment restrictions and its performance history.

The Board took into account discussions that occur at Board meetings throughout the year with representatives of the Investment Advisers about fund investment performance. In this regard the Board noted that as part of regularly scheduled fund reviews and other reports to the Board on fund performance, the Board considers annualized return information for the fund for different time periods, measured against an appropriate securities market index (benchmark index) and an appropriate peer group of funds with similar objectives (peer group). The Board also reviews and considers information about performance attribution. In its evaluation of fund investment performance, the Board gave particular attention to information indicating changes in performance of certain Fidelity funds for specific time periods and discussed with the Investment Advisers the reasons for any overperformance or underperformance.

In addition to reviewing absolute and relative fund performance, the Independent Trustees periodically consider the appropriateness of fund performance metrics in evaluating the results achieved. In general, the Independent Trustees believe that fund performance should be evaluated based on net performance (after fees and expenses) of the representative class, compared to appropriate benchmark indices, over appropriate time periods that may include full market cycles, and compared to peer groups, as applicable, over the same periods, taking into account relevant factors including the following: general market conditions; issuer-specific information; and fund cash flows and other factors.

The Independent Trustees recognize that shareholders evaluate performance on a net basis over their own holding periods, for which one-, three-, and five-year periods are often used as a proxy. For this reason, the performance information reviewed by the Board also included net cumulative total return information for the fund and an appropriate benchmark index and peer group for the most recent one-, three-, and five-year periods ended September 30, 2021, as shown below. Returns are shown compared to the 25th percentile (top of box, 75% beaten) and 75th percentile (bottom of box, 25% beaten) of the peer universe.

VIP Growth Opportunities Portfolio



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

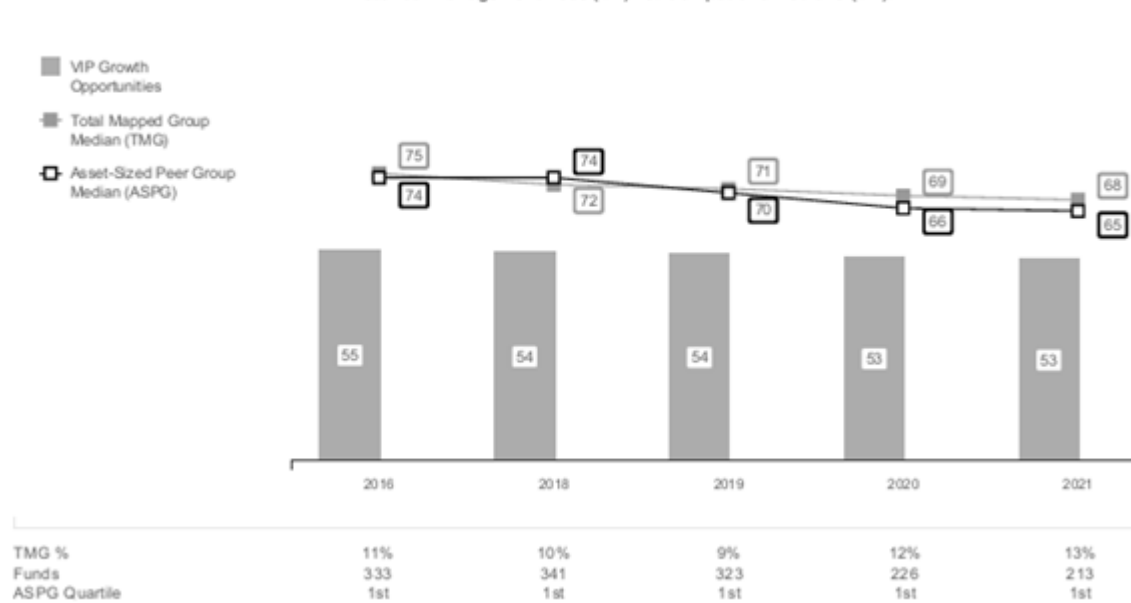
Competitiveness of Management Fee and Total Expense Ratio. The Board considered the fund’s management fee and total expense ratio compared to “mapped groups” of competitive funds and classes created for the purpose of facilitating the Trustees’ competitive analysis of management fees and total expenses. Fidelity creates “mapped groups” by combining

similar Lipper investment objective categories that have comparable investment mandates. Combining Lipper investment objective categories aids the Board’s management fee and total expense ratio comparisons by broadening the competitive group used for comparison.

