

J.P. MORGAN PRIVATE BANK

Guide to Investment Services and Brokerage Products

Thank you for your interest in investing with J.P. Morgan Private Bank (the “Private Bank”). We believe 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 works 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 that the Private Bank, acting through JPMorgan Chase Bank, N.A. (“JPMCB”), J.P. Morgan Securities LLC (“JPMS”), Chase Insurance Agency, Inc. (“CIA”), and its affiliates (collectively, “J.P. Morgan”) and, if applicable, its investment professionals, can reasonably expect to be paid from the sale of the products and for the services available through the Private Bank.

We hope you find the Guide to be a useful resource. The Table of Contents that starts on the next page provides an overview of the information you will find inside. We may make periodic updates 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 J.P. Morgan Private Bank team (“J.P. Morgan team”) for more information.

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1. Who We Are, Who We Serve and How We Serve You

A. Who We Are

At J.P. Morgan Private Bank, we will work with you to create an integrated and comprehensive strategy to help you meet your investment needs. We offer a wide variety of investment products, including, as a part of our trust and fiduciary services, investment management and custody accounts through JPMCB and, through JPMS, other investment products and services, such as brokerage accounts.

The Guide will focus primarily on the investment products and services the Private Bank offers through JPMS. JPMS is a registered broker-dealer and investment adviser with the Securities and Exchange Commission ("SEC"). JPMS is also a member of the Financial Industry Regulatory Authority ("FINRA"), the Municipal Securities Rulemaking Board ("MSRB") and the Securities Investor Protection Corp. ("SIPC").

B. Who We Serve

We provide brokerage and investment management services to a broad array of clients, including individuals, entities, trusts, endowments and foundations. Through our International Private Bank, we also serve individuals and entities domiciled outside the United States. Please be aware that some account types, and certain products and services, may not be available to all clients.

C. How We Serve You

As a client of the Private Bank, you will receive the services of a dedicated J.P. Morgan team, which will provide access to the relevant and experienced specialists of J.P. Morgan. Your J.P. Morgan team can work with you and your other consultants (for example, lawyers, accountants and family offices, as appropriate) to develop a tailored and comprehensive financial plan focused on your goals across investing, banking, lending and much more. Alternately, you can choose to invest online. You can be serviced in a Private Bank office, client service center, online, or over the phone.

At your request, as a part of your services, your J.P. Morgan team can:

- Help you take a holistic view of your investments, evaluating assets in your account in light of your overall portfolio. This may include suggesting changes across your portfolio intended to help you rebalance your portfolio, reduce risk and/or increase returns.
- Periodically review your Suitability Profile and Goals-Based Plan to help you stay on track to meet the goals most important to you and your family.
- Provide views on the market, and guidance during periods of market volatility, in an attempt to help you make good decisions and avoid ill-timed actions.

2. Investment Accounts and Services

A. Different Types of Investment Accounts

The Private Bank offers both brokerage and investment management services. There are important differences between the two, as outlined below, including the types of services provided, the costs, and how they are regulated. We encourage you to speak with your J.P. Morgan team 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 where you retain the final investment decision on all transactions in the account.

- The Private Bank will handle the brokerage and related functions for your account, which may include, for example, 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 incidental to the clearing and carrying of accounts. Brokerage execution and clearing services for the account are offered by JPMS. Custody and other banking services for the account are offered by JPMCB, unless otherwise noted in the relevant account agreements. For additional information regarding the services JPMS provides with respect to brokerage accounts, please refer to your J.P. Morgan Brokerage Account Agreement and 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 for each transaction and other applicable fees. For example, you generally pay JPMS a commission for each equity transaction and a mark-up/mark-down for bond transactions. Therefore, in a brokerage account, your total costs will normally 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 that 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 any federal law, rule, or 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 the trade confirmations we send to you.
- When we make recommendations to you, we do so in a broker-dealer capacity, not as your investment manager, unless we have entered into a written investment management agreement 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.

Discretionary Investment Management Accounts

Discretionary Investment Management Accounts are discretionary accounts in which you authorize JPMCB to act as your discretionary investment manager, and give JPMCB the power to invest on your behalf by buying and selling securities in your account and making all investment decisions for your account without consulting you. You also authorize JPMCB to take any actions necessary to open and maintain your account and to complete and pay for executions or other transactions for your account and, if we deem it appropriate, to appoint a JPMCB affiliate or a third-party manager to act as a sub-advisor on your account.

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

In providing investment management services, JPMCB has a fiduciary duty to you as set forth in 12 CFR Part 9 governing Fiduciary Duties of National Banks. JPMCB is subject to regulation and supervision by the Office of the Comptroller of the Currency and is a member of the Federal Reserve System. As a fiduciary, we are required to act in what we reasonably believe to be your best interests based on your investment objectives. We must not place our own interests ahead of your interests, and must treat all of our investment management clients fairly and equitably without unfairly favoring one client to the disadvantage of another.

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 must obtain your informed consent before engaging in transactions with you for your own account, the account of an affiliate, or the account of another client (to the extent otherwise permitted under applicable federal law). We act as an investment manager only when we have entered into a written agreement with you that describes our advisory relationship and obligations to you.

