

EXHIBIT A-1

Form **990****Return of Organization Exempt From Income Tax**

OMB No 1545-0047

**2013****Open to Public Inspection**Department of the Treasury  
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990 and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

<b>A</b> For the 2013 calendar year, or tax year beginning 07/01, 2013, and ending 06/30, 2014	
<b>B</b> Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<b>C</b> Name of organization <b>FIDELITY INVESTMENTS CHARITABLE GIFT FUND</b> Doing Business As Number and street (or P.O. box if mail is not delivered to street address) Room/suite <b>200 Seaport Boulevard Mail Zone NCW4B</b> City or town, state or province, country, and ZIP or foreign postal code <b>Boston, MA, 02210</b> <b>D</b> Employer identification number <b>11-0303001</b> <b>E</b> Telephone number <b>800-952-4438</b> <b>G</b> Gross receipts \$ <b>10,383,105,450</b> <b>H(a)</b> Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>H(b)</b> Are all subordinates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "No," attach a list (see instructions) <b>H(c)</b> Group exemption number ▶
<b>F</b> Name and address of principal officer: <b>Amy Danforth</b> <b>200 Seaport Boulevard, Mail Zone NCW4B, Boston, MA 02210</b> <b>I</b> Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)( ) (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527 <b>J</b> Website: ▶ <b>www.fidelitycharitable.org</b>	
<b>K</b> Form of organization: <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶ <b>L</b> Year of formation <b>1990</b> <b>M</b> State of legal domicile <b>MA</b>	

**Part I Summary**

<b>Activities &amp; Governance</b>	<b>1</b> Briefly describe the organization's mission or most significant activities: <b>Fidelity Charitable's mission is to further the American tradition of philanthropy by providing programs that make charitable giving simple, accessible, and effective. Fidelity (Continued on Schedule O, Statement 1)</b>		
	<b>2</b> Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	<b>3</b> Number of voting members of the governing body (Part VI, line 1a)	<b>3</b>	<b>8</b>
	<b>4</b> Number of independent voting members of the governing body (Part VI, line 1b)	<b>4</b>	<b>7</b>
	<b>5</b> Total number of individuals employed in calendar year 2013 (Part V, line 2a)	<b>5</b>	<b>0</b>
	<b>6</b> Total number of volunteers (estimate if necessary)	<b>6</b>	<b>0</b>
	<b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12	<b>7a</b>	<b>8,052,647</b>
<b>b</b> Net unrelated business taxable income from Form 990-T, line 34	<b>7b</b>	<b>3,974,105</b>	
<b>Revenue</b>	<b>8</b> Contributions and grants (Part VIII, line 1h)	<b>Prior Year</b>	<b>Current Year</b>
	<b>9</b> Program service revenue (Part VIII, line 2g)	<b>3,671,894,421</b>	<b>3,849,430,422</b>
	<b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)	<b>0</b>	<b>0</b>
	<b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	<b>273,721,078</b>	<b>523,346,918</b>
	<b>12</b> Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	<b>0</b>	<b>0</b>
<b>Expenses</b>	<b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1–3)	<b>3,945,615,499</b>	<b>4,372,777,340</b>
	<b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)	<b>1,800,900,059</b>	<b>2,211,977,238</b>
	<b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	<b>0</b>	<b>0</b>
	<b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e)	<b>0</b>	<b>0</b>
	<b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶ <b>0</b>	<b>0</b>	<b>0</b>
	<b>17</b> Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	<b>35,012,162</b>	<b>47,478,803*</b>
	<b>18</b> Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25)	<b>1,835,912,221</b>	<b>2,259,456,041</b>
<b>Net Assets or Fund Balances</b>	<b>19</b> Revenue less expenses. Subtract line 18 from line 12	<b>2,109,703,278</b>	<b>2,113,321,299</b>
	<b>20</b> Total assets (Part X, line 16)	<b>Beginning of Current Year</b>	<b>End of Year</b>
	<b>21</b> Total liabilities (Part X, line 26)	<b>10,282,142,229</b>	<b>13,298,110,452</b>
	<b>22</b> Net assets or fund balances. Subtract line 21 from line 20	<b>29,358,518</b>	<b>92,887,114</b>
		<b>10,252,783,711</b>	<b>13,205,223,338</b>