Management Fee. The Board considered two proprietary management fee comparisons for the 12-month periods ended September 30 (June 30 for periods ended 2019 and 2018 and December 31 for periods prior to 2018) shown in basis points (BP) in the chart below. The group of Lipper funds used by the Board for management fee comparisons is referred to below as the “Total Mapped Group.” The Total Mapped Group comparison focuses on a fund’s standing in terms of gross management fees before expense reimbursements or caps relative to the total universe of funds with comparable investment mandates, regardless of whether their management fee structures also are comparable. Funds with comparable investment mandates offer exposure to similar types of securities. Funds with comparable management fee structures have similar management fee contractual arrangements (e.g., flat rate charged for advisory services, all-inclusive fee rate, etc.). “TMG %” represents the percentage of funds in the Total Mapped Group that had management fees that were lower than the fund’s. For example, a hypothetical TMG % of 20% would mean that 80% of the funds in the Total Mapped Group had higher, and 20% had lower, management fees than the fund. The fund’s actual TMG %s and the number of funds in the Total Mapped Group are in the chart below. The “Asset-Sized Peer Group” (ASPG) comparison focuses on a fund’s standing relative to a subset of non-Fidelity funds within the Total Mapped Group that are similar in size and management fee structure. For example, if a fund is in the first quartile of the ASPG, the fund’s management fee ranks in the least expensive or lowest 25% of funds in the ASPG. The ASPG represents at least 15% of the funds in the Total Mapped Group with comparable asset size and management fee structures, subject to a minimum of 50 funds (or all funds in the Total Mapped Group if fewer than 50). Additional information, such as the ASPG quartile in which the fund’s management fee rate ranked, is also included in the chart and was considered by the Board.

VIP Growth Opportunities Portfolio

Historical Management Fees (BP) vs. Competitive Medians (BP):



The Board noted that the fund’s management fee rate ranked below the median of its Total Mapped Group and below the median of its ASPG for the 12-month period ended September 30, 2021.

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

Based on its review, the Board concluded that the fund’s management fee is fair and reasonable in light of the services that the fund receives and the other factors considered.

Total Expense Ratio. In its review of the total expense ratio of the representative class (Initial Class), the Board considered the fund’s management fee rate as well as other fund or class expenses, as applicable, such as transfer agent fees, pricing and bookkeeping fees, fund-paid 12b-1 fees, and custodial, legal, and audit fees. The Board also noted that Fidelity may agree to waive fees or reimburse expenses from time to time, and the extent to which, if any, it has done so for the fund. The fund’s representative class is compared to those funds and classes in the Total Mapped Group (used by the Board for management fee comparisons) that have a similar sales load structure. The Board also considered a total expense ASPG comparison, which focuses on the total expenses of the representative class relative to a subset of non-Fidelity funds within the total expense similar sales load structure group. The total expense ASPG is limited to 15 larger and 15 smaller classes in fund average assets for a total of 30 classes, where possible. The total expense ASPG comparison excludes performance adjustments and fund-paid 12b-1 fees to eliminate variability in fee structures.

The Board noted that the total net expense ratio of Initial Class ranked below the similar sales load structure group competitive median and above the ASPG competitive median for the 12-month period ended September 30, 2021. The Board considered that, in general, various factors can affect total expense ratios. The Board also considered that the servicing component of the VIP universe differs by class for both VIP Fidelity and competitor classes and that the servicing component of Initial Class is split between the class-level and the annuity level whereas other

Board Approval of Investment Advisory Contracts and Management Fees (Unaudited) - Continued

competitor classes provide all servicing at the annuity level.

The Board noted that the fund offers multiple classes, each of which has a different 12b-1 fee structure, and that the multiple structures are intended to offer a range of pricing options for the intermediary market. The Board also noted that the total expense ratios of the classes vary primarily by the level of their 12b-1 fees, although differences in transfer agent fees may also cause expenses to vary from class to class.