Both Brokerage and Investment Management Accounts

In both brokerage and investment management accounts that include professionally managed investment products such as mutual funds or exchange-traded funds ("ETFs"), you will be charged additional operating expenses that are reflected in the product's share price—for example, investment management fees assessed by the manager of the funds. There may also be other fees and expenses, which will be 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 always take care in developing and making recommendations to you as a broker-dealer or investment manager, 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 of the documents you are provided for the details of a product or service, the risks associated with the product and other important information.

B. Different Types of Brokerage Accounts

We offer full service brokerage accounts. You can also open a self-directed brokerage account. You can also have both types of accounts. 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 the costs.

With full service brokerage accounts, you work with your J.P. Morgan team, which can provide goals-based advice, guidance, and help with specific investment needs. With self-directed brokerage accounts, which we call "J.P. Morgan Self-Directed Investing accounts" accounts, you will make your own investment decisions and will primarily engage with us online.

As a result of these differences, the fees that you pay will likely vary. Some account types, strategies, products and services may only be offered in one of the service models. For example, certain mutual fund share classes, investment strategies or account types may only be available through a J.P. Morgan Self-Directed Investing account while others may only be available through your J.P. Morgan team 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 Accounts	J.P. Morgan Self-Directed Investing Accounts
<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 your J.P. Morgan team 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, future investments or 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.• We will not provide investment advice or recommendations, 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 objectives.• You will primarily engage with us online through J.P. Morgan OnlineSM or J.P. Morgan Mobile[®].• 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, future investments or emergency funds.

C. Brokerage Account Fees

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

Please note that the fees outlined in the pages of this Guide are specific to U.S. products and services. If you are a client of the International Private

Bank, refer to the Full Service Brokerage with Custody Accounts Fee Schedule—International Clients in Section 6, starting on page 20, or contact your J.P. Morgan team for information on fees and expenses relating to the products and services available to you. Please also be aware that some account types, and certain products and services, may not be available to all clients.

Full Service Brokerage Accounts	J.P. Morgan Self-Directed Investing Accounts
<ul style="list-style-type: none"> • Please see the published fee schedule for Full Service Brokerage Accounts—United States in the Appendix. • For product-specific fees and other charges, please see Section 3, Brokerage Products. • Fees are subject to change at any time at the option of J.P. Morgan. 	<ul style="list-style-type: none"> • Please visit www.jpmorgan.com/online-investing-pricing.

D. Different Types of Investment Management Accounts

We offer discretionary account management and advice on the selection of investment managers, mutual funds and ETFs, and other securities offered through our investment management programs. You also have the option

to invest online in a J.P. Morgan-managed portfolio through a discretionary J.P. Morgan Automated Investing investment management account.

Discretionary Investment Management Accounts	J.P. Morgan Automated Investing Accounts
<ul style="list-style-type: none"> • Discretionary Investment Management Accounts are accounts in which you authorize JPMCB to act as your investment manager. You give JPMCB 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"> • 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 ETFs.² • Our technology tracks your portfolio daily, and rebalances as needed. • Visit www.chase.com/personal/investments/online-investing for more information.

E. Investment Management Account Fees

Fees and costs associated with full service investment management services provided by JPMCB are detailed in the fee schedule for investment management accounts, or available upon request.

Fees and costs associated with J.P. Morgan Automated Investing accounts can be found at www.chase.com/personal/investments/online-investing/pricing.

² JPMS 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. JPMS retains trading authority to implement the model portfolios and place orders consistent with each client’s Selected Portfolio.

F. Related Brokerage and Investment Management Services

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

Description	Fees and Costs
<p>Custody</p> <ul style="list-style-type: none"> The Private Bank provides custody services through JPMCB. JPMCB, acting as your custodian, will hold cash, securities and other property on your behalf, settle transactions and perform other services incidental to the custody and safekeeping of your assets. This may include processing corporate actions, income and dividend payments, foreign exchange, proxies, asset reporting and other asset services. JPMCB may also make purchases, sales and deliveries in accordance with instructions given by you. For more information regarding the custody services offered by JPMCB, please refer to the Asset Account Agreement. 	<ul style="list-style-type: none"> JPMCB charges asset and transaction-based fees for its custody services as disclosed on the Custody Fee Schedule provided at account opening. A copy of the Custody Fee Schedule is available upon request. Unless otherwise indicated, when you open a custody account with JPMCB that is linked to brokerage services offered through JPMS, the custody fees charged by JPMCB will be in addition to, but separate from, any commissions and fees charged by JPMS for its brokerage services.
<p>Retirement Accounts</p> <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"> Please see the published fee schedule for J.P. Morgan Private Bank Full Service Brokerage Accounts in the Appendix.
<p>529 Plan (Full Service Only)</p> <ul style="list-style-type: none"> A 529 Plan is an investment account that offers: <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 529 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 A Shares and C Shares, sales charges vary by plan. 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 money from JPMS in order to purchase an investment. Securities in your margin account are JPMS's 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, JPMS can take action, such as issuing a margin call and/or selling securities or other assets in any of your accounts held with us in order to maintain the required equity in the account. Your J.P. Morgan team is not compensated based on interest paid for your margin loans. Before trading stocks in a margin account, you should carefully review the Margin Disclosure Statement at https://www.finra.org/sites/default/files/InvestorDocument/p005895.pdf. 	<p>Interest will be charged as provided below on any credit extended to you by JPMS for the purpose of purchasing³, carrying or trading in any security. The annual rate of interest you are charged⁴ 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.</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%

³ Pricing is applicable to accounts opened on and after March 22, 2021. For margin pricing on accounts opened prior to March 22, 2021, please refer to the Truth in Lending section of the Margin Account Agreement and Disclosure Statement you received when you opened your margin account, or speak with your J.P. Morgan team.