**Part II Signature Block**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

<b>Sign Here</b>	<b>Signature of officer</b> <i>Anna Nelson</i>	<b>Date</b> <b>May 12, 2015</b>
	<b>Anna Nelson, Chair of the Board of Trustees</b> Type or print name and title	
<b>Paid Preparer Use Only</b>	<b>Print/Type preparer's name</b> <b>Gwen Spencer</b>	<b>Preparer's signature</b> <i>Gwen Spencer</i>
	<b>Date</b> <b>05/11/2015</b>	<b>Check <input type="checkbox"/> if self-employed</b>
	<b>PTIN</b> <b>P00641463</b>	
	<b>Firm's name</b> ▶ <b>PricewaterhouseCoopers, LLP</b>	<b>Firm's EIN</b> ▶ <b>13-4008324</b>
<b>Firm's address</b> ▶ <b>125 High Street, Boston, MA 02110</b>		<b>Phone no.</b> <b>617-530-5000</b>

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Cat No. 11282Y

Form 990 (2013)

\*Fidelity Charitable engages FMR LLC pursuant to a Master Services Agreement under which all services are provided to Fidelity Charitable. See Schedule O for further explanation.

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# EXHIBIT A-2

Form 990 (2013)

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## Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III ☒

- 1** Briefly describe the organization's mission:  
Fidelity Charitable seeks to further the American tradition of philanthropy by providing programs that make charitable giving accessible, simple, and effective. See Schedule O for additional information.
- 2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No  
If "Yes," describe these new services on Schedule O.
- 3** Did the organization cease conducting, or make significant changes in how it conducts any program services? ☐ Yes ☒ No  
If "Yes," describe these changes on Schedule O.
- 4** Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

**4a** (Code: ) (Expenses \$ 2,259,456.041 including grants of \$ 2,211,977,238 ) (Revenue \$ 0 )  
See Schedule O

**4b** (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )

**4c** (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )

**4d** Other program services (Describe in Schedule O.)  
(Expenses \$ 0 including grants of \$ 0 ) (Revenue \$ 0 )

**4e** Total program service expenses ▶ 2,259,456.041

# EXHIBIT A-3

## SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

## Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on  
Form 990 or 990-EZ or to provide any additional information.

► Attach to Form 990 or 990-EZ.

► Information about Schedule O (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

2013

Open to Public  
Inspection

Name of the organization

FIDELITY INVESTMENTS CHARITABLE GIFT FUND

Employer identification number

11-0303001

Form 990 Part III, Line 1 - and Line 4(a). Fidelity Charitable seeks to facilitate, support, and increase charitable activities in the following areas: Health and humans services, Children, youth, and families, Social welfare, Education, Scientific research, Culture, arts, and humanities, Religion, Civic and community affairs, Environment, Wildlife and animals, Testing for public safety and consumer affairs, and Other charities that support causes that represent the philanthropic objectives and geographic regions of donors to Fidelity Charitable. Fidelity Charitable's goal is to increase the dollars to non-profit organizations through fundraising and outreach.