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

Based on its review of total expense ratios and fees charged to other Fidelity clients, the Board concluded that the total expense ratio of each class of the fund was reasonable in light of the services that the fund and its shareholders receive and the other factors considered.

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

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

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

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

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

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

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

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

Additional Information Requested by the Board. In order to develop fully the factual basis for consideration of the Fidelity funds' advisory contracts, the Board requested and

received additional information on certain topics, including: (i) fund flow and performance trends, in particular the underperformance of certain funds and strategies, and Fidelity's long-term strategies for certain funds, including any consideration of fund liquidations or mergers; (ii) the operation of performance fees, competitor use of performance fees, and consideration of the expansion of performance fees to additional funds; (iii) Fidelity's pricing philosophy compared to competitors; (iv) fund profitability methodology and data; (v) evaluation of competitive fund data and peer group classifications and fee and expense comparisons; (vi) the management fee and expense structures for different funds and classes and information about the differences between various fee and expense structures; (vii) group fee breakpoints and related voluntary fee waivers; and (viii) information regarding other accounts managed by Fidelity and the funds' sub-advisory arrangements.

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 fee arrangements are fair and reasonable and that the fund's Advisory Contracts should be renewed.

Liquidity Risk Management Program

The Securities and Exchange Commission adopted Rule 22e-4 under the Investment Company Act of 1940 (the Liquidity Rule) to promote effective liquidity risk management throughout the open-end investment company industry, thereby reducing the risk that funds will be unable to meet their redemption obligations and mitigating dilution of the interests of fund shareholders.

The Fund has adopted and implemented a liquidity risk management program pursuant to the Liquidity Rule (the Program) effective December 1, 2018. The Program is reasonably designed to assess and manage the Fund's liquidity risk and to comply with the requirements of the Liquidity Rule. The Fund's Board of Trustees (the Board) has designated the Fund's investment adviser as administrator of the Program. The Fidelity advisers have established a Liquidity Risk Management Committee (the LRM Committee) to manage the Program for each of the Fidelity Funds. The LRM Committee monitors the adequacy and effectiveness of implementation of the Program and on a periodic basis assesses each Fund's liquidity risk based on a variety of factors including (1) the Fund's investment strategy, (2) portfolio liquidity and cash flow projections during normal and reasonably foreseeable stressed conditions, (3) shareholder redemptions, (4) borrowings and other funding sources and (5) in the case of exchange-traded funds, certain additional factors including the effect of the Fund's prices and spreads, market participants, and basket compositions on the overall liquidity of the Fund's portfolio, as applicable.

In accordance with the Program, each of the Fund's portfolio investments is classified into one of four liquidity categories described below based on a determination of a reasonable expectation for how long it would take to convert the investment to cash (or sell or dispose of the investment) without significantly changing its market value.

- Highly liquid investments – cash or convertible to cash within three business days or less
- Moderately liquid investments – convertible to cash in three to seven calendar days
- Less liquid investments – can be sold or disposed of, but not settled, within seven calendar days
- Illiquid investments – cannot be sold or disposed of within seven calendar days

Liquidity classification determinations take into account a variety of factors including various market, trading and investment-specific considerations, as well as market depth, and generally utilize analysis from a third-party liquidity metrics service.

The Liquidity Rule places a 15% limit on a fund's illiquid investments and requires funds that do not primarily hold assets that are highly liquid investments to determine and maintain a minimum percentage of the fund's net assets to be invested in highly liquid investments (highly liquid investment minimum or HLIM). The Program includes provisions reasonably designed to comply with the 15% limit on illiquid investments and for determining, periodically reviewing and complying with the HLIM requirement as applicable.

At a recent meeting of the Fund's Board of Trustees, the LRM Committee provided a written report to the Board pertaining to the operation, adequacy, and effectiveness of implementation of the Program for the annual period from December 1, 2020 through November 30, 2021. The report concluded that the Program has been implemented and is operating effectively and is reasonably designed to assess and manage the Fund's liquidity risk.

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