

J.P.Morgan

Guide to Investment Services and Brokerage Products

INVESTMENT AND INSURANCE PRODUCTS ARE:

• NOT FDIC INSURED • NOT INSURED BY ANY FEDERAL GOVERNMENT AGENCY • NOT A DEPOSIT OR OTHER OBLIGATION OF, OR GUARANTEED BY, JPMORGAN CHASE BANK, N.A. OR ANY OF ITS AFFILIATES • SUBJECT TO INVESTMENT RISKS, INCLUDING POSSIBLE LOSS OF THE PRINCIPAL AMOUNT INVESTED

THANK YOU FOR YOUR INTEREST IN INVESTING WITH J.P. MORGAN WEALTH MANAGEMENT.

We believe that our knowledge and experience, combined with our broad range of products and services, will provide the foundation to help you realize your investing goals.

Inside this Guide, you will find information to help you understand our investment services and brokerage products so that you can choose what work best for you. We provide details on our products and services, as well as those we offer from third-party providers.

You will also learn about the compensation received by J.P. Morgan Securities LLC, JPMorgan Chase Bank, N.A., and their affiliates (collectively, J.P. Morgan), as well as the compensation that J.P. Morgan Wealth Advisors and J.P. Morgan Wealth Partners (collectively, advisors) reasonably expect to be paid from the sale of the products and for the services we offer.

We hope you find the Guide to be a useful resource. The Table of Contents on the next page provides an overview of the information you will find inside. We may make periodic updates to this Guide and will notify you of any material changes. You can also view the most current version of the Guide at www.jpmorganinvestment.com, or you can always contact your advisor for more information.

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WHO WE ARE, WHO WE SERVE AND HOW WE SERVE YOU

A. WHO WE ARE

J.P. Morgan Securities LLC is a registered broker-dealer and investment advisor with the Securities and Exchange Commission (SEC). J.P. Morgan Securities LLC is also a member of the Financial Industry Regulatory Authority (FINRA), the Municipal Securities Rulemaking Board (MSRB) and the Securities Investor Protection Corp. (SIPC). J.P. Morgan Wealth Management (JPMWM) offers investment products and services through J.P. Morgan Securities LLC.

JPMWM offers a broad range of investments and other services to help you and other clients meet their needs, whether it's saving for retirement, a major purchase or education. We can help you create an integrated and comprehensive strategy on your terms through your investment accounts.

B. WHO WE SERVE

JPMWM provides brokerage services and investment advisory services to clients in a number of ways, depending on their individual circumstances and how they prefer to engage with us. This includes working with a dedicated advisor located in a J.P. Morgan Securities office or online.

Generally, to open an account you must have a valid residential U.S. address, a Social Security or taxpayer identification number, and be a U.S. citizen or resident alien. In most states, a trust, corporation, non-profit or government entity can also open an account. Some account types may not be available to all clients. We may also offer limited services to non-resident alien clients; please speak with your advisor for additional information.

We may ask you to provide certain documentation when you open your account, and from time to time thereafter, to maintain our relationship.

C. HOW WE SERVE YOU

Whether you're new to investing or have years of experience, we can help. We'll strive to put your needs first, offer informed advice and provide you with the highest level of investment service.

Overall, we offer three primary ways to invest with us:

- Work with a dedicated advisor or team
- Trade on your own online, with access to our global research and market insights
- Invest with our robo-advisor online

This guide focuses mainly on working one-on-one with an advisor, who can provide you with a personalized investment strategy based on your financial goals, which can evolve over time.

Our approach to personalized investing

In addition to helping design an investment strategy for you and your family's unique goals, at your request, your advisor can also:

- Help you take a holistic view of your investments and asset allocation. This may include suggestions regarding changes across your portfolio intended to help you reduce risk and potentially increase returns, and assistance with rebalancing.
- Provide views on the market and guidance during periods of market volatility in an attempt to help you avoid ill-timed actions.
- Periodically review your investment goals and objectives to help you stay on track.

To ensure our advisors have the foundation they need to provide you with a personalized investment experience, they have access to a variety of resources and support. In making recommendations to you, our advisors select from products we believe can serve the best interests of our clients. Our advisors also have access to:

- Ongoing investment education and up-to-date market insights
- Securities research and information from our Capital Markets Solutions and other teams
- Internal specialists and support teams

INVESTMENT ACCOUNTS & SERVICES

A. DIFFERENT TYPES OF INVESTMENT ACCOUNTS

JPMWM offers both brokerage and investment advisory services. There are important differences between the two, including the types of services provided, the costs and how they are regulated. We encourage you to speak with your advisor if you have any questions.

Brokerage Accounts

Brokerage accounts and related services primarily involve assisting you with the purchase and sale of securities based on your instructions. These accounts have a transaction-based cost structure and you retain the final investment decision on all transactions in the account.

- As part of a brokerage relationship, we will handle the brokerage and related functions for your account, which may include: holding securities and cash; executing, clearing and settling transactions; collecting and processing dividends; issuing buy and sell confirmations and statements; and looking after the various details associated with the clearing and carrying of accounts. Unless you have specified otherwise, we will act as custodian of the assets in all brokerage accounts. For additional information regarding the services we provide with respect to brokerage accounts, please refer to your J.P. Morgan Securities Customer Agreement or other applicable service-related documents, which may be amended from time to time. You may request additional copies of these agreements or other documents at any time.
- In exchange for our brokerage services, you generally pay a commission or other charges for each transaction and other applicable fees. For example, you generally pay a commission for each equity transaction, a mark-up/mark-down for bond transactions and a sales charge for mutual fund transactions. A mark-up is the difference between a security's lowest current offering price and the price charged to the client, while a mark-down is the difference between the highest current bid price for a security and the lower price that a client receives when selling a bond. Therefore, in a brokerage account your total costs will generally increase or decrease as a result of the frequency of transactions in the account and the type of securities you purchase. We may also be paid by third parties who compensate us based on what you buy.

When acting as a broker-dealer:

- We assist you with the purchase and sale of securities based on your instructions. Your approval will be required before any securities transaction takes place. We do not have discretion to act on your behalf in a brokerage account. This means that although we may provide advice or recommendations regarding the purchase or sale of securities, we do not make investment decisions for you, manage your investments or monitor your account.
- We are not acting as a fiduciary under federal law, federal rule or federal regulation.¹ As such, we are permitted to sell securities to you and buy securities from you through our own account as principal and act as agent for you and another client in the same trade. We will disclose this on trade confirmations sent to you.
- When we make recommendations to you we do so in a broker-dealer capacity, not as your investment advisor, unless we have entered into a written investment advisory agreement with you.

Investment Advisory Accounts

When acting as an investment advisor, we offer a variety of programs and services including discretionary and non-discretionary advisory programs. If you participate in a discretionary advisory program, we will have authority to make trades and other investment decisions on your behalf without seeking your prior approval. As part of our investment advisory programs and services, we provide ongoing account management and monitoring.

For these investment advisory programs and services, you generally pay a fee based on the value of your account assets. Additionally, trade execution and other applicable fees may also apply. All fees will be outlined in our agreements with you.

¹ A fiduciary standard for broker-dealers may be set forth under the rules of certain states or as a condition to maintaining certain certifications. For state-specific information, where applicable, please refer to Section 5.

While serving as your investment advisor, we are acting as a fiduciary. As part of our fiduciary duty to you, among other things, we are required to make full and fair disclosure of all material facts relating to our advisory relationship with you, including conflicts between our interests and your interests, and we must obtain your informed consent before engaging in transactions with you for our own account or that of an affiliate or another client (to the extent otherwise permitted under applicable federal law). We act as an investment advisor only when we have entered into a written agreement with you that describes our advisory relationship and obligations to you.

Both Brokerage and Investment Advisory Accounts

In both brokerage and investment advisory accounts that include professionally managed investment products such as mutual funds or exchange-traded funds (ETFs), you will be charged for additional operating expenses that are reflected in the product's share price. Additional expenses include, for example, investment management fees assessed by the manager of the fund. There may also be other fees and expenses that are not included as part of JPMWM's fees or compensation. There may also be other fees and expenses, in addition to those outlined above, as described in agreements and disclosures provided to you. You can find additional information about brokerage fees and expenses in Section 3, Brokerage Products.

While we will take care in developing and making recommendations to you as a broker-dealer or investment advisor, securities involve risk and you may lose money. There is no guarantee that you will meet your investment goals or that our recommended investment strategy will perform as anticipated. Please review all the documents you are provided for the details of that product or service, the risks associated with the product and other important information.

B. DIFFERENT TYPES OF BROKERAGE ACCOUNTS

You can always choose between a full-service and a self-directed brokerage account. The main differences between them are how you work with us, who you work with, the types of investment options and services available to you, and costs.

With full-service brokerage accounts, you can work with an advisor who can provide goals-based advice, guidance and help with specific investment needs. With self-directed brokerage accounts, you can open a J.P. Morgan Self-Directed Investing account where you will make your own decisions and will primarily engage with us online.

As a result of these differences, the fees that you pay will vary.

Some account types, strategies, products and services may only be offered in one of the service models. For instance, certain mutual fund share classes, investment strategies or account types may only be available through J.P. Morgan Self-Directed Investing and others just through your advisor in a full-service brokerage account. You can open multiple accounts and choose to work with us in different ways depending on your objectives in each account.

Full-Service Brokerage Account	J.P. Morgan Self-Directed Investing Account
<ul style="list-style-type: none"> • Designed for clients who wish to receive advice and guidance from a J.P. Morgan team, but who want to make the final investment decision on all transactions. For example, we may recommend the purchase of a security in your account — but you make the final decision about whether or not to accept our recommendation. • These accounts have a transaction-based cost structure. Any recommendations we make are considered part of your brokerage services — there is no separate fee charged for our advice or recommendations. • You will primarily engage with a dedicated advisor on the phone or in-person. • In this account, you can trade a variety of investments, which we describe in Section 3. • We must act in your best interest at the time we make a securities recommendation to you. • An account can hold cash for liquidity, funding, for future investments or for emergency funds. 	<ul style="list-style-type: none"> • Designed for individual clients who wish to trade online themselves, with access to insights and research; accounts may include taxable brokerage, Traditional IRA and Roth IRA accounts. • We will not provide investment advice or offer any opinion about the suitability of any security, order, transaction or strategy. • You will make investment decisions and transactions based on your own evaluation of your personal financial situation, needs, risk tolerance and investment objective(s). • You will primarily engage with us online through J.P. Morgan OnlineSM or J.P. Morgan MobileSM. • In this account, you trade online in products including U.S. equities, ETFs, mutual funds, options and fixed income. • We do not have a general obligation to act in your best interest and will not make recommendations to you. • An account can hold cash for liquidity, funding, for future investments or for emergency funds.

C. BROKERAGE ACCOUNT FEES

We charge certain account fees or other amounts in the normal course of providing services or products to you. These charges may include fees for certain administrative services.

Full-Service Brokerage Account	J.P. Morgan Self-Directed Investing Account
<p>Fees and charges may vary from one account to another based on a variety of factors. All such fees and charges are deducted from your linked bank account or brokerage account and are subject to change periodically.</p> <ul style="list-style-type: none">• For service fees, please see Section 6, Appendix.• For product-specific fees and other charges, please see Section 3, Brokerage Products.	<p>Please visit, www.jpmorgan.com/self-directed-pricing</p>

D. DIFFERENT TYPES OF INVESTMENT ADVISORY ACCOUNTS

In addition to brokerage accounts, clients have the ability to invest in a number of investment advisory programs, including discretionary and non-discretionary investment advisory programs, where they can receive advice on the selection of investment managers, mutual funds, ETFs and other securities offered through our investment advisory programs. You also have the option to invest online in a J.P. Morgan-managed portfolio through a discretionary J.P. Morgan Automated Investing advisory account.

Discretionary Investment Advisory Account	Non-Discretionary Investment Advisory Account
<ul style="list-style-type: none">• Discretionary Investment Advisory Accounts are accounts in which you authorize J.P. Morgan Securities LLC and/or another affiliated or unaffiliated Portfolio Manager to act as your investment advisor.• You give J.P. Morgan Securities LLC and/or the Portfolio Manager the power to invest on your behalf by buying and selling securities in your account and making all investment decisions for your account.	<ul style="list-style-type: none">• Non-Discretionary Investment Advisory Accounts are accounts in which you have sole discretion as to the purchase and sale of assets.• Your advisor and/or J.P. Morgan Securities LLC gives you advice about securities that you may buy and sell, but you do not give J.P. Morgan Securities LLC the authority to invest on your behalf.• You are responsible for the investment decisions over the assets invested in these accounts.

Discretionary J.P. Morgan Automated Investing Advisory Account
<ul style="list-style-type: none">◦ Invest online and via the J.P. Morgan Mobile® app.◦ You select the model that fits you best. Portfolios range from conservative to aggressive, and are constructed from J.P. Morgan ETFs².◦ Our technology tracks your portfolio daily and rebalances as needed.◦ Visit www.chase.com/personal/investments/online-investing for more information.

E. INVESTMENT ADVISORY ACCOUNT FEES

Fees and costs associated with our full-service investment advisory programs are available request or at www.jpmorgan.com/securities/securities/adv.

Fees and costs associated with J.P. Morgan Automated Investing can be found at www.jpmorgan.com/automated-investing-pricing.

²J.P. Morgan Securities LLC has retained an affiliate, J.P. Morgan Investment Management Inc. (JPMIM), to have investment discretion over the construction of the model portfolios (including fund selection and replacements) for J.P. Morgan Automated Investing accounts. J.P. Morgan Securities LLC retains trading authority to implement the model portfolios and place orders consistent with each client's Selected Portfolio.

F. RELATED BROKERAGE & INVESTMENT ADVISORY SERVICES

The following are some additional products and services we may provide.