⁴ 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.

3. 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. While we will take 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 note that the fees outlined in the pages of this Guide are specific to U.S. products and services. If you are a client of the International Private Bank, refer to the Full Service Brokerage with Custody Accounts Fee Schedule—International Clients in Section 6, starting on page 20, or contact your J.P. Morgan team for information on fees and expenses relating to the products and services available to you. Please also be aware that some account types, and certain products and services, may not be available to all clients.

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**—Stock that is made available by public companies to the public for purchase (typically through an initial public offering, or an "IPO"), and may also refer to the secondary trading of these shares.
- **Preferred stock**—Stock that entitles the holder to a fixed dividend, and whose payment takes priority over that of common stock dividends.
- **Restricted stock**—Shares in a company issued in private transactions (for example, 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:

- **Equity syndicate⁴**—We may participate in an Initial Public Offering (IPO), which is the first sale of shares of a company to the public. This includes offerings by special purpose acquisition companies (SPACs), which are only shell companies at the time of the IPO.
- **Secondary Offering**—We also may participate in a Secondary Offering, which is the sale of additional shares of a company following an IPO (already trading in public market).

⁴ We may participate in an Initial Public Offering (IPO), which is the first sale of shares of a company to the public. This includes offerings by special purpose acquisition companies (SPACs), which are only shell companies at the time of the IPO.

⁵ Clearing Member Trade Agreement (CMTA) is an agreement by which investors enter derivative trades with a limited number of broker-dealers and later consolidate the trades with one broker-dealer for clearing purposes.

Fees

As mentioned above, you pay JPMS a commission for each equity transaction, as described in the applicable fee schedule:

U.S. Equity Listed Clearing Member Trade Agreement (CMTA) ⁵	
CMTA (Executed Away)	Fees
Transaction fee (per transaction)	US\$8.00
Contract fee (per contract)	US\$0.50

Cash Equities—U.S. Secondary Market	
Shares	Fees per share
1 to 50,000	US\$0.06
50,001 or higher	US\$0.05
Minimum ticket charge	US\$25.00

Risks and Other Relevant Information

An investment in stock 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 changes in 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 potential severe reduction in, or total loss of, the value of the securities.
- 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 JPMS for the distribution of new issues of securities. Similar to other products, compensation JPMS receives may be allocated as revenue to the Private Bank.
- SPAC securities have unique additional risks that you should consider. In particular, in a SPAC structure, the SPAC's ability to successfully effect a business combination and to be successful thereafter will be particularly dependent, in whole or in part, upon the efforts of the SPAC's key personnel. Although JPMS will not receive any special compensation (other than customary underwriting compensation) in connection with a SPAC IPO, JPMS may potentially provide other services and products to the SPAC's key personnel, which may enhance JPMS's relationships with such parties, and enable J.P. Morgan to obtain additional business and generate additional revenue from such parties.

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.
- Key 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. Income from municipal bonds is 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 to 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.⁶

Fees

JPMS 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. Please see the published fee schedule for Full Service Brokerage Accounts—United States on page 18 for more information.

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 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. 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.
- 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 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 JPMS for the distribution of new issues of securities. Similar to other products, compensation JPMS receives may be allocated as revenue to the Private Bank.

⁶ The firm leading the underwriting process may bring together several firms (or "syndicate") to distribute the new offering.

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.E 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 a Structured Product 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 Structure. 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 that 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, JPMS’s and J.P. Morgan’s economic interests and your economic interests in Structured Products potentially could be adverse. It is also possible that JPMS’s or its affiliates’ hedging or trading activities in connection with Structured Products could result in substantial returns for JPMS or its affiliates while the value of Structured Products decline.
- Use of Structured Products may not be suitable for all investors. Neither JPMS 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 cash flows collected from the underlying debt and redistributed through the capital structure of the securitized product. Securities backed by mortgage receivables are called mortgage-backed securities (MBS), while those backed by other types of receivables are generally called asset-backed securities (ABS).

Fees

JPMS charges a mark-up/mark-down for Securitized Products 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.

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

Restrictions

Private Bank 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/extension 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. 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 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 changes in 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

- OTC 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 the 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 that give the owner the right, but not the obligation, to sell, or short, an underlying asset at a predetermined 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 the 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 clients, 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

Equity Listed Options—United States

Premium Price	Fees Charged per Contract
US\$0.01-0.49	US\$1.00
US\$0.50-0.99	US\$2.00
US\$1.00+	US\$4.00
Minimum ticket charge	US\$25.00

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.
- JPMS 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 <https://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

- Forward⁷ and spot transactions in foreign exchange are executed by JPMCB and are subject to a mark-up (if you are the buyer) or mark-down (if you are the seller) of up to 1.00% of the notional amount per transaction. If you request that a foreign exchange transaction be executed by J.P. Morgan Private Bank Client Service rather than through your J.P. Morgan Private Bank investment professional, you will incur fees different from those listed here. In those cases, our fees will be up to 2.00% of the notional amount per transaction.
- Pricing also varies according to the market conditions at the time of trade and takes into consideration the notional amount (in the case of foreign exchange transactions).

