

FIDELITY SPECIAL VALUES PLC
Company No. 2972628
("the Company")

**Resolutions of the members passed at the General
Meeting duly convened and held on 15 September 2021 at 10.30 am**

ORDINARY RESOLUTION

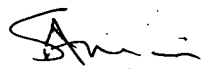
THAT the Directors be and they are hereby generally and unconditionally authorised in accordance with Section 551 of the Companies Act 2006 (the **Act**) to exercise all the powers of the Company to allot shares in the Company or to grant rights to subscribe for or to convert any securities into shares in the Company (**relevant securities**) up to an aggregate nominal amount of £1,558,394 (approximately 10% of the aggregate nominal amount of the issued share capital of the Company as at 11 August 2021) and so that the Directors may impose any limits or restrictions and make any arrangements which they consider necessary or appropriate to deal with shares held in treasury, fractional entitlements, record dates, legal, regulatory or practical problems in, or under the laws of, any territory or any other matter, such authority to expire at the conclusion of the next Annual General Meeting (**AGM**) of the Company but so that this authority shall allow the Company to make offers or agreements before the expiry of this authority which would or might require relevant securities to be allotted after such expiry as if the authority conferred by this resolution had not expired. This resolution is without prejudice to any unexpired part of the authority to allot shares and grant of rights made by the ordinary resolution passed on 14 December 2020.

SPECIAL RESOLUTION

THAT, subject to the passing of the Resolution, as set out above, the Directors be and they are hereby authorised, pursuant to Sections 570 - 573 of the Act to allot equity securities (as defined in Section 560 of the Act) for cash pursuant to the authority given by the said Resolution and/or to sell ordinary shares held by the Company in treasury for cash, as if Section 561 of the Act did not apply to any such allotment, or sale, provided that this power shall be limited:

- i) to the allotment of equity securities or sale of shares held in treasury up to an aggregate nominal amount of £1,558,394 (approximately 10% of the aggregate nominal amount of the issued share capital of the Company as at 11 August 2021); and
- ii) by the condition that allotments of equity securities or sale of shares held in treasury may only be made pursuant to this authority at a price of not less than the net asset value per share,

and this power shall expire at the conclusion of the next AGM of the Company, save that this authority shall allow the Company to make offers or agreements before the expiry of this authority, and the Directors may allot equity securities in relation to such an offer or agreement as if the authority conferred by this resolution had not expired. This resolution is without prejudice to any unexpired part of the authority to allot shares and grant of rights made by the ordinary resolution passed on 14 December 2020.


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For and on behalf of
FIL Investments International
Secretary