	Description	Fees and Costs
Custody	<ul style="list-style-type: none"> Under certain limited situations specific to Alternative Investments, J.P. Morgan Securities LLC provides custody services through JPMorgan Chase Bank, N.A. (JPMCB), as described in the Custody Agreement, sometimes referred to as "Accounts And Services Relating to Assets Held by JPMCB and Affiliated Banks," which is part of the Combined Terms and Conditions. Pursuant to that agreement, such services generally include recording, on our books, the plan's interest in property that JPMCB holds directly or indirectly for the account as custodial agent. JPMCB may also make purchases, sales, and deliveries in accordance with instructions given by the plan sponsor. 	JPMWM does not charge its clients a Custody fee.
Retirement Accounts	<ul style="list-style-type: none"> We offer Individual Retirement Accounts to our clients, including: <ul style="list-style-type: none"> Traditional IRAs – a type of tax-advantaged retirement account where your contributions may be tax-deductible, and any investment gains will not be taxed while in the IRA. When you withdraw your money you will have to pay taxes on any amounts withdrawn comprising pre-tax dollars, including investment gain and deductible contributions. Roth IRAs – a type of tax-advantaged retirement account where your contributions are made with after-tax dollars (if you are eligible to contribute), but any investment gains will not be taxed while in the account and your withdrawals will be tax-free if they are qualified. 	<ul style="list-style-type: none"> For service fees, please see Section 6, Appendix. For product-specific fees and other charges, please see Section 3, Brokerage Products.
529 Plan (Full-Service Only)	<p>A 529 plan is an investment account that offers:</p> <ul style="list-style-type: none"> Tax-deferred growth and tax-free withdrawals when the funds are used to pay for a designated beneficiary's qualified education expenses. Contributions may be tax-deductible in some states. Numerous professionally managed investment options from which to choose, including mutual funds and ETFs. You have full control over your plan's investments and withdrawals. 	<ul style="list-style-type: none"> 529 plans may charge a program management fee and/or a state administration fee (generally 0%–0.50% in aggregate), in addition to the expense ratios of the underlying mutual funds. Many plans charge an annual account maintenance fee (generally \$20–\$25 annually). Such plans often reduce or eliminate this fee for residents, clients who make automatic contributions or for accounts above a minimum balance, typically \$25,000. 529 plan investments include mutual fund Class A Shares and Class C Shares and sales charges vary by plan. Sales charge waivers are available for certain 529 plans. Please see Section 3, Brokerage Products for more information on mutual funds share classes and sales charges.

<p>Margin (Full-Service Only)</p>	<ul style="list-style-type: none"> • Margin involves borrowing from J.P. Morgan Securities LLC in order to purchase an investment. • Securities in your margin account are collateral for the loan to you. If the securities in your account decline in value, so does the value of the collateral supporting your loan, and, as a result, we can take action, such as issue a margin call and/or sell securities or other assets in any of your accounts with us, in order to maintain the required equity in the account. • Your advisor is compensated based on interest paid for your margin loans. • Before trading stocks in a margin account, you should carefully review the Margin Disclosure Statement. www.finra.org/sites/default/files/InvestorDocument/p005895.pdf. 	<p>Interest will be charged as provided below on any credit extended to you by J.P. Morgan Securities LLC for the purpose of purchasing, carrying or trading in any security. The annual rate of interest you are charged³ may fluctuate with changes in the stated base rates. The changes in rates resulting from this fluctuation will be made without prior notice to you. The amount of interest charged to an account can be viewed on its monthly statement.</p> <ul style="list-style-type: none"> • \$0 to \$25,000: Prime + 4.75% • \$25,001 to \$50,000: Prime + 4.50% • \$50,001 to \$100,000: Prime + 4.00% • \$100,001 to \$500,000: Prime + 3.75% • \$500,001 to \$1,000,000: Prime + 3.00% • \$1,000,001 to \$3,000,000: Prime + 2.50% • \$3,000,001 to \$10,000,000: SOFR + 2.35% • \$10,000,001 and above: SOFR + 1.85% <p>Please note that this pricing applies to accounts opened on and after 3/22/21. For pricing on accounts opened prior to 3/22/21. Please refer to the Truth in Lending section of the margin agreement & disclosures you received when you opened your margin account or your advisor for more information.</p>
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³ The annual rate of interest that you will be charged on any U.S. dollar denominated credit is based on either the Prime interest rate (Prime) or the Secured Overnight Financing Rate (SOFR). The Prime interest rate is an important index used by banks to set rates on many consumer loan products, such as credit cards or auto loans. The Prime interest rate will move up or down in lockstep with changes made by the Federal Reserve Board. SOFR is a benchmark for dollar-denominated derivatives and loans. SOFR is based on transactions in the Treasury repurchase market.

PRODUCTS AVAILABLE FOR BROKERAGE ACCOUNTS

This section is intended to provide you with a general description of the various products available within a brokerage account. Before making any investment, each client should evaluate if the product is suitable for their needs and financial situations, and their ability to take on risks.

As a reminder, while we will take reasonable care in developing and making recommendations to you, securities and investment products involve risk, and you may lose money. There is no guarantee that you will meet your investment goals, or that our recommended investment strategy will perform as anticipated. Please consult available offering documents for any security we recommend for a discussion of risks associated with the product. We can provide these documents to you, or help you to find them.

A. EQUITIES/STOCKS

Description:

What is a stock?

- Stocks represent an ownership interest in a company. When you own a company's stock, you can have an equity interest in the company, or own a fractional portion of the company.
- A stockholder can achieve returns through price appreciation/depreciation and dividends.
- A stock's market value can change at any moment, depending on market conditions, investor perceptions or a host of other issues.
- Owning stocks typically gives you the right to vote on important company issues and policies.
- Stockholders have a claim on a company's assets if the company goes bankrupt. However, in the event of liquidation, stockholders will receive what is left after all of the company's creditors have been paid.

There are different types of stocks:

- **Listed Common stock** – a stock that is made available by public companies to the public for purchase (typically through an initial public offering, or IPO) and may also refer to the secondary trading of these shares.
- **Preferred stock** – stock that entitles the holder to a fixed dividend, whose payment takes priority over that of common-stock dividends.
- **Restricted stock** – shares in a company issued in private transactions (e.g., to employees as part of their pay), but which cannot be transferred by them until certain conditions have been met.

In addition to exchange-traded securities, we offer equities in the following ways:

- **Equity⁴** – We may participate in Initial Public Offering (IPO), which is the first sale of shares of a company to the public.
- **Secondary Offering** – We also may participate in Secondary Offering, which is the sale of shares of a company following an IPO (already trading in public market).

⁴ The firm leading the underwriting process may bring together several firms (or syndicate) to distribute the new offering.

Fees

- As mentioned above, you pay us a commission for each equity transaction, as follows:

Principal Money	Base Charge	% of Notional	Lot Charge (0-10)	Lot Charge (10+)	Max Commission
Up to \$20,000	N/A	2.00%		N/A	2.00%
\$20,000 to \$99,999	N/A	1.50%		N/A	1.50%
\$100,000 to \$499,999	N/A	1.25%		N/A	1.25%
\$500,000 to \$999,999	N/A	1.00%		N/A	1.00%
\$1,000,000+	N/A	0.75%		N/A	0.75%

- Minimum and Maximum Commissions for Equity Transactions
 - Minimum: \$25 on trades with a notional value >\$100
 - Maximum: 2% with the exception of \$25 minimum on trades
 - Any trades priced at zero will remain at zero

Risks and other relevant information:

An investment in stocks involves a number of risks. The following discussion is not meant to be exhaustive and the risks discussed do not comprise a complete list of all the risks relating to stocks. You should consider these risks as you choose your investments.

- The price of stocks may rise or fall because of changes in the broad market or a company's financial condition, or industry-specific risks, sometimes rapidly or unpredictably.
- If a company becomes insolvent, its stocks are repaid only after all other debts of the company have been repaid. This can result in a potentially severe reduction in, or total loss of, their value.
- Some securities trade less frequently and in smaller volumes, often stocks of smaller or newer companies. In addition, smaller or newer companies may be more vulnerable to economic, market and industry changes, and thus can be riskier.
- Stocks may not be registered, publicly listed or traded on an exchange, and these securities are more likely to be illiquid and therefore subject to a higher degree of liquidity risk than registered or listed securities.
- Issuers typically compensate J.P. Morgan Securities LLC for the distribution of new issues of securities. Similar to other products, compensation J.P. Morgan Securities LLC receives may be allocated as revenue to J.P. Morgan Securities LLC.

Resource(s) to obtain additional information:

Please consult available offering documents for any security we recommend for a discussion of risks associated with the product. We can provide these documents to you, or help you to find them.

B. FIXED INCOME/BONDS

Description:

- Bonds are debt securities of an issuer. By buying a bond, the bondholder extends a loan to the bond issuer. In return, the bond issuer promises to pay the bondholder interest periodically, and principal at maturity.
- Fixed income securities generally provide investors with a steady stream of income, creating a consistent cash flow to investors. An investor can also use fixed income to achieve returns through price appreciation/depreciation.
- The biggest risks of bonds and other fixed income investments include interest rate risk, credit risk and inflation risk, as described further below.
- There are different types of fixed income products. The following is an illustrative list of some, but not all, of the bonds available to investors.

- **Government bonds** are debt issued by a federal government to support government spending. Government bonds can pay periodic interest payments called coupon payments. Government bonds are generally considered low-risk investments since the issuing government backs them. Examples include U.S. Treasuries, Japanese Government Bonds and UK Government Bonds.
 - **Municipal bonds** are loans investors make to local and state governments. They are issued by cities, states, counties or other local governments. Municipal bonds are generally exempt from federal taxation.
 - **Agency bonds** are bonds issued by a government agency. These bonds do not include those issued by the U.S. Treasury or municipalities and are not fully guaranteed in the same way as U.S. Treasuries. Agency bonds are also known as agency debt.
 - **Corporate bonds** are debt obligations issued by corporations to fund capital improvements, expansions, debt refinancing, share buybacks or acquisitions. Interest is subject to federal, state and local taxes.
 - **Investment grade corporate bonds** are typically issued by high-quality corporations, those with credit ratings between AAA and BBB-.
 - High Yield corporate bonds have a higher risk of default or other adverse credit event, but typically pay higher interest rates than higher-rated bonds in order to make them attractive to investors. These bonds are typically less liquid.
 - **Emerging market debt** is a term used to encompass bonds issued by less developed countries. It does not include borrowing from governments, supranational organizations such as the IMF or private sources, although loans that are securitized and issued to the markets can be included.
 - **Brokered CDs** are certificates of deposit sold by an intermediary, called a broker. Financial institutions use brokers to market their CDs to help them gain deposits. The rates on brokered CDs tend to be very competitive because the financial institution is competing directly with other institutions for deposits.
- In addition to exchange-traded securities, we may offer new bond issuance/syndicate, which are bond securities that have been registered, issued and are being sold on a market to the public for the first time.⁵

Fees:

JPMWM charges a mark-up/mark-down for bond transactions. A mark-up is the difference between a security's lowest current offering price and the price charged to the client, while a mark-down is the difference between the highest current bid price for a security and the lower price that a client receives when selling a bond.

Asset Class (\$/Bond)	Maximum Mark-Up
High Grade	20.00
High Yield	25.00
Treasury Bills	0.50
Treasury Notes/Bonds	6.25
Municipal Bonds	25.00

Risks and other relevant information:

Although fixed income investments are generally perceived to be more conservative than stocks, they are not without risk. Below are some of the major risks associated with the fixed income securities.

- Bond prices rise when interest rates fall and vice versa. Longer-term securities are more prone to price fluctuation than shorter-term securities. Any fixed income security sold or redeemed prior to maturity may be subject to substantial gain or loss. Income is subject to the credit risk of the issuer of the bond. If an issuer defaults no future income payments will be made.
- Credit risk is the risk that the issuer of a security may not honor its obligation to pay principal or interest, resulting in a loss to the investor. You should consider the credit risk of an issuer when making an investment decision.
- There are many fixed income products with different degrees of liquidity. There may be no market for a particular fixed income instrument, and you may not be able to sell the security at the desired time or price.

⁵ The firm leading the underwriting process may bring together several firms (or syndicate) to distribute the new offering.

Even when a market exists, there may be a substantial difference between the secondary market bid and ask price for a fixed income instrument. Even when a market exists, there may be a substantial credit spread, which is the difference in yield between two fixed income instruments that have similar maturity but different credit quality. For example, if a 10-year U.S. Treasury note has a yield of 4% and a corporate bond has a yield of 7%, the spread would be $(7-4)*100 = 300$ basis points.

- The value of fixed income instruments generally moves in the opposite direction of credit spreads. Values decrease when credit spreads widen, and increase when credit spreads narrow.
- Interest rate (or duration) risk is the risk that changes in prevailing market interest rates will affect the value of a fixed income security. The value of a fixed income security will generally move in the opposite direction of interest rates. Values decrease when interest rates rise, and increase when interest rates fall.
- A callable bond permits the issuer to redeem the bonds before the maturity date. Investors in callable bonds may not receive the bond's original coupon rate for the entire term of the bond, and once the call date has been reached the market value of the bond may be capped at the call price.
- U.S. government securities are issued directly by the U.S. government and are guaranteed by the U.S. Treasury; however, other U.S. government securities issued by an agency of the U.S. government may not carry such a guaranty. The U.S. government may not provide financial support to its agencies if not required to do so by federal law. Similar risks apply to securities issued by state government agencies and municipalities.
- Many of the risks in fixed income securities apply to other investments as well. For instance, inflation risk (the risk that returns will not keep pace with inflation) affects every investment. Foreign investments also have currency risk (the risk that currency exchange rate fluctuations may reduce gains or increase losses on foreign investments). Exchange rate volatility also may affect the ability of an issuer to repay its foreign currency denominated debt, thereby increasing credit risk.
- Issuers typically compensate J.P. Morgan Securities LLC for the distribution of new issues of securities. Similar to other products, compensation we receive may be allocated as revenue to J.P. Morgan.

Resource(s) to obtain additional information:

Please consult available offering documents for any security we recommend for a discussion of risks associated with the product. We can provide these documents to you, or help you to find them.

C. STRUCTURED INVESTMENTS

Description:

- Structured Investments (or Structured Products), in general terms, are fixed tenor securities that establish payoff profiles and detail potential benefits and risks linked to market outcomes. The underlying reference assets may include single equity or debt securities, indexes, commodities, interest rates and/or foreign currencies, as well as baskets of these reference assets or market measures.
- Structured Products typically have two underlying component parts — a note and a derivative, which is often an option. The note, in some instances, may pay interest, or a coupon rate, at a specified rate and interval. (See Section 3.F for further information about derivatives.)
- When packaged into a single security, the components of a Structured Product have the ability to adjust the underlying reference asset's overall risk and return profile.
- Potential investors should consider whether to invest in Structured Products in light of their own circumstances, investment objectives, tax position and financial condition. Structured Products will be offered by prospectus, term sheet or offering memorandum, and the offering document will provide more detailed information regarding the Structures. Potential investors should consider carefully all the information and risk factors set forth in the term sheet or Pricing Supplement along with all the information set forth in the Offering Memorandum.