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.

⁷ 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.

F. Mutual Funds

The following information applies to mutual funds that are regulated by the SEC in the United States under the Investment Company Act of 1940, as amended. For clients outside of the United States, UCITS, which are regulated by the European Union under the Directive 2014/91/EU, are more suitable. To learn more about UCITS, including associated fees, sales charges, remuneration paid to J.P. Morgan, and expenses, please contact your J.P. Morgan team.

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 available for residents of the United States and outside of the United States, covering a range of strategies and risks, including stock, fixed income, balanced, multi-asset and index funds. Although many mutual funds available through the Private Bank will follow a traditional long-only investment strategy, some mutual funds may utilize more complex investment strategies similar to those employed by private alternative funds, including 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.
- Your J.P. Morgan team will only recommend J.P. Morgan Mutual Funds to you on the U.S. full service brokerage platform, although certain third-party mutual funds may be purchased upon client request. For clients residing outside of the United States, your J.P. Morgan team will recommend both J.P. Morgan and third-party mutual funds to you on the full service brokerage platform.
- Before you invest, be sure to read the fund's prospectus, or Key Investor Information Document for offshore funds, 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. To obtain a prospectus, please contact your J.P. Morgan team.

Fees and Expenses

Fees and Charges Paid Directly by Investors—No Loads

- In general, there are fees you pay to a mutual fund company and/or financial intermediary when you purchase a mutual fund. Mutual funds are offered in different share classes, and these fees may vary based on which share class you purchase. Each share class invests in the same investment portfolio of securities, but has different sales charges and expenses. Some mutual funds charge a fee (known also as a "load") to purchase shares, which is paid when you buy or sell the fund.
- The J.P. Morgan mutual funds we will recommend to you through the Private Bank's full service brokerage platform do not carry a front-end or other sales charge; only no-load shares are available for purchase.
- Investors should be aware that funds and the share class of a fund available through the Private Bank full service brokerage platform may differ from the funds or the share classes available to similar accounts managed by or held at JPMS or its affiliates. Clients should contact their J.P. Morgan team for information about any limitations on share classes available through the full service brokerage platform.
- Other funds and/or share classes may be available to you through the Private Bank's 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. No-load mutual funds may be purchased directly through many mutual fund companies without intervention of a financial intermediary. Please consult the prospectus for the fund in which you are interested for direction on how to do so.

- 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 additional information about mutual fund fees, you should also refer to the fund's prospectus or contact your J.P. Morgan team.

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. As the funds approved for the Private Bank full service brokerage platform are limited to J.P. Morgan Funds, these fees are paid to J.P. Morgan Investment Management Inc. or its affiliates.
 - **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. The mutual funds and share classes approved for the Private Bank full service brokerage platform do not charge 12b-1 fees, though these fees may be received by J.P. Morgan in connection with other funds held upon client request.
 - **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.
- **Other fees on transactions**—Although you pay no 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 more information about these fund fees and expenses, please refer to the fund prospectus, which can be obtained from your J.P. Morgan team.

Compensation J.P. Morgan Receives from Mutual Fund Companies⁸

- **Shareholder servicing/recordkeeping fees**—Many mutual funds or their fund affiliates pay JPMS 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 for shareholder servicing may be expressed by mutual funds as basis points on assets (generally in the range of 0–0.25%), as is the case with J.P. Morgan Mutual Funds available on the Private Bank full service brokerage platform or, for other funds available through other J.P. Morgan platforms, based on the number of fund positions held. 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 as affiliate payments may be referred to as "revenue sharing").

⁸ The fee ranges quoted in this section are generally for the funds approved for purchase on the Private Bank 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.

- **12b-1 fees**—The mutual funds and share classes approved for the Private Bank full service brokerage platform do not charge 12b-1 fees, though these fees may be taken by J.P. Morgan in connection with other funds held upon client request or on other J.P. Morgan platforms.
- **Revenue sharing**—Separate from 12b-1 fees and shareholder servicing fees described above and in the mutual fund’s prospectus, mutual fund sponsors or distributors may make additional payments to JPMS 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.

For the J.P. Morgan Funds available on the full service brokerage platform, JPMS receives payments as a percentage per year of the amount held in these mutual funds—currently ranging from 0.00% to 0.10%.

- **Conflicts of interest**—The level of payments to JPMS varies in any given year. Payments for sales of one fund’s shares may be more or less than the payments JPMS receives from other mutual funds’ advisers, distributors or other entities, and in certain instances, the payments could be significant. While revenue sharing 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 over funds that do not. Similarly, JPMS has 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.

J.P. Morgan Team Compensation for Mutual Funds Sales

Your J.P. Morgan team does not receive commissions or direct payment for specific mutual funds transactions.

Proprietary Mutual Funds and Affiliates Service Provider

Affiliates of J.P. Morgan 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 when 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.
 - 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

Your J.P. Morgan team will only recommend J.P. Morgan Money Market Funds to you on the full service brokerage platform.

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 adviser 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. The money market funds approved for the Private Bank full service brokerage platform do not charge 12b-1 fees.
 - **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**—Although you pay no sales charges, you may need to pay other fees with respect to certain 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 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 money market fund fees associated with specific funds, you should refer to the fund’s prospectus and Statement of Additional Information.