\* Form 990, Part VI, Section A, Line 3 - and various other references marked with an asterisk (\*) Neither Fidelity Charitable (nor any related organization) pays compensation to any officers or other individuals. Fidelity Charitable engages FMR LLC ("FMR") pursuant to a Master Services Agreement ("MSA") under which a broad range of services are provided to and on behalf of Fidelity Charitable, including services of officers and other individuals. Payments by Fidelity Charitable to FMR under the MSA are based on the terms of the MSA in aggregate separate costs borne by FMR in providing services under the MSA, including compensation paid by FMR, are not separately stated under the MSA (Payments to FMR under the MSA are reported on Form 990 Part VII, Section B). As provided under the MSA, Fidelity Charitable and FMR shall review the terms of its agreement on an annual basis to ensure that Fidelity Charitable is receiving fair value for the fees that it is paying FMR. The fees paid by Fidelity Charitable include, but are not limited to, the following services provided by FMR: employment, record-keeping, systems, occupancy, administration, fundraising, and investment advisory services. Fidelity Charitable and FMR shall compare the services provided under the MSA with prices provided by other vendors for comparable services to ensure that Fidelity Charitable is receiving at least as favorable an arrangement as it would receive with a party other than FMR. In addition to the review of comparable pricing of industry services, the review by Fidelity Charitable also includes informational disclosure of the overall expense incurred by FMR to support Fidelity Charitable vs. the fees paid by Fidelity Charitable. Finally, pursuant to Fidelity Charitable Board policy, all amounts paid to FMR by Fidelity Charitable under the MSA shall be reviewed on an annual basis by a qualified, independent third party.

Form 990, Part VI, Section B, Line 11b - As part of the process of preparing Fidelity Charitable's IRS Form 990 (the Form), the independent return preparer reviewed the Form with Fidelity Charitable management. The independent return preparer then met with the Board's Chair and the Board's Audit Committee (comprised of Trustees independent from Fidelity Investments), along with Fidelity Charitable management, to review the draft Form and to answer Board questions. The Form is distributed to each Board member. Upon receiving final Audit Committee approval, the Form 990 is filed with the IRS.

Form 990, Part VI, Section B, Line 12c - Trustees and Officers of Fidelity Charitable are required on an annual basis to complete a Conflict of Interest Survey, which is then reviewed by and filed with an Officer of Fidelity Charitable, currently the Secretary and Chief Compliance Officer.

Form 990, Part VI, Section C, Line 18 - Pursuant to and consistent with IRS regulations, Fidelity Charitable makes copies of its application for recognition of exemption available for public inspection without charge at its principal office during regular business hours, makes its annual information returns available for public inspection without charge at its principal office during regular business hours, makes each annual information return available for a period of 3 years beginning on the date the return is required to be filed (determined with regard to any extension of time for filing) or is actually filed, whichever is later, and provides a copy without charge (for Form 990-T, this requirement applies only to Forms 990-T filed after August 17, 2006), other than a reasonable fee for reproduction and actual postage costs, of all or any part of any application or return required to be made available for public inspection to any individual who makes a request for such copy in person or in writing (except as otherwise provided in IRS regulations). The copy shall include all information furnished by Fidelity Charitable to the IRS on Form 990 or 990-T, as well as all schedules, attachments, and supporting documents, except for the name and address of any contributor to Fidelity Charitable. However, schedules, attachments, and supporting documents filed with Form 990-T that do not relate to the imposition of unrelated business income tax may not be made available for public inspection and copying. In addition, Fidelity Charitable makes its annual information return widely available by posting the document on its website ([www.fidelitycharitable.org](http://www.fidelitycharitable.org)), and Fidelity Charitable's IRS forms 990 are also available on [guidestar.org](http://guidestar.org).

Form 990 Part VI, Section C, Line 19 - Fidelity Charitable makes its governing documents, conflict of interest policy and financial statements available to the public upon request pursuant to its Public Disclosure Policy, which is published on its website. The most recent 990 and audited financial statements are also posted on Fidelity Charitable's website.

Form 990 Part XI, Line 9 - The following items make up the -\$14,672,409 figure: -\$19,708,742 - Decrease in remainder interest of Pooled Income Fund, \$5,036,333 - Net change in unrealized appreciation on other assets and liabilities in foreign currencies.

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Cat No 51056K

Schedule O (Form 990 or 990-EZ) (2013)