Fees:

- J.P. Morgan is typically paid a distribution fee of up to 3% of the notional amount of the security. Details on the specific fees and costs associated with each note will be contained in the term sheet for the Structured Product.

- The issue price of a Structured Product will reflect the costs associated with issuing, selling, structuring and hedging a Structured Product and will include compensation to an issuer or its affiliate for structuring work involved in packaging a Structured Product as one instrument.
- Costs and compensation will vary with each Structure. A Structured Product may also include an annual fee embedded in an index or calculation, payable to the issuer or index sponsor (which may be J.P. Morgan or a non-J.P. Morgan affiliate issuer) for structuring or calculating a proprietary index or formula.
- In addition, the issue price of a Structured Product purchased in a brokerage account will include a fee to compensate J.P. Morgan for marketing and distributing the Structured Product.
- If a Structured Product has an early redemption feature and is redeemed prior to maturity, the compensation will not be prorated to the period during which the Structured Product was outstanding and, as a result, the rate of compensation will be higher.

Restrictions:

- **Issuers** – Only Structured Products issued by J.P. Morgan-approved counterparties will be recommended. All approved counterparties are periodically reviewed.
- **Payoff Profiles** – Payoff Profiles offered are documented and vetted through appropriate internal approval channels.
- **Paperless delivery** – You must be enrolled in paperless delivery of all investor materials to be approved for Structured Products. If we do not have your electronic consent and email address on file, you will not be able to invest in this product.
- Clients need to meet Suitability criteria to transact in Structured Products.

Risks and other relevant information:

- Investments in Structured Products may not be suitable for all investors. These types of investments entail varying degrees of risk and, while some Structured Products offer full or partial principal protection, others can result in the loss of the full amount invested. In addition, Structured Products are subject to the issuer's financial ability to meet its payout obligations.
- Structured Products may not be publicly listed or traded on an exchange and therefore may be illiquid investments.
- Prior to maturity, Structured Products will generally only be repurchased by the issuer and only upon terms and conditions acceptable to it, and, in most cases, Structured Products are non-transferable and non-negotiable. In the event that an issuer consents to early liquidation, you will likely not fully participate in any benefits of the Structured Product, such as principal protection, buffers or enhanced returns.
- Investing in a Structured Product is not the same as investing directly in the underlying asset. The return on a Structured Product at maturity may not be the same as the return on a direct investment in the underlying asset, and the maximum payment on a Structured Product may be subject to a cap, which would limit appreciation potential compared to a direct investment. Because the amounts payable with respect to a Structured Product are generally calculated based on the value or level of the underlying asset on a specified date or over a limited period of time, the volatility of the asset increases the risk that the return on the Structured Product may be adversely affected by a fluctuation in the level of the underlying asset. The volatility of an asset, particularly a currency or commodity, may be affected by political or economic events, including governmental actions, or by the activities of participants in the relevant markets.
- Issuers of Structured Products generally hedge their exposure on the Structured Product. Such hedging may involve the issuer, directly or through its affiliates, entering into transactions involving the securities, commodities or currencies or other instruments underlying the Structured Product, or derivative instruments, such as swaps, options or futures, on the underlying asset. By engaging in transactions of this kind, the issuer could adversely affect the value of a Structured Product and could achieve substantial returns from its hedging transactions, while the value of the Structured Product may decline. Issuers and their affiliates also may engage in trading, including trading for hedging purposes, for their proprietary accounts or for other accounts under their management, in the securities, commodities or currencies or other instruments underlying a Structured Product, or in other derivative instruments related to the underlying asset. These trading activities could adversely affect the value of a Structured Product. The issuer and its affiliates may also introduce competing products into the marketplace and adversely affect the value of a Structured Product thereby.

- We have a conflict of interest when recommending Structured Products issued by J.P. Morgan affiliates because it increases the overall revenue of J.P. Morgan.
- When playing multiple roles and performing duties, J.P. Morgan Securities LLC's and J.P. Morgan's economic interests and your economic interests in Structured Products potentially could be adverse. It is also possible that J.P. Morgan Securities LLC's or its affiliates' hedging or trading activities in connection with Structured Products could result in substantial returns for J.P. Morgan Securities LLC or its affiliates while the value of Structured Products decline.
- Use of Structured Products may not be suitable for all investors. Neither J.P. Morgan Securities LLC nor any of its affiliates render tax or legal advice. Therefore, clients are strongly encouraged to consult with outside tax and legal professionals regarding the potential that the use of Structured Products may generate undesired tax liabilities and penalties.

Resource(s) to obtain additional information:

Please consult available offering documents for any security we recommend for a discussion of risks associated with the Structured Product. We can provide these documents to you, or help you to find them.

D. SECURITIZED PRODUCTS

Description:

Securitized Products are financial products that pool various types of contractual debt such as residential mortgages, commercial mortgages, auto loans or credit card debt obligations (or other non-debt assets which generate receivables) and package the related cash flows to third-party investors as securities, pass-through securities or collateralized debt obligations (CDOs). Holders are repaid from the principal and interest cash flows collected from the underlying debt and redistributed through the capital structure of the new financing. Securities backed by mortgage receivables are called mortgage-backed securities (MBS), while those backed by other types of receivables are asset-backed securities (ABS).

Fees:

We charge a mark-up/mark-down for Securitized Products transactions. As noted above, a mark-up is the difference between a security's lowest current offering price and the price charged to the client, while a mark-down is the difference between the highest current bid price for a security and the lower price that a client receives when selling a bond.

	Asset Class	Minimum Mark-Up	Maximum Mark-Up
Securitized Products	U.S. Government Agencies (\$/Bond)	\$0.025	\$1.50
	Agency Mortgage-Backed Securities (\$/Bond)	\$0.063	\$2.00
	Non-Agency High-Grade Mortgage-Backed Securities (\$/Bond)	\$0.063	\$2.00

Restrictions:

JPMWM clients are required to meet certain criteria to transact in these products.

Risks and other Relevant Information:

- Risks generally include interest rate risk, basis risk, liquidity risk, prepayment risk and credit risk. While in some transactions the issuer may retain most of the economic credit risk associated with securitized assets, the credit risk of certain asset types may be small compared with these other risks.
- Default risk is the borrower's inability to meet interest payment obligations on time. For ABS, default may occur when certain obligations relating to the underlying collateral are not sufficiently met as detailed in its prospectus. A key indicator of a particular security's default risk is its credit rating. Different tranches within the ABS are rated differently, with senior classes of most issues receiving the highest rating, and subordinated classes receiving correspondingly lower credit ratings. Almost all mortgages, including reverse mortgages, and student loans, are now insured by the government.

- Fluctuations in interest rates affect floating rate ABS prices less than fixed rate securities, as the index against which the ABS rate adjusts will reflect interest rate changes in the economy. Interest rate changes may affect the prepayment rates on underlying loans that back some types of ABS, which can affect yields. Home equity loans tend to be the most sensitive to changes in interest rates, while auto loans, student loans, and credit cards are generally less sensitive to interest rate.

Resource(s) to obtain additional information:

Please consult available offering documents for any security we recommend for a discussion of risks associated with the product. We can provide these documents to you, or help you to find them.

E. DERIVATIVES

Over-the-Counter Derivatives

Description:

- Over-the-Counter Derivatives take one of four basic forms, although the forms can be overlapping and one transaction can involve elements of all four forms. These basic forms are 1) swaps, 2) options, 3) forwards and 4) hybrid instruments, the latter of which are debt obligations with an embedded swap, option or forward.
- Derivatives can be settled in cash or settled by physical delivery of property against cash. Derivatives that are regulated by the SEC as securities include (a) non-cleared security-based swaps, (b) any put, call, straddle, option or privilege on any security, certificate of deposit, or group or index of securities (including any interest therein or based on the value thereof), (c) any put, call, straddle, option or privilege entered into on a national securities exchange relating to foreign currency or (d) any warrant or right to subscribe to or purchase, any of the foregoing.
- Derivatives are typically used for hedging systematic or market risks such as, among other things, currency fluctuations, market movements, interest rate movements or inflation.
- A common feature of Derivatives is that the obligations of one or both of the parties are based on the value or market price of one or more underlying financial or commodity markets, to which the transaction is linked. You should not enter into an OTC Derivative unless you understand, at a minimum:
 - The fundamentals of the market underlying the Derivative;
 - The legal terms and conditions of the documentation for the Derivative;
 - The extent of the economic risk(s) to which you are exposed as a result of such Derivative (and determine that such risk is suitable for you in light of your financial circumstances and objectives);
 - The tax treatment of the Derivative; and
 - The regulatory treatment of the Derivative.

Fees:

Fees for OTC Derivatives are determined on a contract by contract basis, typically calculated as a percentage of the notional amount of the trade, depending on tenor, notional, asset class and complexity of trade. Details on the fees are contained in the OTC term sheet and confirmation for each trade.

Restrictions:

- Restrictions are based on an approved product list
- Clients need to meet certain criteria to trade
- Some OTC Derivatives are subject to Dodd-Frank requirements

Risks and other relevant information:

The following points should be considered in deciding whether to enter into a particular OTC Derivative:

- **Market risk:** To the extent the obligations or rights associated with an OTC Derivative are linked to prices or values in a particular market, you will be exposed to a risk of loss as a result of price or value movements in that market.

- **Credit risk:** You will be dependent upon the financial capacity of J.P. Morgan to meet its obligations under each OTC Derivative contract prior to settlement, and you may incur unsecured credit risk with respect to those obligations.
- **Price transparency:** Because the prices and characteristics of non-cleared OTC Derivatives are individually negotiated and there is no central source for obtaining prices, dealers in non-cleared OTC Derivatives may quote different prices for similar transactions. J.P. Morgan does not warrant that its prices will always be the best prices available.
- **Option risk:** Option transactions can be very risky. The risk of selling (writing) options is considerably greater than the risk involved in buying options. If you buy an option, you cannot lose more than the premium. If you sell (write) an option, the risk can be unlimited. Fluctuations in currency exchange rates may affect the value of any OTC Option on securities trading in, or denominated in, a foreign currency, as well as the value of any payment or delivery of securities in connection with such OTC Option.
- **Leverage risk:** Certain derivatives can be structured to allow for significant leverage. The use of leverage may have the effect of magnifying an investor's losses or gains and can cause an investor to be highly exposed to risk with very little capital or cash investment. As a result, a relatively small, unexpected change in the notional amount of an investor's position could have a much larger adverse impact on the principal amount invested.
- **Collateral:** Collateral may be required to support your obligations under OTC Derivatives. Additional collateral may be required after you have entered into an OTC Derivative.

Resource(s) to obtain additional information

Please consult available offering or transaction documents for any security we recommend for a discussion of risks associated with the product. We can provide these documents to you, or help you to find them.

Listed Options

Description:

- Listed Options are a type of derivative security traded on an exchange. Specifically, options are contracts that grant the right, but not the obligation, to buy or sell an underlying asset at a set price on or before a certain date.
 - **Call Options** are financial contracts that give the option buyer the right, but not the obligation, to buy an underlying asset at a specified price within a specific time period. The underlying asset can be a stock, bond or commodity.
 - **Put Options** are contracts giving the owner the right, but not the obligation, to sell, or short, a specified amount of an underlying asset at a pre-determined price within a specified timeframe.
- There are three types of listed options, namely American style, European style and Bermudan style.
 - **A European option** may only be exercised on expiration.
 - **An American option** may be exercised on any trading day on or before expiry.
 - **A Bermudan option** may be exercised only on specified dates on or before expiry.
- Uncovered Options
 - An uncovered (or naked) option transaction occurs when an investor buys or sells (writes) an option without owning a position in the underlying asset. There are special risks associated with uncovered option writing that potentially expose the investor to significant loss. Therefore, this type of strategy may not be suitable for all investors, including those generally approved for options transactions.
 - The potential loss of uncovered call writing is unlimited. The writer of an uncovered call is in an extremely risky position, and may incur large losses if the value of the underlying instrument increases above the exercise price.

Fees:

Greater than \$1 per contract (Single Contract Trade).

Single contract greater than \$1

Principal Money	Multiplier	Add-On	Multiplying Adjustment
Up to \$2,499	0.015	\$14.30	1.0969
\$2,500 to \$4,999	0.0105	\$25.55	1.0969
\$5,000 +	-	\$77.50	1.0969

Multiple contracts greater than \$1 (using single contract calculation)

Principal Money	Multiplier	Add-On	Contract Multiplier	Multiplying Adjustment
Up to \$2,499	0.015	\$14.30	# of contracts	1.0969
\$2,500 to \$4,999	0.0105	\$25.55	# of contracts	1.0969
\$5,000 +	-	\$77.50	# of contracts	1.0969

Multiple contracts greater than \$1 (using multiple contract calculation)

Principal Money	Multiplier	Add-On	Lot Add-On	Multiplying Adjustment
Up to \$2,499	0.015	\$14.30	\$7 per contract (10 contracts or less) /\$5 per contract (11 contracts or more)	1.0969
\$2,500 to \$4,999	0.0105	\$25.55	\$7 per contract (10 contracts or less) /\$5 per contract (11 contracts or more)	1.0969
\$5,000 to \$19,999	0.01075	\$24.30	\$7 per contract (10 contracts or less) /\$5 per contract (11 contracts or more)	1.0969
\$20,000 +	0.0075	\$89.30	\$7 per contract (10 contracts or less) /\$5 per contract (11 contracts or more)	1.0969

Restrictions:

Listed option exchanges may from time to time restrict the types of transactions that are permitted.

Risks and other relevant information:

- Options trading involves additional risk, is not suitable for all investors, and is subject to approval. Before buying and selling options, investors should understand all of their rights and obligations associated with trading options. For example, the risk of selling (writing) options is considerably greater than the risk involved in buying options. If you buy an option, you cannot lose more than the premium. If you sell (write) an option, the risk can be unlimited. Fluctuations in currency exchange rates may affect the value of any OTC Option on securities trading in, or denominated in, a foreign currency, as well as the value of any payment or delivery of securities in connection with such OTC Option.