Compensation J.P. Morgan Receives from Money Market Fund Companies⁹

- **12b-1 fees**—The money market funds approved for the Private Bank full service brokerage platform do not charge 12b-1 fees.
- **Shareholder servicing/recordkeeping fees**—Money market funds or their fund affiliates may pay JPMS 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 for shareholder servicing may be expressed by money market funds as basis points on assets (generally in the range of 0% to 0.30%), as is the case with J.P. Morgan Money Market Funds. 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 money market funds (such affiliate payments may be referred to as “revenue sharing”).

⁹ The fee ranges in this section are generally for the funds approved for purchase on the Private Bank 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.

- **Revenue sharing**—Separate from the sales charges, 12b-1 fees and shareholder servicing fees described above and in the money market fund’s prospectus, money market fund sponsors or distributors may make additional payments to JPMS 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. JPMS 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 0.10%, as is the case with J.P. Morgan Money Market Funds.

The level of payments to J.P. Morgan varies in any given year. Payments for sales of one fund’s shares may be more or less than the payments received 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 NAV 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.

J.P. Morgan Team Compensation for Money Market Funds Sales

Your J.P. Morgan team does not receive commissions or direct payment for specific money market fund transactions.

Proprietary Money Market Funds and Affiliates Service Providers

Affiliates of JPMS 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, but are not limited to, 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 NAVs 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 NAV. 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 objectives. 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 ETP 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 J.P. Morgan team 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, ETF 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, and are not individually redeemed from the fund.
- Please see the section titled “Non-Traditional Mutual Funds and Exchange-Traded Products” for more information regarding these products.

Fees

Shares	Fees per Share
1 to 50,000	US\$0.06
50,001 or higher	US\$0.05
Minimum ticket charge	US\$25.00

Restrictions

JPMS 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. JPMS 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 NAV.
- 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 should 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. JPMS 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 NAV. 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 such opportunities available to its clients.

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 accounts. 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 create 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 these documents to you, or help you to find them.

J. What Is an Annuity?

- An annuity is a contract between you and an 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 clients 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. JPMS is the distributor of the annuity product on behalf of the insurance company through 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, JPMCB, CIA, JPMS, or their affiliates, except where specifically disclosed. Brokerage services are offered through JPMS, 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 performance, or the return is capped at a certain percentage of the index performance. Fixed index annuities provide the client with 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.

- **Buffered Annuities**—Buffered 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 buffered annuity and traditional index annuity are the buffered annuity will typically provide higher caps or percentage of the index performance of a return but will limit 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 on 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 annuities. 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 only 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 decline 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 3-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 only 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 decline 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 and 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 (CDSCs) 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 decline until the contract term matures. For example, a typical CDSC on a traditional variable annuity would be 7%, 7%, 6%, 6%, 5%, 3%, 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 surrendered 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 0.20% to 0.65%. They can be charged daily, quarterly or annually, and are assessed against the contract value, benefit base or combination. Please refer to your contract for specific rider fees and charges.

Buffered Annuities

- Buffered annuities do not have an explicit cost, unless the buffered 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. These fees range from 0.70% to 0.90%, and the fee is usually charged daily against the value of the underlying subaccount.
- **Surrender Charges**—If applicable, surrender charges are only 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 decline until the contract term matures. Our buffered annuity has either a 5- or 6-year surrender charge schedule that decreases from 6% to 3% over the surrender charge period.
- **Mortality and 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 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 on 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 for selling one annuity product type versus another annuity 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 J.P. Morgan team 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 JPMS. This fee is paid out of the annuity contract assets to JPMS for investment advisory services. Clients should review the prospectus to the advisory fee-based variable annuity and the Form ADV disclosure brochure of JPMS 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

- CIA receives compensation for sales of annuities from the insurance carriers that issue the annuity products as follows:
 - For variable annuities, 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 1.00% of the account value.
 - Fixed annuity commissions range from 0.50% to 2.50%.
 - Index annuity commissions range from 2.50% to 3.50% based on initial purchase payment.
 - Single premium immediate annuity commissions are 4.00%.

Restrictions

- JPMS 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.
- Availability of annuity product types may vary by location.

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 adjustment 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 (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. 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.

Please note that advisory fee-based variable annuities are a type of variable annuity and are subject to the same risks and considerations.
- **Buffered Annuities**—Buffered 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.

Resources to Obtain Additional Information

- Prior to sale, J.P. Morgan investment professionals 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 their J.P. Morgan team when contemplating an annuity, including fees and cost. Clients are also provided with 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, and websites where additional information can be obtained.

4. Compensation and Potential Conflicts

The Private Bank, through JPMS and/or JPMCB, as applicable, provides full service brokerage services as well as discretionary investment management to clients.

J.P. Morgan earns compensation in various ways, which you should be aware of so you can better evaluate the recommendations you receive from your J.P. Morgan team and the firm. J.P. Morgan earns revenue from our clients, from 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.

A. Compensation Paid to Your J.P. Morgan Team

We design our compensation program to encompass best practices, support our business objectives, and enhance shareholder value. J.P. Morgan’s compensation system plays a significant role in our ability to attract, retain, and motivate the highest-quality workforce.

Cash Compensation

We always have looked at financial performance as a critical factor, but not the only factor, in pay-for-performance. Financial performance alone is not a comprehensive picture of performance. Broader contributions are important, like qualitative skills such as leadership attributes, character and integrity, and management ability. This also includes recruiting, coaching and training, building better systems and fostering innovation, just to name a few.