In addition, options can be structured to allow for significant leverage. The use of leverage may have the effect of magnifying an investor's losses or gains and can cause an investor to be highly exposed to risk with very little capital or cash investment. As a result, a relatively small, unexpected change in the notional amount of an investor's position could have a much larger adverse impact on the principal amount invested.

- J.P. Morgan Securities LLC or an affiliate may act as Primary Market Maker or Competitive Market Maker in option trades executed on an options exchange, and may have a position (long or short) in such securities and may be on the opposite side of public orders executed in such securities.

Resource(s) to obtain additional information:

- Please consult available offering or transaction documents for any security we recommend for a discussion of risks associated with the product. We can provide these documents to you, or help you to find them.
- Prior to buying or selling an option, investors must read a copy of the Characteristics & Risks of Standardized Options, also known as the options disclosure document issued by the Options Clearing Corporation. It explains the characteristics and risks of exchange-traded options. To view it, go to www.theocc.com/about/publications/character-risks.jsp.

Foreign Exchange

Description:

- A foreign exchange spot transaction involves two parties agreeing to exchange currency at the exchange rate at the time of trade, or “on the spot.” A foreign exchange spot transaction is normally settled within two days.

Fees:

- Forward⁶ and spot transactions in foreign exchange are executed by JPMorgan Chase Bank, N.A. and are subject to a mark-up (if you are the buyer) or mark-down (if you are the seller) of up to 2.00% of the notional amount per transaction.

Risks and other relevant information:

Foreign currencies or baskets of currencies may be very volatile and may experience significant drops in value over a short period of time. The value of a foreign currency will depend on, among other economic indicators, movements in exchange rates. Risks and special considerations with respect to foreign currencies include, but are not limited to, economic uncertainties, currency devaluations, political and social uncertainties, exchange control regulations, high rates of interest, a history of government and private sector defaults, significant government influence on the economy, less rigorous regulatory and accounting standards than in the United States, relatively less developed financial and other systems and limited liquidity and higher price volatility of the related securities markets.

Resource(s) to obtain additional information

Please consult available offering documents for any security we recommend for a discussion of risks associated with the product. We can provide these documents to you, or help you to find them.

F. MUTUAL FUNDS

Description:

- Many investors turn to mutual funds to meet their long-term financial goals. They offer the benefits of diversification and professional management, and are seen as an easy and efficient way to invest. A mutual fund is an investment company that pools assets from many investors and invests the money in stocks, bonds and other securities or assets in some combination. The holdings of the mutual fund are its “portfolio.” Each share of the mutual fund represents an investor’s proportionate ownership of the fund’s holdings and the income those holdings may generate.
- There is a wide variety of mutual funds, covering a range of strategies and risks, including stock, fixed income, balanced, multi-asset and index funds. Although many mutual funds available through JPMWM will follow a traditional long-only investment strategy, some mutual funds may utilize more complex investment strategies similar to those employed by private alternative investment vehicles, such as hedge funds, and private equity funds. Please see the section titled “Non-Traditional Mutual Funds and Exchange-Traded Products” for more information regarding these products. All mutual funds carry risk. Your investment will go up and down in value. You can lose some or all of your money. Your earnings can fluctuate too. All mutual funds have costs that lower your investment returns.
- The mutual funds and share classes available through JPMWM are limited and will change from time to time. It is important to work with your advisor to determine which funds and share classes are available for purchase in your account.

⁶ A forward contract, or futures contract, involves an agreement of contract terms on the current date with the delivery and payment at a specified future date.

- Before you invest, be sure to read the fund's prospectus, Key Information Document for offshore funds or Program Disclosure Brochure for 529 plans, to learn about the fund you're considering. The fund prospectus contains important information regarding the fund's investment objectives, strategies, risks, charges, expenses and other matters significant to your investment choice. By clearly understanding the investment you're considering, you'll be better prepared to make a sound investment decision. To obtain a prospectus, or Key Information Document for offshore funds, please contact your advisor.

Fees & Expenses:

Fees and charges paid directly by investors – share classes

- In general, there are fees you pay to a mutual fund company and/or financial intermediary when you purchase a mutual fund share class. Each share class invests in the same investment portfolio of securities, but has different sales charges and expenses. Among the most common retail brokerage share classes, and the ones generally available through the J.P. Morgan Securities LLC platform, are Class A and Class C shares. Certain other mutual fund share classes are subject to conditions and restrictions and may not be available for purchase by all investors. Investors should be aware that the share class of a fund available through the J.P. Morgan Securities LLC brokerage platform may differ from the share class available to similar accounts managed by or held at J.P. Morgan Securities LLC or its affiliates, including the J.P. Morgan Private Bank (Private Bank), and that certain lower cost fund share classes may be available outside of the J.P. Morgan Securities LLC brokerage platform. Clients should contact their advisor(s) for information about any limitations on share classes available through the brokerage platform.
- The following is a summary of share classes and fees associated with client mutual fund purchases in a J.P. Morgan Securities LLC brokerage (i.e., not fee-based advisory) account. For additional information about mutual fund fees, you should refer to the fund's prospectus.
 - **Class A Shares – Front-End Sales Charge** – Class A shares generally include a front-end sales charge (or load) that's included in the purchase price of the shares and is determined by the amount you invest. These loads generally range from 0%–5.75% and are disclosed in the prospectus. The more you invest, the lower your purchase cost as a percentage of your investment. Many mutual fund families offer volume discounts known as “breakpoints,” based on the amount of investment. Information regarding a mutual fund's breakpoints may be found in the prospectus. Class A shares usually have lower 12b-1 fees (annual marketing or distribution fees, described below) than C share classes offered by the fund and therefore may be the less costly method to purchase mutual funds for long-term investors. Many mutual funds provide that purchases of \$1 million or more of Class A shares will not be subject to a front-end sales charge. However, the purchaser will incur a deferred or back-end sales charge if any of the shares are sold within a specified time period, generally 12–18 months. In addition, certain investors may be entitled to a sales charge or load waiver based, for example, on account type or employment affiliation (see Waivers below).
 - **Class C Shares – Contingent Deferred Sales Charge** – These are sales charges that are applied upon redemption of mutual fund shares within a specified number of years (varies by prospectus). These charges generally range up to 1% for C shares. These charges can be reduced or eliminated based on how long the shares are held and as described in the prospectus. While C shares generally do not include front-end sales charges, they do contain higher 12b-1 fees and may have a sales charge if you sell within the first year. In addition, 12b-1 fees never convert to a lower amount, and, over a longer period of time, the higher total fund expenses will result in lower returns than Class A shares.
 - **Waivers** – It's important to read the prospectus and work with your advisor to learn how a particular fund establishes eligibility for mutual fund sales charge reductions and waivers. A mutual fund's breakpoint schedule and waiver eligibility rules can be found in the fund's prospectus or Statement of Additional Information (SAI). Effective May 3, 2021, certain 529 plans offer a sales charge waiver on Class A shares to J.P. Morgan Wealth Management clients with no additional eligibility criteria required. If you believe you are eligible for a front-end sales charge waiver, please notify your advisor.
- **Share Class Availability** – In your full-service brokerage account, you generally may purchase either Class A or Class C shares. Be aware that many mutual funds offer institutional, retirement, no-load or other share classes that have lower aggregate fees than Class A or Class C shares. Because J.P. Morgan Securities LLC receives higher compensation from mutual funds for Class A and/or Class C shares relative to less expensive share classes that may otherwise be available, there is a conflict of interest. If you believe you are eligible for a lower price share class, please contact your advisor for availability.

- Institutional, retirement, no-load and other fund share classes may be available to you through JPMWM asset-based fee advisory programs. In these programs, you typically pay an annual fee based on a percentage of the value of the assets held in your account, including the value of the fund shares. These programs provide features and benefits that may not be available in a full-service brokerage account that receives sales loads. The total cost of purchasing and holding mutual fund shares through an asset-based fee advisory program may be more or less than investing in mutual fund shares in a JPMWM brokerage account that is serviced by your advisor.
- No-load mutual funds may be purchased directly through many mutual fund companies without intervention of a financial intermediary and without payment of a service fee. Please consult the prospectus for the fund in which you are interested for direction on how to do so.
- Private Bank, a different line of business, only recommends J.P. Morgan funds, and provides its clients an institutional share class.
- You may purchase load-waived and no-load mutual funds in your J.P. Morgan Self-Directed Investing account. Representative-assisted trades are subject to a transactional fee.
- For more information about mutual fund fees, please refer to the fund prospectus or contact your advisor.

Fees and expenses paid to or indirectly through the Mutual Fund

- **Fund fees and expenses** – The ongoing costs of running a fund are called its fees and expenses. The fund pays these fees and expenses from the fund's assets before distributing any earnings to investors, which reduces the returns of the fund. You can find the fees and expenses of a fund by looking at its "expense ratio," which is disclosed in a fund's fact sheet and prospectus/summary prospectus. The expense ratio is the fund's total annual costs as a percentage of its assets, or net asset value (NAV). Types of fees and expenses include:
 - **Management fees** – The management fee is paid to the fund's investment adviser for running the fund and managing its assets.
 - **12b-1 Fees** – Fees paid by some mutual funds pursuant to Rule 12b-1 of the Investment Company Act of 1940. Rule 12b-1 fees allow funds to use fund assets to pay the costs of marketing and distribution of the fund's shares.
 - **Other Expenses** – Other costs, such as shareholder servicing, recordkeeping, legal and accounting services, custody, transfer agency and administration, are also included in the fund's expenses.
- **Additional Fees on Transactions** – In addition to sales charges, you may need to pay other fees on certain mutual fund transactions, including:
 - **Redemption fees** – Some funds may charge fees to investors who redeem their shares within a specified time period (generally within a few months of purchasing them). These fees are typically up to 2%, and are usually returned to the portfolio to offset the trading costs.
 - **Exchange fees** – Exchange privileges allow shareholders to exchange their investment in a fund for another within the same fund family. However, in some cases, you may be charged a small exchange fee for doing so.

For complete information about mutual fund fees associated with specific funds, you should refer to the fund's prospectus and SAI, or Key Information Document for offshore funds. You can find information about sales charges in the standardized fee table located near the front of a fund's prospectus under the heading "Shareholder Fees" and information about the expenses you pay indirectly through fund assets in the standardized expense table under the heading "Annual Fund Operating Expenses." Also, the Guide to Mutual Fund Investing contains this and other information about the mutual fund. Read the Guide carefully before investing. To view the Guide to Mutual Fund Investing, go to: www.jpmorgan.com/content/dam/jpm/securities/documents/guide-to-mutual-fund-investing.pdf.

Compensation J.P. Morgan Securities LLC receives from Mutual Fund Companies⁷

- **12b-1 Fees** – J.P. Morgan Securities LLC receives 12b-1 fees from the mutual fund companies on its brokerage platform. Like other fees and expenses in a mutual fund, 12b-1 fees will reduce investment returns. The exact amount of 12b-1 fees paid out varies among funds and share classes but is disclosed in the applicable fund prospectus. The typical ranges of 12b-1 fees in mutual funds on the platform are as follows: A shares: 0.00%–0.50% (most frequently 0.25%); C shares: 0.00% – 1.00% (most frequently 1.00%).
- **Shareholder Servicing/Recordkeeping Fees** – Mutual funds or their fund affiliates may pay us fees for providing certain administrative services, which may include maintaining and updating separate records for each client, preparing and delivering client statements, tax reporting, proxy voting and solicitation, processing purchase and redemption orders, processing dividends, distributing prospectuses and other fund reports, and responding to client inquiries. The fees for these services are typically called “shareholder servicing fees,” or “recordkeeping fees.” The fees may be based on the number of fund positions held by J.P. Morgan clients (generally in the range of \$0–\$20 per position) or based on assets, expressed as a percentage (generally in the range of 0%–0.25%). These fees generally are paid from investor assets in mutual funds, but in some cases are subsidized in part by affiliates or the distributor of the mutual funds (such affiliate payments may be referred to as “revenue sharing”).
- **Conflicts of Interest** – The level of payments to us varies in any given year. Payments for sales of one fund’s shares may be more or less than the payments we receive from other mutual funds’ advisers, distributors or other entities, and in certain instances, the payments could be significant. While any such payments will not change the net asset value or price of a fund’s shares, the payments create a conflict of interest, as there may be an incentive to promote and recommend those funds whose sponsors make significant payments. Similarly, we have a conflict in recommending mutual funds that pay these fees instead of ETFs or other securities or products that do not pay any of these fees.

Advisor Compensation for Mutual Funds Sales

Depending on the type of mutual fund and share class you buy, as well as account type, advisors receive 12b-1 fees and a portion of sales charges paid to J.P. Morgan Securities LLC by mutual fund companies, up to a maximum of 4% regardless of the prospectus charges. In some instances, where there is no sales charge to a client, advisors may receive a finder’s fee, paid by a mutual fund’s distributor, which is up-front, “time of sale” compensation. For more information, please refer to the applicable mutual fund prospectus.

Proprietary Mutual Funds and Affiliates Service Providers

Affiliates of J.P. Morgan Securities LLC provide investment management and other services, such as shareholder servicing, custody, fund accounting, administration, distribution and securities lending, to the J.P. Morgan Mutual Funds for which those affiliates receive fees. Therefore, J.P. Morgan as a firm will receive greater compensation if its clients buy shares of the J.P. Morgan Mutual Funds than if they buy shares of non-affiliated mutual funds.

G. MONEY MARKET FUNDS

Description:

- These funds seek to pay higher returns than interest-bearing bank accounts. Money market funds invest in high-quality, short-term debt securities and pay dividends that generally reflect short-term interest rates. However, they are not bank accounts, not FDIC-insured and not guaranteed to maintain their value.
- During extreme market volatility, money market funds may impose:
 - “Redemption gates” that could temporarily prevent you from selling your shares.
 - “Liquidity fees” that could charge up to 2% for selling your shares.
- Fund companies must designate money market funds (at the strategy level) as retail, institutional or government.
 - Retail money market funds have policies and procedures reasonably designed to limit all beneficial owners to “natural persons” (for example, individuals, but not corporations) and maintain a stable \$1.00 NAV.