The investment professionals on your J.P. Morgan team are paid a salary and are eligible for a discretionary bonus paid on the firm’s Incentive Compensation plan. All base salaries are determined primarily on the basis of the description of the individual’s job and his or her meritorious performance. Incentive Awards are subject to the JPMorgan Chase Performance-Based Incentive Compensation Plan and the JPMorgan Chase Bonus Recoupment Policy. Discretionary bonuses are not related directly to the sale of any specific product or services.

Scorecards assist managers in the evaluation of the individual performance of your J.P. Morgan team members, but there is no prescribed relationship between scorecards and compensation.

J.P. Morgan receives compensation directly from you for providing brokerage services as described in the fee schedule for Full Service Brokerage Accounts—United States in the Appendix. This includes, for example, standard commissions on equity transactions and securities settlement transaction charges for transactions executed through other broker-dealers.

Non-Cash Compensation

Additionally, your J.P. Morgan team members may receive certain non-cash compensation under limited circumstances. The J.P. Morgan Code of Conduct and other gift-related policies generally prohibit acceptance of any 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 J.P. Morgan employees of less than \$100 meeting certain criteria (for example, birthday or holiday gift), including potentially from third-party investment managers. 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 J.P. Morgan employee inappropriately in connection with any business decision or transaction and the gift is unsolicited.

Other Non-Cash Compensation and Subsidies

Third-party providers (such as fund companies) may participate in J.P. Morgan-sponsored internal training and education conferences, and meetings, seminars, and sales meetings and may make payments to, or for the benefit of, J.P. Morgan or its investment professionals 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 investment professionals attending these events. J.P. Morgan’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.

Further, J.P. Morgan may provide sponsorship opportunities and access to our offices and investment professionals to such providers for educational, marketing and other promotional efforts. Any payments made by providers could potentially lead investment professionals 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, you 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 is compensated from various sources, as described under Section 3 and more fully below, in addition to the account fees and transactions costs.

Discretionary Investment Management & Advisory Services

JPMCB receives compensation for the services provided under a managed account when you decide to open such an account. If you invest in a managed account, you will pay a management or advisory fee, which covers JPMCB's and J.P. Morgan's services to the managed account. The types of fees you will pay, the exact amount of fees, and any offsets depend on many factors, such as the amount invested in your managed account over time, the types of assets held in your managed account, the J.P. Morgan program in which you invest, and other J.P. Morgan managed accounts you hold. In addition, the account will bear the costs for the underlying investment products held in the accounts. For more information, please contact your J.P. Morgan team.

Custody Accounts

The Private Bank provides custody services through JPMCB. JPMCB charges asset and transaction-based fees for its custody services as disclosed on the Custody Fee Schedule provided at account opening. Unless otherwise indicated, when you open a custody account with JPMCB that is linked to brokerage services offered through JPMS, the custody fees charged by JPMCB will be in addition to, but separate from, any commissions and fees charged by JPMS for its brokerage services.

Purchasing J.P. Morgan Affiliated Funds and ETFs and Related Compensation

JPMS 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 JPMS 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 JPMS 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 or JPMS's 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.

Margin

JPMS may earn additional compensation through such brokerage-related services it provides, such as extending margin loans to clients. When a client has a margin account with JPMS, JPMS, as permitted by federal law, may use certain securities in the client's account for, among other things, settling short sales and lending securities for short sales. JPMS will generally be compensated in connection with these transactions. JPMS may receive additional compensation separate and distinct from interest and fees paid by the client on margin debit balances held by the client in any account. Your J.P. Morgan team does not receive compensation on margin loans. As a result, JPMS has 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 interest and fees on the debt, and they have a further financial incentive for the client's margin debit balance.

Bank Sweep Program

Under the bank deposit sweep program offered by JPMS, cash balances held in client accounts custodied at JPMS are "swept" or remitted for deposit by JPMS into a deposit account maintained at JPMCB ("Chase Deposit Sweep"). JPMCB benefits from cash balances credited to your JPMS account(s) that are swept into the bank deposit sweep program. For example, JPMCB may use the deposits from the sweep program to make loans and other 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 Chase Deposit Sweep, and the interest rate or other income earned by JPMCB on loans and investments made with the deposits. Therefore, JPMS and JPMCB have a financial incentive in the use of the Chase Deposit Sweep as the primary "sweep" option. J.P. Morgan team members are not compensated on the assets in the sweep programs.

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 federal law, JPMS 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.

JPMS also has the authority to effect “agency cross” transactions (i.e., transactions for which JPMS or one of its affiliates acts as a broker for both the account and the counterparty to the transaction) when permitted by applicable federal law. JPMS 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

JPMS may receive payment for order flow in the form of discounts, rebates, reductions of fees or credits. This does not alter JPMS’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, JPMS 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 team 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 and Other Disclosures

A conflict of interest can be defined as an interest that might incline a broker-dealer or its investment professional 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 J.P. Morgan, its investment professionals, and JPMS and its affiliates. These policies and procedures include, among others, information barriers designed to prevent the flow of information between JPMS 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 investment professionals, JPMS and its affiliates.