⁷ The fee ranges quoted in this section are generally for the funds approved for purchase on the JPMWM full-service brokerage platform. Similar fees may be taken by J.P. Morgan in connection with other funds held upon client request, and applicable rates may differ.

- Institutional money market funds may also impose a “floating NAV” (no longer maintaining a stable price) that would allow the value of its shares to fluctuate in extreme conditions.
- Government money market funds invest at least 99.5% of their total assets in cash, government securities or equivalents and maintain a stable \$1.00 NAV.

Restrictions:

The money market funds and share classes available through J.P. Morgan Securities LLC are limited and will change from time to time. It is important to work with your advisor to determine which funds and share classes are available for purchase in your account.

Disclosures Language:

An investment in a money market fund is not insured or guaranteed by the FDIC or any other government agency, nor is it guaranteed by any private entity, such as its investment adviser or custodian. Although money market funds strive to preserve the value of the investment, it is possible to lose money by investing in them.

Fees and expenses paid to or indirectly through the Money Market Fund:

- **Fund fees and expenses** – The ongoing costs of running a fund are called its fees and expenses or its Annual Fund Operating Expenses. The fund pays these fees and expenses from its assets before distributing any earnings to investors, which reduces the returns of the fund. You can find the fees and expenses of a fund by looking at its “expense ratio,” which is disclosed in a fund’s fact sheet and prospectus/summary prospectus. The expense ratio is the fund’s total annual costs as a percentage of its assets, or NAV. Types of fees and expenses may include:
 - **Management fees** – The management fee is paid to the fund’s investment advisor for researching and selecting securities in the portfolio, as well as some administrative expenses.
 - **12b-1 Fees** – Fees paid by some money market funds pursuant to Rule 12b-1 of the Investment Company Act of 1940. Rule 12b-1 fees allow funds to use fund assets to pay the costs of marketing and distribution of the fund’s shares.
 - **Other Expenses** – Other costs, such as shareholder servicing, recordkeeping, legal and accounting services, custody, transfer agency and administration, are also included in the fund’s expenses.
- **Additional Fees on Transactions** – In addition to sales charges, you may need to pay other fees on certain money market fund transactions, including:
 - **Liquidity fees** – In times of extreme market volatility, some money market funds may charge fees to investors who redeem their shares, typically up to 2%.
 - **Exchange fees** – Exchange privileges allow a shareholder to exchange their investment in a fund for another within the same fund family. However, in some cases, you may be charged a small exchange fee for doing so.
- For complete information about money market fund fees associated with specific funds, you should refer to the fund’s prospectus and SAI. You can find information about sales charges in the standardized fee table located near the front of a fund’s prospectus under the heading “Shareholder Fees” and information about the expenses you pay indirectly through fund assets in the standardized expense table under the heading “Annual Fund Operating Expenses.”

Compensation J.P. Morgan receives from Money Market Fund Companies:⁸

- **12b-1 Fees** – J.P. Morgan Securities LLC may receive 12b-1 fees from the money market funds approved for its full-service brokerage platform. Like other fees and expenses in a money market fund, 12b-1 fees will reduce investment returns. The exact amount of 12b-1 fees paid out varies among funds and share classes but is disclosed in the applicable fund prospectus. The typical range of 12b-1 fees for money market funds is 0%–0.25%.
- **Shareholder Servicing/Recordkeeping Fees** – Money market funds or their fund affiliates may pay J.P. Morgan Securities LLC fees for providing certain administrative services, which may include maintaining and updating separate records for each client, preparing and delivering client statements, tax reporting, proxy voting and

⁸ The fee ranges quoted in this section are generally for the funds approved for purchase on the JPMWM full-service brokerage platform. Similar fees may be taken by J.P. Morgan in connection with other funds held upon client request, and applicable rates may differ.

solicitation, processing purchase and redemption orders, processing dividends, distributing prospectuses and other fund reports, and responding to client inquiries. The fees for these services are typically called “shareholder servicing fees,” or “recordkeeping fees.” Such fees may be based on the number of positions held by J.P. Morgan clients (generally in the range of \$0–\$20 per position) or based on assets, expressed as basis points (generally in the range of 0%–0.50%). These fees generally are paid from investor assets in money market funds, but in some cases are subsidized in part by affiliates or the distributor of the funds (such affiliate payments may be referred to as “revenue sharing”).

- Revenue Sharing – Separate from the sales charges, 12b–1 fees and shareholder servicing fees described above and in the fund’s prospectus, money market fund sponsors or distributors may make additional payments to J.P. Morgan Securities LLC or its affiliates in certain sales channels based on overall sales and/or assets. These payments are typically called revenue sharing and are paid from the entity’s revenues or profits, not from the fund’s assets, but the entity’s revenues or profits may reflect fees paid to them by the fund. J.P. Morgan Securities LLC may receive a payment as a percentage per year of the amount held in these money market funds. Percentage payments generally range from 0% to 0.29%.

The level of payments to J.P. Morgan Securities LLC varies in any given year. Payments for sales of one fund’s shares may be more or less than the payments J.P. Morgan Securities LLC receives from other money market funds’ advisers, distributors or other entities, and in certain instances, the payments could be significant. While any such payments will not change the net asset value or price of a fund’s shares, the payments create a conflict of interest, as there may be an incentive to promote and recommend those funds whose sponsors make significant payments.

Advisor Compensation for Money Market Funds Sales:

Depending on the type of money market fund and share class you buy, as well as account type, advisors may receive some or all of the compensation described in the Compensation to J.P. Morgan above, generally up to 0.07% of the total. Advisors may also receive finder’s fees, paid by a money market fund’s distributor, which is up-front, “time of sale” compensation to dealers for their activities that result in the sale of a money market fund. Amounts vary by fund company, category, classification and share class. For more information, please refer to the applicable money market fund prospectus.

Proprietary Money Market Funds and Affiliates Service Providers:

Affiliates of J.P. Morgan Securities LLC provide investment management and other services, such as shareholder servicing, custody, fund accounting, administration, distribution and securities lending, to the J.P. Morgan Money Market Funds for which those affiliates receive fees. Therefore, J.P. Morgan as a firm will receive greater compensation if its clients buy shares of the J.P. Morgan Money Market Funds than if they buy shares of non-affiliated money market funds.

H. EXCHANGE-TRADED PRODUCTS

Description:

- Exchange-Traded Products (ETPs) seek to provide investors with exposure to financial instruments, financial benchmarks or investment strategies across a wide range of asset classes. In addition to Exchange-Traded Funds (ETFs), which are index funds or trusts that are listed on an exchange and which are linked to the collective performance of an entire stock or bond portfolio, ETPs include Closed-End Funds (CEFs) and Exchange-Traded Notes (ETNs).
- Like mutual funds, certain ETPs, such as ETFs, are SEC-registered investment companies that offer investors a way to pool their money in a fund that makes investments in stocks, bonds, other assets or some combination of these investments and, in return, receive an interest in that investment pool. Other types of ETPs, such as ETNs, are structured as trusts or partnerships that may physically hold a precious metal, a portfolio of futures or other derivative contracts on certain commodities or currencies, or are secured debt obligations of financial institutions.
- Unlike mutual funds, which have their net asset values calculated at the end of each trading day, the prices for ETPs typically change within the trading day, fluctuating with supply and demand. Therefore, for example, the price of an ETF may be different than its net asset value. ETP trading occurs on national securities exchanges and other secondary markets, rather than the investment company selling shares directly to, or redeeming their shares directly from, investors (as is the case with mutual funds).

- Leveraged, inverse or volatility ETPs are highly complex financial instruments and, due to the effects of compounding, their performance over longer periods of time may differ significantly from their stated daily objective. Leveraged and inverse ETPs typically are designed to achieve their stated performance objectives on a daily basis. Some investors might invest in these ETPs with the expectation that the ETPs may meet their stated daily performance objectives over the long term, as well. Investors should be aware that performance of these ETPs over a period longer than one business day can differ significantly from their stated daily performance objectives. Leveraged and inverse ETPs may pursue a range of investment strategies through the use of swaps, futures contracts and other derivative instruments, and are inherently more volatile than their underlying benchmark or index. Additionally, leveraged ETPs positions will be subject to applicable maintenance margin requirements that may be greater than or differ from margin requirements on their non-leveraged counterparts.
- There are costs associated with owning ETPs. Before investing in ETPs, you should consider the products' investment objectives, risks, charges and expenses. Contact your advisor for a prospectus or, if available, a summary prospectus containing this information. ETPs are subject to market fluctuation and the risks of their underlying investments; ETPs are also subject to management fees and other expenses. Unlike mutual funds, ETP shares are bought and sold at market price, which may vary from the published value of the ETP and are not individually redeemed from the fund. For example, the market price of an ETF may be higher or lower than its NAV.
- Please see the section titled "Non-Traditional Mutual Funds and Exchange-Traded Products" for more information regarding these products.

Fees:

Exchange-Traded Funds minimum commission per transaction: \$42.00 Principal Money	Base Charge	% of Notional	Lot Charge (0-10) Lot Charge (10+)	Max Commission
Up to \$20,000	N/A	2.00%	N/A	2.00%
\$20,000 to \$99,999	N/A	1.50%	N/A	1.50%
\$100,000 to \$499,999	N/A	1.25%	N/A	1.25%
\$500,000 to \$999,999	N/A	1.00%	N/A	1.00%
\$1,000,000+	N/A	0.75%	N/A	0.75%

Minimum and Maximum Commissions for Equity Transactions

- Minimum: \$25 on trades with a notional value >\$100.
- Maximum: 2% with the exception of \$25 minimum on trades.
- Any trades priced at zero will remain at zero.

The schedule details how "full rate" commissions are calculated for equity transactions. Actual fees and charges may vary from one account to another based on a variety of factors and are at the discretion of J.P. Morgan Securities LLC. In addition, all such fees and charges, including the following commission rates, are subject to change periodically. Please refer to your confirm or contact your J.P. Morgan Securities LLC advisor for the actual commission amount payable by the plan at any given point in time or with respect to a specific trade. Please also note that J.P. Morgan Securities LLC or an affiliate may act as principal on certain transactions. In such cases, J.P. Morgan Securities LLC or an affiliate receives compensation from clients by adding a mark-up to purchases, and deducting a mark-down from sales. This mark-up or mark-down will be reflected in the price when J.P. Morgan Securities LLC or an affiliate acts as principal.

Restrictions:

JPMWM may restrict activity in certain types of financial instruments including, but not limited to, crypto-linked instruments. Please contact your J.P. Morgan team for product availability through your full-service brokerage account.

Risks and other relevant information:

- The prospectus of an ETP contains important information regarding the investment objectives of the ETP, its merits, risks, charges, expenses and other matters of interest, and must be read carefully before a decision is made to invest. JPMWM will provide a copy of the prospectus to you upon request.

- ETPs are subject to risks similar to those of stocks. Investment returns will fluctuate and are subject to market volatility, so that an investor's shares, when redeemed or sold, may be worth more or less than their original cost. In addition, there is no guarantee that an ETP will track the exact performance of its index.
- Like mutual funds, some ETPs may not, for example, have the liquidity of traditional ETPs, provide periodic pricing or valuation information to investors, and be subject to the same regulatory requirements as traditional ETPs. These non-traditional ETPs also typically pursue alternative investment strategies. While traditional ETPs generally focus their investment strategies on long-term buy-and-hold stock and bond investing, non-traditional ETPs generally employ more complex trading strategies, such as selling securities short in anticipation of a drop in their price, using leverage, and purchasing options and futures. Some non-traditional funds also focus their investment strategies on investing in gold, commodities (such as copper and oil) or real assets such as real estate. These strategies have generally been associated with alternative investment products such as hedge funds, may charge higher fees, have higher expenses and have a higher risk of the complete loss of the investment compared to traditional ETPs.

Resource(s) to obtain additional information:

Please consult available offering documents for any security we recommend for a discussion of risks associated with the product. We can provide these documents to you, or help you to find them.

I. ALTERNATIVE INVESTMENTS

Hedge Funds, Private Equity Funds, Real Estate Funds

Description:

- Non-traditional, or alternative, investment strategies include investments in hedge funds, private equity funds, real estate funds and other unregistered funds (including funds that invest in such funds). Such funds are sometimes referred to as private investments or private funds because they are typically organized pursuant to exemptions from registration under federal securities laws and therefore are not offered to the general public.
- Although interests in private investment funds sometimes may be resold in privately negotiated transactions, the prices realized on these sales could be less than the original investment, and are likely to be less than the current net asset value.
- Private funds are offered only by confidential private placement memorandum or similar document (the PPM). The PPM provides important detailed information regarding fees, merits, risks, investment objectives and strategies and other matters of interest, and must be read carefully before a decision is made on whether to invest.
- J.P. Morgan affiliates may organize and offer interests in private funds and may have an ownership interest in such funds. In addition, J.P. Morgan affiliates may provide advisory, management, administrative or other services to J.P. Morgan, and will normally be compensated separately for such functions. J.P. Morgan Securities LLC or another J.P. Morgan affiliate may act as placement agent for such interests and in such case will be compensated by the private funds for providing placement services. Such compensation is in addition to fees and commissions you pay in connection with purchasing an interest, or in connection with your investment management, brokerage or custody account.

Fees:

In its capacity as placement agent, J.P. Morgan charges clients an origination fee of up to 2% of the amount invested. In addition, J.P. Morgan also earns a placement fee, paid by the private fund (or sponsor thereof) whose interests are being offered, in an amount of up to 5% of the amounts invested by J.P. Morgan clients. The amounts of any such fees will be disclosed to clients prior to their making an investment. The origination fee is separate from, and in addition to, advisory, management, administrative, placement, performance, servicing or other fees J.P. Morgan may earn from the fund sponsor or the fund for services provided to the fund.

Restrictions:

Only J.P. Morgan approved hedge funds, private equity funds, real estate funds, and other private funds will be recommended. All approved funds are periodically reviewed.

Risks and other relevant information:

- Private funds:
 - Often engage in leveraging and other speculative investment practices that may increase the risk of the complete loss of the client's investment;
 - Can be highly illiquid because no trading market exists and there are restrictions on resale, transfer, withdrawal or redemption of interests;
 - Can be hard to value, and provide infrequent pricing or valuation information;
 - May involve complex tax structures and delays in distributing important tax information;
 - Are not subject to the same regulatory requirements as mutual funds; and
 - Often charge performance fees in addition to management fees.
- Although private equity and real estate fund interests sometimes may be resold in privately negotiated transactions, the prices realized on these sales could be less than the original investment and are likely to be less than the current net asset value. Most private fund investments require the client to maintain an account with J.P. Morgan or one of its affiliates for so long as the client owns the private fund.
- As described above under "Fees," J.P. Morgan receives payments from private funds (or sponsors thereof) for the investments made by J.P. Morgan clients. The fees paid to J.P. Morgan by the sponsor or company whose interests are being offered create a potential conflict of interest in the form of an additional financial incentive to J.P. Morgan for making available to its clients such opportunities.

Resource(s) to obtain additional information:

Please consult available offering documents for any security we recommend for a discussion of risks associated with the product. We can provide these documents to you, or help you to find them.

Morgan Private Ventures

Description:

Morgan Private Ventures (MPV) is a program that makes available opportunities to invest in private companies, real estate, venture capital, growth equity and other private investments, including affiliated managed products, to certain highly-qualified clients through their full-service brokerage account. Investment opportunities through MPV are normally offered pursuant to exemptions from registration under the federal securities laws and are therefore highly illiquid.

Fees:

In its capacity as placement agent for an MPV opportunity, J.P. Morgan may charge clients an origination fee which, if charged, will be up to 2% of the amount invested. J.P. Morgan may also earn a placement fee, paid by the sponsor or the company whose interests are being offered. If paid, such placement fee will be in an amount of up to 5% of the amounts invested by J.P. Morgan clients, or will be an amount of 10% of the profit interest received by the investment opportunity sponsor with respect to amounts invested by J.P. Morgan clients. The amounts of any such fees will be disclosed to clients prior to their making an investment.

Restrictions:

Only clients meeting certain requirements, including qualifying as an "accredited investor" within the meaning of Rule 501(a) under the United States Securities Act of 1933, as amended and as an "institutional account" as defined in FINRA Rule 4512(c)m, are eligible to participate.

Risks and other relevant information:

- The fees paid to J.P. Morgan by the sponsor or company whose interests are being offered creates a potential conflict of interest in the form of an additional financial incentive to J.P. Morgan for making available to MPV such opportunities.
- There is generally no secondary market for such opportunities, and no assurance can be given as to the likelihood that an active trading market will develop or the liquidity of such a market; accordingly, no assurance can be given that an investor will be able to sell, transfer, assign or otherwise dispose of an interest

in an opportunity. Opportunities may have little or no operating history, and the information available about unregistered opportunities will be less extensive than is available for an entity whose securities are registered. There is no assurance that any opportunity will return the capital invested, or that there will be any return on any capital you invest.

Resource(s) to obtain additional information:

Please consult any available offering documents for any security we recommend for a discussion of risks associated with the product. We can provide those documents to you, or help you to find them.

J. ANNUITIES

Description:

What is an annuity?

- An annuity is a contract between you and the insurance company, where you make a lump sum or series of payments in exchange for certain guarantees related to income, death benefits, accumulation and tax deferral, to name a few.
- There are different types of annuities, many of which are designed to meet specific needs and help consumers achieve their retirement goals. With a deferred annuity, assets accumulate on a tax-deferred basis until distributions are made, usually during retirement; with an immediate annuity, the contract owner converts assets into income and starts receiving payments right away. Fixed annuities accumulate savings or distribute income at guaranteed rates and in guaranteed amounts; variable annuities accumulate savings or distribute income based on the performance of the underlying investment options chosen by the contract owner.
- Annuities are created by insurance companies and are filed with the various state insurance commissioners for approval. JPMWM distributes of the annuity product on behalf of the insurance company through Chase Insurance Agency Inc. (CIA).
- It is important to note that Insurance products are not bank deposits, and are not insured by the FDIC or any other agency of the United States, nor are they obligations of, nor insured or guaranteed by JPMorgan Chase Bank, N.A. (JPMCB), CIA, J.P. Morgan Securities LLC or their affiliates, except where specifically disclosed. Brokerage services are offered through J.P. Morgan Securities LLC, member of FINRA and SIPC and an affiliate of JPMCB. Securities (including variable annuities), certain insurance products and annuities involve investment risks, including the possible loss of value. Variable annuities are not guaranteed and the value may go up and down. There is no assurance that the investment objectives of any variable annuity subaccount will be met. Past performance is no guarantee of future results. The value of a variable annuity will fluctuate depending on the performance of the investment subaccounts chosen as a result of market conditions and other factors. Upon liquidation, the value of a variable annuity may be more or less than the original purchase price. Annuity guarantees are based on the claims-paying ability of the issuing insurance company.

Types of Annuities

- **Fixed Annuities** – Fixed annuities accumulate funds or distribute income at guaranteed rates and in guaranteed amounts. Fixed annuities earn interest at a set rate, for a specified period of time. A fixed annuity may be a good choice if you are seeking predictable returns, tax-deferred growth and principal protection. Tax-deferred fixed annuities also offer an income option that converts the balance of the fixed annuity into a guaranteed income stream through annuitization. Note: some fixed annuities may have a Living Benefit Rider that can provide income without annuitization.
- **Fixed Index Annuities** – Fixed index annuities are designed to provide a return based on the performance of an underlying index such as the S&P 500. While the benchmark index does track to the market, the client is not directly exposed to the market. Typically the client's return is either a percentage of the underlying index's performance, or the return is capped at a certain percentage of the index's performance. Fixed index annuities provide the client the opportunity to have growth based on market performance while having 100% downside protection in down markets.
- **Single Premium Immediate Annuities (SPIAs)** – SPIAs are designed to provide an immediate income stream through annuitization of the purchase payment. SPIAs typically require the income benefit to commence within 13 months of purchase. Note: As with any annuity, guarantees are based on the claims-paying ability of the issuing insurance company.

- **Variable Annuities** – Variable annuities accumulate funds or distribute income based on the performance of the underlying investment options chosen by the contract owner. Some of the features variable annuities may provide include: (1) Guaranteed Lifetime Income; (2) Standard or Enhanced guaranteed minimum death benefits, and/or (3) tax deferral. A variable annuity offers a range of investment options. The value of your investment as a variable annuity owner will vary depending on the performance of the investment options you choose. The investment options for a variable annuity are typically investment subaccounts or funds that invest in stocks, bonds, money market instruments or some combination of the three.
- **Buffer Annuities** – Buffer annuities are designed to provide a return based on the performance of an underlying index such as the S&P 500, and similar to index annuities, while the index does track to the market, the client is not directly exposed to the market. The two key differences between a buffer and traditional index annuity is the buffer annuity will typically provide higher caps or percentage of the index performance of a return but limits downside protection options of 10%, 20% or 30% versus the traditional index providing 100% downside protection.
- **Advisory Fee-Based Variable Annuities** – An advisory fee-based variable annuity is sold without a sales load, and instead is distributed by advisors for an ongoing annual asset-based advisory fee. Advisors selling advisory fee-based annuities do not receive commissions for the sale of the variable annuity, but instead the advisor and the associated investment adviser charge a fee for the investment advice related to asset allocation of the underlying subaccounts/funds in the variable annuity.

Fees:

Annuity product fees, including contingent deferred sales charges, are collected by the insurance carrier. Depending on the type of annuity and the issuing insurance company, clients will incur certain product fees associated with their annuity. These fees range from fees to cover the cost of insurance to investment management fees. The following outlines the fees typically incurred on annuities by product type:

Fixed Rate for Term Annuities

- Fixed annuities do not have explicit fees.
- **Surrender Charges** – If applicable, surrender charges are incurred if the annuity is liquidated during the surrender charge period, or withdrawals in excess of the “free withdrawal amount” afforded by the contract are taken prior to the contract terms maturing. These charges offset the cost the insurance carrier incurs for various acquisition costs and early liquidation of investments it makes to back the guarantees. Surrender charges are stated in terms of a schedule that defines the percent of the surrender charge for that particular year and usually declines until the contract term matures. Our fixed annuities surrender charges match the guarantee period of the interest rate credited to the contract. For example, our 3-year fixed deferred annuities will have a year surrender charge, and our 5-year fixed deferred annuities will have a 5-year surrender charge.

Fixed Rate for Term with a living benefit rider

- Fixed deferred annuities with living benefits may have a fee associated with the living benefit rider. These fees are charged to cover the cost of providing guaranteed living benefits.
- **In NY** – There is no explicit fee for the Living Benefit.
- **Countrywide** – The fee in the non-NY product is 0.95%, and is charged annually against the contract value.

Fixed Index Annuities

- Fixed index annuities do not have an explicit cost.
- **Surrender Charges** – If applicable, surrender charges are incurred if the annuity is liquidated, or excess withdrawals are taken prior to the contract terms maturing. These charges offset the cost the carrier incurs for various acquisition costs and early liquidation of investments it makes to back the guarantees. Surrender charges are stated in terms of a schedule that defines the percent of the surrender charge for that particular year and usually declines until the contract term matures. Our index annuities have 7-year surrender charges that decrease from 9% to 3% over the surrender charge period.

Variable Annuities

- **Mortality & Expense Fees** – These fees pay for the insurance guarantees in the annuity, such as guaranteed lifetime income or a death benefit. They can range from 1.15% to 1.55% and are charged against the contract value daily.

- **Contract Fee** – This fee covers the maintenance of the contract, such as producing statements, mailings and other client services. It is usually a flat fee that ranges from \$30.00 to \$50.00, and it is charged annually. The contract fee is normally waived above certain contract amounts, anywhere from \$50,000 to \$100,000.
- **Average Fund Expense** – This fee covers the investment management and operating expense of the underlying investment subaccounts. The fee ranges from 0.70% to 1.20%, and is usually charged daily against the contract value.
- **Surrender Charges** – If applicable, contingent deferred sales charges (CDSC) are only incurred if the annuity is liquidated during the surrender charge period, or withdrawals in excess of the “free withdrawal amounts” afforded by the contract are taken prior to the contract terms maturing. These charges offset the cost the insurance carrier incurs for various acquisition costs and early liquidation of investments it makes to back the guarantees. CDSCs are stated in terms of a schedule that defines the percent of the surrender charge for that particular year, and usually declines until the contract term matures. For example, a typical CDSC on a traditional variable annuity would be 7%, 7%, 6%, 6%, 5%, 3% and 1%; meaning if the client surrenders the contract within the first year of purchase, they would be charged 7% of the contract value; if they surrender the contract in year 6, they would be charged 3% of the contract value.
- **Living Benefits Rider Fees** – These fees are charged to cover the cost of providing guaranteed lifetime income. In general these fees range from 0.95% to 1.45%. The fee can be charged daily, quarterly or annually and is assessed against the contract value, benefit base or combination. Please refer to your contract for specific rider fees and charges.
- **Enhanced Death Benefit Fees** – These fees are charged to cover the cost of providing guaranteed and/or stepped-up death benefits. Similar to living benefit rider fees, enhanced death benefit fees can range from 0.2% to 0.65%. They can be charged daily, quarterly or annually and are assessed against the contract value, benefit base or a combination. Please refer to your contract for specific rider fees and charges.

Buffer Annuities

- Buffer Annuities do not have an explicit cost, unless the buffer annuity offers subaccounts in addition to the indices. In those cases, similar to a variable annuity, there would be subaccount fees and M&E fees calculated on the value of those subaccounts.
- **Average Fund Expense** – If applicable, this fee covers the investment management and operating expense of the underlying mutual funds. This fee ranges from 0.7% to 0.9% and is usually charged daily against the value of the underlying subaccount.
- **Surrender Charges** – If applicable, surrender charges are incurred if the annuity is liquidated, or excess withdrawals are taken prior to the contract terms maturing. These fees offset the cost the carrier incurs for various acquisition costs and early liquidation of investments it makes to back the guarantees. Surrender fees are stated in terms of a schedule that defines the percent of the surrender charge for that particular year and usually declines until the contract term matures. Our Buffer has either a 5- or 6-year surrender charge schedule that decreases from 6% to 3% over the surrender charge period.
- **Mortality & Expense and administrative fees** – If applicable, these fees pay for the insurance guarantees in the annuity, such as guaranteed lifetime income or a death benefit. They can range from 1.15% to 1.25%, and are charged against the value of the underlying subaccounts daily.

Advisory Fee-Based Variable Annuities

- Fees and costs associated with our full-service advisory programs are available on request or at www.jpmorgan.com/securities/securities/adv.

Compensation:

- Annuity commissions are not fees and are not taken from the contract value.
- J.P. Morgan operates its insurance business through Chase Insurance Agency Inc. (CIA). CIA maintains agreements with insurance companies to represent them in selling and servicing their insurance and annuity products and to receive compensation. Pursuant to those selling agreements with the carriers, CIA receives compensation based upon a percentage of the total purchase payments and/or a percentage of the total contract value of the annuity contract. The amount of compensation paid may vary by product type, so more compensation may be received by your advisor for selling one annuity product type versus another annuity product type; however, the portion of compensation that is passed on to the advisor is level by product type.

- Unless otherwise indicated, all compensation is earned by CIA. For additional information on the compensation paid by the issuing insurance company for annuity products, please refer to the applicable prospectus, or other documents provided by your advisor or the insurance carrier.
- Clients that select an advisory fee-based variable annuity do not pay commissions, but instead pay an annual investment advisory asset-based fee to J.P. Morgan Securities LLC. This fee is paid out of the annuity contract assets to J.P. Morgan Securities LLC for investment advisory services. Clients should review the prospectus to the advisory fee-based variable annuity and the Form ADV disclosure brochure of J.P. Morgan Securities LLC for information about the advisory variable annuity asset allocation program and the applicable fees for the program. Fees and costs associated with advisory programs are available on request or at www.jpmorgan.com/securities/securities/adv.

Paid to CIA

A portion of the compensation CIA receives is paid to your advisor as noted in the section "Paid To advisors," below.