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 global currency, equity, commodity, fixed income, and other markets. J.P. Morgan is typically entitled to compensation in connection with these activities. In providing services and products to clients other than JPMS’s clients, J.P. Morgan, from time to time, faces conflicts of interest with respect to activities recommended to, or performed for, JPMS LLC clients on the one hand and other JPMS LLC clients and/or J.P. Morgan’s other clients on the other hand. J.P. Morgan also advises and represents potential buyers and sellers of businesses worldwide. JPMS 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 JPMS 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 client account or its investments. It should be recognized that such relationships can preclude J.P. Morgan clients from engaging in certain transactions and can also restrict investment opportunities that would otherwise be available to J.P. Morgan 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 clients. J.P. Morgan reserves the right to act for these companies notwithstanding the potential adverse effect on JPMS’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 J.P. Morgan clients. Providing such

services to J.P. Morgan 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.

J.P. Morgan’s Proprietary Investments

J.P. Morgan and any of its 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 within their discretion, and 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 is not required to purchase or sell for any client account securities that it, J.P. Morgan, and any of its employees, principals or agents may purchase or sell for their own accounts or the proprietary accounts of J.P. Morgan. J.P. Morgan, and its 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.

Investing in Securities in Which J.P. Morgan or a Related Person Has a Material Financial Interest

J.P. Morgan and its related persons may recommend or invest in securities on behalf of its clients that J.P. Morgan and its related persons may also purchase or sell. As a result, positions taken by J.P. Morgan 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. As these situations involve actual or potential conflicts of interest, J.P. Morgan 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 has implemented monitoring systems designed to ensure compliance with these policies and procedures.

Other Financial Services Provided by JPMS and Its Affiliates

In addition to the services provided by J.P. Morgan to its brokerage clients, J.P. Morgan 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 and its affiliates receive compensation for these services.

Transfer of Assets to JPMS

When you transfer assets from another firm to JPMS, including rollover of assets from retirement accounts, we earn compensation on the assets; please note that we will not earn this compensation if the assets are not transferred to JPMS. We may also earn more, and your J.P. Morgan team 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 a JPMS investment advisory account or a full service brokerage account, or are used to purchase an annuity through us. J.P. Morgan team members 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 your assets to JPMS.

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. JPMS 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, JPMS 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 JPMS to allocate opportunities of limited availability to the account that generates more revenue for JPMS.

JPMS has established policies, procedures and practices to manage the conflict described above. JPMS'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.

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 United States 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.

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, JPMS, JPMPI and J.P. Morgan 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. J.P. Morgan 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 that 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.

Non-Traditional Mutual Funds and Exchange-Traded Products

For additional information regarding non-traditional mutual funds and ETPs, please consult with your J.P. Morgan team, or go to <https://www.jpmorgan.com/content/dam/jpm/securities/documents/investing-in-non-traditional-funds.pdf>.

5. 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. Its 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.

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 and service, please visit our website, www.jpmorgan.com/privatebank.

6. Appendix

A. FEE SCHEDULE | J.P. Morgan Private Bank Full Service Brokerage Accounts | United States

Full Service Brokerage Accounts

J.P. Morgan Private Bank Full Service Brokerage Accounts are accounts in which all investment decisions are made by you, and transactions are executed by J.P. Morgan Securities LLC, JPMorgan Chase Bank, N.A. or one of their affiliates (together "J.P. Morgan") upon your specific authorization. Commissions, mark-ups/mark-downs, custody fees, transaction fees and other fees and charges will apply, depending on the types of assets traded or held in your account(s).

All amounts listed below are subject to change at any time at the option of J.P. Morgan.

Transaction Fees

A transaction fee will apply to every purchase or sale in your J.P. Morgan Private Bank Full Service Brokerage Account, unless otherwise specified. Your account will be charged at the time of the transaction.

The amounts below are the fees of J.P. Morgan Private Bank only, and are in addition to any spread charged by affiliates and other units of J.P. Morgan or any third party that J.P. Morgan faces in a transaction, unless otherwise indicated. In addition, these amounts do not include any fees, commissions and charges imposed by exchanges, clearinghouses or regulators in connection with a transaction.

Fees and charges on financial instruments that are sold to you pursuant to a prospectus or other offering document will be disclosed in the offering documentation.

All transaction fees listed below are indicative only. Actual fees will depend on all relevant circumstances of a transaction, including market conditions, the notional amount, the nature and liquidity of the instrument traded, and may be higher than the indicated amounts.

■ U.S. EQUITY LISTED CLEARING MEMBER TRADE AGREEMENT (CMTA)

CMTA (EXECUTED AWAY)	FEES
Transaction fee (per transaction)	US\$8.00
Contract fee (per contract)	US\$0.50

■ EQUITY LISTED OPTIONS—UNITED STATES

CMTA (EXECUTED AWAY)	FEES
US\$0.01-0.49	US\$1.00
US\$0.50-0.99	US\$2.00
US\$1.00+	US\$4.00
Minimum ticket charge	US\$25.00

■ CASH EQUITIES—U.S. SECONDARY MARKET

CMTA (EXECUTED AWAY)	FEES
1 to 50,000	US\$0.06
50,001 or higher	US\$0.05
Minimum ticket charge	US\$25.00

■ FIXED INCOME

Fixed income securities are typically purchased on a principal basis, and are subject to a mark-up (if you are the buyer) or mark-down (if you are the seller) charged by J.P. Morgan Private Bank. Transactions involving municipal securities in which J.P. Morgan Private Bank cannot determine a fair price may be charged a commission as opposed to a mark-up or mark-down. Your J.P. Morgan Private Bank representative can provide you with the mark-up, mark-down or commission charged on fixed income securities.