- We receive compensation for sales of annuities from the insurance carriers that issue the annuity products as follows:
 - For variable annuities, either:
 - a one-time up-front commission that ranges from 6% to 7.15% of initial purchase payment, or
 - a trailing commission, which in year one ranges from 1.25% to 2.15% of the initial purchase payment, and in subsequent years is typically 1% of the account value.
 - Fixed annuity commissions range from 0.5% to 2.5%.
 - Index annuity commissions range from 2.5% to 3.5% based on initial purchase payment.
 - Single premium immediate annuity commissions are 4%.

Paid to Advisors

All advisor commissions stated above are gross commissions; the actual net payment the advisor receives will vary.

- **Variable Annuities** – Advisors can receive a trail commission of 1.25% in year one, and 1% starting in year two as long as the contract stays in force
- **Fixed Deferred Annuities** pay the advisor 1% for clients less than 86 years old, and % for clients age 86+.
- **Fixed Deferred Annuities with a living benefit** – pay the advisor a one-time commission of 2%.
- **Fixed Index Annuities** pay the advisor 2% for purchase payments over \$100,000, and 3% for purchase payments under \$100,000.
- **Single Premium Immediate Annuities** pay the advisor a one-time payment of 4%.

Restrictions:

- JPMWM has guidelines on when certain products/riders are suitable, and may impose age restrictions that are younger than those stated in the contract and/or prospectus.
- Waivers may not be available in all states.

Risks and other relevant information:

- **Fixed Annuities** – Fixed annuities are designed to provide a stated return for a stated period of time. While our fixed annuities provide a guaranteed return of the original purchase payment if the contract is fully surrendered in the surrender charge period, early withdrawals and partial surrenders could result in the loss of any earnings credited to the contract, in addition to potential tax penalties.

A fixed annuity typically does not have cost-of-living adjustments to keep pace with inflation, so your spending power from the payments you receive may decline over time. If inflationary protection is a priority for you, you may want to consider financial products other than a fixed annuity.

- **Fixed Index Annuities** – Fixed index annuities are designed to provide a return based on indices such as the S&P 500. While our fixed index annuities provide a guaranteed return of the original purchase payment upon a full surrender, early withdrawals and partial surrenders could result in the loss of any returns credited to the contract, in addition to potential tax penalties.

An index annuity typically does not have cost-of-living adjustments to keep pace with inflation, so your spending power from the payments you receive may decline over time. If inflationary protection is a priority for you, you may want to consider financial products other than an index annuity.

Though an indexed annuity can be an important part of your overall portfolio and provide steady income, the assets you commit to an index annuity will not be available to other types of financial products or investments. You should carefully consider your overall needs and goals prior to committing any part of your assets to an index annuity.

- **Single Premium Immediate Annuities (SPIA)** – SPIAs are designed to provide an immediate income stream through annuitization of the purchase payment. SPIAs typically require the income benefit to commence within 13 months of purchase. Since immediate annuities provide lifetime income via annuitization once income starts, there is no longer a deferred or surrender value to the annuity. You should carefully consider your ability to meet emergency expenses prior to converting your assets into an income stream.
- **Variable Annuities** – Variable annuities are designed as an investment for long-term goals. They are not suitable for short-term goals because you may be subject to charges or other penalties if you withdraw your money early. Variable annuities also involve investment risks similar to owning a mutual fund. Note that if you sell or withdraw money from a variable annuity too soon after your purchase, the insurance company will impose a “surrender charge.” Surrender charges will reduce the value of, and the return on, your investment. Carefully review the annuity contract and, where applicable, the investment subaccount prospectuses. Your contract value is not guaranteed. It may increase or decrease based on investment performance, additions and withdrawals. Election of a variable annuity living benefit rider does not guarantee a rate of return on your contract value—only a percentage of the withdrawal amount.
- **Buffer Annuities** – Buffer annuities are designed as an investment for long-term goals. They are not suitable for short-term goals because you may not be able to readily access your funds once invested in one of the buffered annuity segments, and you may be subject to charges or other penalties if you withdraw your money early. While buffered annuities provide certain downside market protections, your contract value is not guaranteed. That value may increase or decrease based on the investment performance of the underlying indices.

Resource(s) to obtain additional information:

- Prior to sale, advisors are required to deliver the annuity buyers guide, which is a regulatory requirement. The Guide details what consumers should know and what they should ask an advisor when contemplating an annuity, including fees and cost. Clients are also provided a prospectus if required.
- In order to initiate the purchase of any annuity, a Summary Statement of Charges form is included as part of the application documents a client must sign. The Summary Statement of Charges form is specific to each product type and details the cost and fees associated with the product.
- When the contract is issued, the contract is mailed directly to the client’s resident address. The contract contains all the fees, terms and conditions of the contract inclusive of carrier service numbers, websites where additional information can be obtained.

COMPENSATION & POTENTIAL CONFLICTS

J.P. Morgan Securities LLC and its affiliates earn compensation in various ways, which you should be aware so you can better evaluate the recommendations you receive from your advisor and J.P. Morgan Securities LLC. Depending on the type of account and transaction, J.P. Morgan Securities LLC earns revenue from our clients, our affiliates and, for some products and services, from third-parties, including product vendors, underwriters and investment managers whose products and services are purchased by clients. We also receive compensation as a result of intercompany profit-sharing and servicing agreements.

In a brokerage account, you generally compensate us and the registered advisors located in a J.P. Morgan Securities office through costs incurred with each transaction. This differs from an investment advisory account relationship in which the compensation is fee-based, not transaction-based, and the client pays a set fee or a fee based on the percentage of assets in the account in an advisory program. Miscellaneous account and administrative charges, as noted earlier, associated with your account will also be charged to your account.

A. ADVISOR COMPENSATION

We design our compensation program to encompass best practices, support our business objectives and enhance shareholder value. J.P. Morgan's system plays a significant role in our ability to attract, retain and motivate the highest quality workforce. Compensation creates incentives for advisors to, among other things, recommend certain product and services, generate business and solicit assets to our firm. JP Morgan Policies and Procedures exist to mitigate Conflicts of Interest, where possible. See below components of the compensation plan, outlining ways in which different conflicts of interests manifest themselves.

Cash Compensation

The basis for the compensation to your advisor is primarily the fees and commissions paid in connection with the products and services that clients choose and it varies based on certain factors. These factors include the total revenue generated by clients and accounts covered by the advisor, the type of clients covered by the advisor and the types of products and services purchased, sold or received by such clients.

The underlying calculation of an advisor's compensation is based on total revenue attributable to that advisor.

Total revenue generally includes commissions, mark-ups/mark-downs and fees collected on fee-based products and services and revenue earned on banking-related products. The percentage of total revenue paid to your advisor varies and is subject to change but generally increases as total revenue attributable to your advisor increases. For most advisors, the range is generally a 40% to 50% payout.

Advisors may also receive financial incentives to join and/or remain at J.P. Morgan Securities LLC. These incentives, which are in addition to the compensation received in connection with total revenue attributable to them, may take various forms, including an up-front loan, annual cash payment, Restricted Stock Units (RSUs) and performance awards. Performance awards can be revenue-based, asset-based or a hybrid of both and will be contingent upon meeting requirements set forth in the respective advisor's employment contract and provided to the advisor in an agreed upon split percentage between cash and RSUs.

In addition, the advisor may be eligible to receive a Growth Award, which is earned on an annual basis. In order to qualify, the advisor's length of service with J.P. Morgan Securities LLC must be at least four years and his/her total attributable revenue must grow a minimum of 5% when comparing the current year versus the prior year. The award is granted in the form of RSUs. The award values range from 1% to 4% of total attributable revenue.

Advisors do not provide investment advice and so do not receive revenue credit with respect to transactions in J.P. Morgan Self-Directed Investing or J.P. Morgan Automated Investing accounts.

Margin

The advisors receive compensation from the interest and fees paid by the client on margin debit balances held by the client in any account. As a result, J.P. Morgan Securities LLC and the advisor have a financial incentive for the client to incur margin debt to buy securities in the client's account because the client will be required to pay J.P. Morgan Securities LLC interest and fees on the debt, and they have a further financial incentive for the client's margin debit balance.

Furthermore, if you have a margin account with us, as permitted by federal law, we may also use certain securities in your account, among other things, for settling short sales and lending the securities for short sales, and as a result we receive compensation in connection therewith. Advisors therefore have a financial incentive to recommend margin.

Non-Cash Compensation

Advisors may receive certain non-cash compensation under limited circumstances. J.P. Morgan has implemented policies and procedures intended to ensure that its employees avoid actual or perceived conflicts of interest when giving or receiving non-monetary compensation from relevant parties, and comply with all applicable federal laws and regulations. To that end, J.P. Morgan generally prohibits the acceptance of gifts, entertainment or other non-monetary compensation in connection with the services we provide to any particular client, or in return for any business of the firm. Exceptions may be made for certain nominal non-cash gifts to employees of less than \$100 meeting certain criteria, including potentially from third-party investment managers. Meals, refreshments and entertainment in the course of a host-attended business-related meeting or other occasion may also be permitted in limited circumstances. Travel or accommodation expenses are prohibited. J.P. Morgan policies set conditions for each of these types of payments, and do not permit any gifts or entertainment unless it is clear that the gift-giving person is not trying to influence or reward the employee inappropriately in connection with any business decision or transaction and the gift is unsolicited. Providers participating in J.P. Morgan Securities LLC programs are not required to make any of these types of payments.

Other Non-Cash Compensation and Subsidies

Third-party providers (such as fund companies) may participate in JPMWM-sponsored internal training and education conferences and meetings, seminars and sales meetings and may make payments to, or for the benefit of, JPMWM or its advisors to reimburse for certain expenses incurred for these events. Providers may also sponsor their own educational conferences or due diligence meetings and only pay for expenses while onsite for the event of advisors attending these events. JPMWM's policies require that the training or educational portion of these conferences comprises substantially all of the event and such conferences and meetings are subject to review and approval.

Furthermore, JPMWM may provide sponsorship opportunities and access to our branch offices and advisors to such providers for educational, marketing and other promotional efforts. Any payments made by providers could lead advisors to focus on products managed by these providers when recommending products to clients instead of those from other providers that do not commit similar resources to educational, marketing and other promotional efforts. As a general matter, clients should be aware that the receipt of economic benefits from others, in and of itself, creates a potential conflict of interest.

B. COMPENSATION TO J.P. MORGAN AND AFFILIATES

J.P. Morgan Securities LLC is compensated from various sources, as described under Section 3 and more fully below, in addition to the account fees and transactions costs.

Purchasing J.P. Morgan Affiliated Funds and ETFs and related compensation

J.P. Morgan Securities LLC and its affiliates provide a wide range of financial services to various mutual fund companies. Some of these affiliates provide investment management and other services to J.P. Morgan Funds or ETFs, for which those affiliates will benefit from that purchase as a result of receiving investment management fees and other forms of compensation in connection with the operation of such funds, such as shareholder servicing, custody, fund accounting, administration, distribution, securities lending and other services.

Therefore, because J.P. Morgan Securities LLC and its affiliates will in the aggregate receive more compensation if you purchase shares in a J.P. Morgan Fund or ETF than if you were to purchase shares in a non-affiliated mutual fund, there is a conflict of interest when JPMWM clients purchase J.P. Morgan Funds. The prospectus, descriptive brochure, offering memorandum or similar documents for such products describe these fees and other compensation in detail.

Compensation for Other Services

J.P. Morgan related persons provide financial, consulting, investment banking, advisory, brokerage (including prime brokerage) and other services to, and receive customary compensation from, an issuer of equity or debt securities that may be held by client accounts. Such compensation could include financial advisory fees, monitoring fees, adviser fees or fees in connection with restructurings or mergers and acquisitions, as well as underwriting or placement fees, financing or commitment fees, trustee fees and brokerage fees.

Bank Sweep Program

J.P. Morgan Securities LLC offers the JPMorgan Chase Deposit Account (Deposit Account), a bank sweep program, where uninvested cash from the investment account(s) is swept into FDIC-insured deposit accounts opened by JPMS for the benefit of its clients at JPMorgan Chase Bank, N.A. (JPMCB). JPMCB intends to use these deposits to fund current and new businesses, including lending activities and investments. The profitability on such lending activities and investments is generally measured by the difference, or "spread," between the interest rate paid on the deposits and other costs associated with the Deposit Account, and the interest rate or other income earned by JPMCB on loans and investments made with the deposits. Therefore, J.P. Morgan Securities LLC and JPMCB have a financial incentive in the use of the Deposit Account as the primary sweep option. Advisors are not compensated on the assets in the Deposit Account.

Float Earnings

JPMCB or an affiliate may retain, as compensation for the performance of services, your account's proportionate share of any interest earned on aggregate cash balances held by JPMCB or an affiliate with respect to "assets awaiting investment or other processing." These "assets awaiting investment or other processing" are invested by JPMCB in a number of short-term and long-term investment products and strategies, including without limitation loans to clients and investment securities, though the amount of earnings retained by JPMCB on such assets — known as "float" — due to their short-term nature, is generally considered to be at the prevailing Federal Funds interest rate (a publicly available average rate of all Federal Funds transactions entered into by traders in the Federal Funds market on a given date), less FDIC insurance and other associated costs, if any. "Assets awaiting investment or other processing" for these purposes includes, to the degree applicable, new deposits to the account, including interest and dividends, as well as any uninvested assets held in the account caused by an instruction to purchase and sell securities. JPMCB or an affiliate will generally earn float until such time as such funds may be automatically swept into a sweep vehicle, or otherwise reinvested. "Assets awaiting investment or other processing" may also arise when JPMCB facilitates a distribution from your account. Thus, pursuant to JPMCB's standard processes for check disbursement, cash is generally debited from the account on the date on the face of the check (also called the payable date). Such cash is deposited in a non-interest-bearing omnibus deposit account at JPMCB, where it remains until the earlier of the date the check is presented for payment or the date payment on the check is stopped at your instruction (in which case the underlying funds are returned to the account). JPMCB derives earnings (float) from use of funds that may be held in this manner, as described above.

Principal Trading and Agency Cross Transactions Compensation

When permitted by applicable law, J.P. Morgan Securities LLC may sell securities to you and buy securities from you through our own account as principal and act as agent for you and another client in the same trade without first obtaining your consent. The trading capacity is disclosed to you on the trade confirmation. When we or an affiliate act as principal in buying a security from or selling a security to a client, we earn compensation on the transaction by marking up the price of the security sold to the client and marking down the amount received by the client when selling a security to us. This spread is the firm's compensation for taking market risk and making a market in the security.

We have adopted policies and procedures that govern transactions for our principal accounts and the accounts of our employees. These policies and procedures are designed to prevent, among other things, improper or abusive conduct when there is a potential conflict with interests of clients.

J.P. Morgan Securities LLC also has the authority to effect "agency cross" transactions (i.e., transactions for which it or one of its affiliates acts as a broker for both the account and the counterparty to the transaction) when permitted by applicable law. J.P. Morgan Securities LLC or its affiliates may receive compensation from each party to the transaction, and for that reason, we will have a potentially conflicting division of loyalties and responsibilities regarding the parties to the transaction.

Order flow, ECNs, Trading Systems Payments

J.P. Morgan Securities LLC may receive payment for order flow in the form of discounts, rebates, reductions of fees or credits. This does not alter J.P. Morgan Securities LLC's policy to route client orders to the market where it believes clients will receive the best execution, taking into account price, reliability, market depth, quality of service, speed and efficiency.

In addition, J.P. Morgan Securities LLC may effect trades on behalf of your account(s) through exchanges, electronic communications networks, alternative trading systems and similar execution systems and trading venues (collectively, Trading Systems), including Trading Systems in which J.P. Morgan may have a direct or indirect ownership interest. J.P. Morgan may receive indirect proportionate compensation based on its ownership percentage in relation to the transaction fees charged by such Trading Systems in which it has an ownership interest. Please contact your J.P. Morgan representative to request an up-to-date list of all Trading Systems through which we might trade. Such Trading Systems (and the extent of our ownership interest in any Trading System) may change from time to time.

C. CONFLICTS OF INTEREST & OTHER DISCLOSURES

A conflict of interest can be defined as an interest that might incline a broker-dealer or its advisor to consciously or unconsciously make a recommendation that is not disinterested. J.P. Morgan has adopted policies and procedures reasonably designed to appropriately prevent, limit or mitigate conflicts of interest that may arise between JPMorgan, its advisors and J.P. Morgan Securities LLC and its affiliates. These policies and procedures include information barriers designed to prevent the flow of information between J.P. Morgan Securities LLC and certain other affiliates. Certain actual or potential conflicts of interest are described below, while others are described throughout this Guide, particularly those relating to fees and other compensation received by advisors, J.P. Morgan Securities LLC and its affiliates.

A. J.P. Morgan Acting in Multiple Commercial Capacities

J.P. Morgan is a diversified financial services firm that provides a broad range of services and products to its clients and is a major participant in the global currency, equity, commodity, fixed income and other markets in which J.P. Morgan Securities LLC client accounts invest. J.P. Morgan is typically entitled to compensation in connection with these activities. In providing services and products to clients other than J.P. Morgan Securities LLC's clients, J.P. Morgan, from time to time, faces conflicts of interest with respect to activities recommended to, or performed for, J.P. Morgan Securities LLC clients on one hand and for J.P. Morgan's other clients on the other hand. J.P. Morgan also advises and represents potential buyers and sellers of businesses worldwide. J.P. Morgan Securities LLC client accounts have invested in, and in the future may invest in, such entities represented by J.P. Morgan or with which J.P. Morgan has a banking, advisory or other financial relationship. In addition, certain clients of J.P. Morgan, including J.P. Morgan Securities LLC clients, invest in entities in which J.P. Morgan holds an interest, including a J.P. Morgan Fund or J.P. Morgan ETF.

In providing services to its clients and as a participant in global markets, J.P. Morgan, from time to time, recommends or engages in activities that compete with or otherwise adversely affect a J.P. Morgan Securities LLC client account or its investments. It should be recognized that such relationships can preclude J.P. Morgan Securities LLC's clients from engaging in certain transactions and can also restrict investment opportunities that would otherwise be available to J.P. Morgan Securities LLC clients. J.P. Morgan is often engaged by companies as a financial adviser, or to provide financing or other services in connection with commercial transactions that are potential investment opportunities for J.P. Morgan Securities LLC's clients. J.P. Morgan reserves the right to act for these companies notwithstanding the potential adverse effect on J.P. Morgan Securities LLC's clients. J.P. Morgan derives ancillary benefits from providing investment advice, custody, administration, prime brokerage, transfer agency, fund accounting and shareholder servicing and other services to JPMW's clients. Providing such services to J.P. Morgan Securities LLC's clients enhances J.P. Morgan's relationships with various parties, facilitates additional business development and enables J.P. Morgan to obtain additional business and generate additional revenue.

B. J.P. Morgan's Proprietary Investments

J.P. Morgan Securities LLC, J.P. Morgan and any of their directors, partners, officers, agents or employees also buy, sell or trade securities for their own accounts or for the proprietary accounts of J.P. Morgan Securities LLC and/or J.P. Morgan. J.P. Morgan Securities LLC and/or J.P. Morgan, within their discretion, can make different investment decisions and take other actions with respect to their proprietary accounts than those made for client accounts, including the timing or nature of such investment decisions or actions. Furthermore, J.P. Morgan Securities LLC is not required to purchase or sell for any client account securities that it, J.P. Morgan, and any of their employees, principals or agents may purchase or sell for their own accounts or the proprietary accounts of J.P. Morgan Securities LLC, or J.P. Morgan. J.P. Morgan Securities LLC, J.P. Morgan, and their respective directors, officers and employees face a conflict of interest as they will have income or other incentives to favor their own accounts or the proprietary accounts of J.P. Morgan Securities LLC or J.P. Morgan.

C. Investing in Securities in which J.P. Morgan Securities LLC or a Related Person Has a Material Financial Interest

J.P. Morgan Securities LLC and its related persons may recommend or invest in securities on behalf of its clients that J.P. Morgan Securities LLC and its related persons may also purchase or sell. As a result, positions taken by J.P. Morgan Securities LLC and its related persons will be the same as or different from, or be made contemporaneously with or at different times than, positions taken for clients of J.P. Morgan Securities LLC. As these situations involve actual or potential conflicts of interest, J.P. Morgan Securities LLC has adopted policies and procedures relating to personal securities transactions, insider trading and other ethical considerations. These policies and procedures are intended to identify and mitigate actual and perceived conflicts of interest with clients and to resolve such conflicts appropriately if they do occur. The policies and procedures contain provisions regarding pre-clearance of employee trading, reporting requirements and supervisory procedures that are designed to address potential conflicts of interest with respect to the activities and relationships of related persons that might interfere or appear to interfere with making decisions in the best interest of clients, including the prevention of front-running. In addition, J.P. Morgan Securities LLC has implemented monitoring systems designed to ensure compliance with these policies and procedures.

D. Other Financial Services Provided by J.P. Morgan Securities LLC and its Affiliates

In addition to the services provided by J.P. Morgan Securities LLC to its brokerage clients, J.P. Morgan Securities LLC and its affiliates provide other financial services to individuals, corporations and municipalities. Those companies provide a wide variety of financial services to each other and third parties to facilitate servicing clients. These services may include, but are not limited to, banking and lending services, sponsorship of deferred compensation and retirement plans, investment banking, securities research, institutional trading services, investment advisory services and executing portfolio securities transaction for funds and other clients. J.P. Morgan Securities LLC and its affiliates receive compensation for these services.

E. Transfer of Assets to J.P. Morgan Securities LLC

When you transfer assets from another firm to J.P. Morgan Securities LLC, including rolling over assets from retirement plans or other accounts, we earn compensation on the assets; please note that we will not earn this compensation if the assets are not transferred to us. We may also earn more, and your advisor will begin to earn compensation, if your assets are transferred from a J.P. Morgan Self-Directed Investing or J.P. Morgan Automated Investing account and placed in an investment advisory account or a full-service brokerage account, or are used to purchase an annuity through us. Advisors are not compensated on J.P. Morgan Self-Directed Investing or J.P. Morgan Automated Investing accounts. Thus, you should be aware that we do have an economic interest in you transferring or rolling over your assets to us.

F. Allocation

Potential conflicts of interest may arise in the process of allocating securities to full-service brokerage accounts for the purchase of securities that are distributed through syndicate transactions, particularly with regard to some equity IPO securities. J.P. Morgan Securities LLC may have an incentive to allocate syndicate securities to certain accounts or clients, particularly in cases where the client demand for the syndicate offering exceeds the supply. For example, J.P. Morgan Securities LLC has an incentive to allocate to one account over another account because it may receive more revenue from one account than it does from a similar account. This could incentivize J.P. Morgan Securities LLC to allocate opportunities of limited availability to the account that generates more revenue for J.P. Morgan Securities LLC.

J.P. Morgan Securities LLC has established policies, procedures and practices to manage the conflict described above. J.P. Morgan Securities LLC's syndicate allocation practices are designed such that syndicate allocation decisions are made following established procedures that require consideration of multiple factors and are designed to comply with securities laws and other applicable regulations. Syndicate allocation decisions that may give rise to material actual, potential or perceived conflicts of interest will be identified and escalated for review and resolution.

G. Non-U.S. Investments

International investing involves a greater degree of risk and increased volatility. Changes in currency exchange rates and differences in accounting and taxation policies outside the U.S. can raise or lower returns. Also, the volatility of some non-U.S. markets may be higher due to the instability associated with their local political and economic environments.

H. Ownership Interest in J.P. Morgan Stock

Certain asset management firms (each, an "asset manager") through their funds and separately managed accounts currently hold a 5% or more ownership interest in J.P. Morgan publicly traded stock. This ownership interest presents a conflict of interest when JPMCB, J.P. Morgan Securities LLC, J.P. Morgan Private Investments Inc. and J.P. Morgan (collectively JPM) recommends or purchases the publicly traded security of the asset manager or the separately managed accounts or funds that are managed or advised by the asset manager. JPM addresses this conflict by disclosing the ownership interest of the asset manager and by subjecting the asset manager's separately managed accounts and funds to a research process. Additionally, the financial advisers and portfolio managers that may purchase or recommend securities, separately managed accounts and funds of an asset manager that has an ownership interest in J.P. Morgan do not receive any additional compensation for that purchase or recommendation. A fund ownership interest in J.P. Morgan can cause the fund and its affiliates to determine that they are unable to pursue a transaction or the transaction will be limited or the timing altered. J.P. Morgan monitors ownership interests in J.P. Morgan for regulatory purposes and to identify and mitigate actual and perceived conflicts of interest. As of December 31, 2019, both Vanguard and BlackRock hold more than a 5% interest in J.P. Morgan.

I. Non-Traditional Mutual Funds and Exchange-Traded Products

For additional information regarding non-traditional mutual funds and ETPs, please consult with your advisor or go to www.jpmorgan.com/content/dam/jpm/securities/documents/investing-in-non-traditional-funds.pdf.

At J.P. Morgan, we believe in doing first class business in a first class way. We are thankful for each and every one of our clients and appreciate your time and consideration. For additional information on any J.P. Morgan product or service, please visit our website, www.jpmorgansecurities.com.

STATE-SPECIFIC INFORMATION

A. MASSACHUSETTS

The Massachusetts Securities Division has adopted a standard of conduct rule which highlights the nature of our relationship with you under the state's law. Their rule, called "Fiduciary Duty of Broker-dealers and Agents," imposes a duty of care and loyalty on broker-dealers and advisors when providing certain investment advice or making certain recommendations to Massachusetts investors.

B. NEVADA

Nevada amended its Financial Planner statute to include broker-dealers and investment advisers and their representatives within the definition of a financial planner, and thus subject them to provisions of the Nevada financial planner law.

APPENDIX

A. SERVICE FEES FOR FULL-SERVICE BROKERAGE ACCOUNTS

The following table lists the standard charges associated with certain products or services that may be made available to you through your full-service brokerage account. Fees and charges may vary from one account to another based on a variety of factors. All such fees and charges are subject to change.

Service or Product	Standard Fee or Amount
Returned Checks	\$20 per event
Physical Certificates – Register and Ship Certificates	\$50 per item ¹
Physical Certificates – Legal Transfer	\$50 per item ¹
Inactive Account Fee	\$95 per year ²
Third-Party Check	\$20 per check
Third-Party Wire Transfer	\$20 per wire
ACAT (deliveries only)	\$95 per account
Transaction Service Charge	\$5 per transaction
Transaction Fee – Treasury Auction	\$50 per transaction
IRA Maintenance	\$75 per year
IRA Termination	\$95 per account
Distribution Processing Fee – Prototype Profit Sharing/Money Purchase Plans	\$35 per year
Prototype Termination (all plan types)	\$50 per account ³
Transaction Fee – Listed Equities & Options (sells only)	\$0.0000051 of principal/trade ⁴
Transaction Fee – Options	\$0.0357 per contract ⁴ (Options Regulatory Fee based on option contracts clearing client)
Late Payment/Cash Due Interest	Prime + 4.75%

¹ The transfer agent may charge additional fees. Please consult your advisor or Self-Directed Investing Team for further information.

² Fee charged only to accounts which do not generate \$500 in annual fees and or commissions, or maintain average equity in the household in excess of \$100,000.

³ Prototype Termination Fee applies to all prototype plan types, including Individual (k) Plans. Other fees may be payable to the third-party recordkeeper with regard to the Individual (k) Plan and are contained in the "JP Morgan Individual (k) Plan Establishment Kit" that plan clients receive prior to establishing the prototype plan.

⁴ These fees are intended to offset fees charged by various regulatory bodies and change periodically; please refer to your trade confirmation for the current fee. The amount collected may be more or less than the amount ultimately paid to the various regulatory bodies. In the event of the former, no reimbursement will be distributed back to your account, and, in the event of the latter, there will be no additional charge made to your account.

J.P. Morgan Wealth Management is a business of JPMorgan Chase & Co., which offers investment products and services through **J.P. Morgan Securities LLC** (JPMS), a registered broker-dealer and investment advisor, member FINRA and SIPC. Annuities are made available through Chase Insurance Agency, Inc. (CIA), a licensed insurance agency, doing business as Chase Insurance Agency Services, Inc. in Florida. Certain custody and other services are provided by JPMorgan Chase Bank, N.A. (JPMCB). JPMS, CIA and JPMCB are affiliated companies under the common control of JPMorgan Chase & Co. Products not available in all states.

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