■ STRUCTURED PRODUCTS

For new issues, the offering price, which includes the selling concessions paid to J.P. Morgan, is disclosed in the relevant offering documents. In cases where structured products are called before maturity, fees are not rebated.

■ FOREIGN EXCHANGE AND PRECIOUS METALS (ALLOCATED AND UNALLOCATED)

Forward 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 1.00% of the notional amount per transaction. If you request that a foreign exchange transaction be executed by J.P. Morgan Private Bank Client Service rather than through your J.P. Morgan Private Bank representative, you will incur fees different from those listed here. In those cases, our fees will be up to 2.00% of the notional amount per transaction.

Forward and spot transactions in precious metals are subject to a mark-up (if you are the buyer) or mark-down (if you are the seller) of up to 1.00% of the market value of the precious metals per transaction.

Pricing also varies according to the market conditions at the time of trade and takes into consideration the notional amount (in the case of foreign exchange transactions) or number of ounces (in the case of precious metals transactions) traded.

■ ALTERNATIVE FUNDS

J.P. Morgan charges clients a fee in connection with their purchase of ownership interests of hedge funds, private equity funds and other alternative funds it offers as a placement agent. These charges are disclosed in the offering documents for the relevant fund. This fee paid by you 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.

A. FEE SCHEDULE | J.P. Morgan Private Bank Full Service Brokerage Accounts | United States

Transaction Fees Continued

MUTUAL FUNDS

Separate from any sales charge you pay to a mutual fund when purchasing fund shares, J.P. Morgan seeks to earn, where available, a fee for marketing and/or distribution services payable by the fund management company. These fees may be referred to as "12b-1 fees" and are paid out of the assets of a mutual fund. J.P. Morgan also seeks to earn, where available, fees payable by the fund, the fund management company or one of their affiliates for shareholder servicing and other services, which are not otherwise included in the 12b-1 fees. Additional information about 12b-1 fees and other fees is set forth in the applicable fund prospectus. J.P. Morgan, in its capacity as placement agent, does not currently charge you a fee when you purchase mutual fund shares.

OVER-THE-COUNTER ("OTC") DERIVATIVES

OTC derivatives are typically traded on a principal basis, and are subject to a mark-up (if you are the buyer) or mark-down (if you are the seller) charged by J.P. Morgan. Certain OTC swaps that trade on swap execution facilities are typically traded on an agency basis, and are subject to a commission charged by J.P. Morgan. Your J.P. Morgan Private Bank representative can provide you with the mark-up, mark-down or commission charged for OTC derivative trades.

SECURITIES SETTLEMENT TRANSACTIONS

Transactions executed through J.P. Morgan are settled free of charge. When transactions are executed through a non-J.P. Morgan brokerage firm, the following settlement fees will be charged:

FEES PER TRANSACTION		
Depository transaction		US\$100
Physical transaction		US\$250
International transaction	Tier 1: Europe, Africa, Far East, Canada, Mexico	US\$250
	Tier 2: Other emerging markets	US\$300

Overdrafts

An overdraft created by a withdrawal, debit or instruction to transfer funds from your account that we choose to honor will be charged at the Overdraft Interest rate we establish, currently prime +4.00%, not to exceed the maximum lawful rate. The prime rate is published in the Money Rates section of The Wall Street Journal. The overdraft will generally continue to accrue interest until it is paid in full. An overdraft may be caused by insufficient or uncollected funds. Interest on the overdraft amount will be charged on a 365-day basis and will be assessed on overdrafts regardless of amount. The Overdraft Interest charge will be made on the fifth business day of the month following the overdraft activity. This does not constitute an agreement on our part to pay any item or honor any instruction if there are insufficient balances in your account to cover the item(s) or transfer(s).

Banking Services

For personal Full Service Brokerage Accounts, banking services such as wire transfers and check transactions are free. Banking services are provided by JPMorgan Chase Bank, N.A.

Currency Holdings

J.P. Morgan Private Bank may charge clients fees on balances maintained above certain thresholds in certain foreign currencies. Fees will be calculated daily, charged monthly, and will appear as a charge on your periodic account statement. Please contact your J.P. Morgan Private Bank representative for more information on these fees.

Additional Information

Please contact your J.P. Morgan Private Bank representative if you require further information on any of the fees and charges set out in this Fee Schedule or any other fees and charges that may be applicable. The fees and charges set out in this Fee Schedule are subject to change at any time, and consequently, we may modify this Fee Schedule at any time, in accordance with our Combined Terms and Conditions.

All fees quoted are exclusive of any applicable regulatory fees, duties and/or taxes and, where applicable, such fees, duties and/or taxes will be added to the relevant fees charged by J.P. Morgan. Additional fees may be charged in respect of a transaction or service provided to you, depending on the market exchange of the relevant transaction or any correspondent bank charges applicable to the relevant service.

Please also review the applicable regulatory and other disclosures available on J.P. Morgan's public website at <https://www.jpmorgan.com/country/US/EN/disclosures>.

"J.P. Morgan Private Bank" is a worldwide marketing name for the private banking business conducted by JPMorgan Chase Bank, N.A., J.P. Morgan Securities LLC, their subsidiaries and affiliates. Capitalized terms used but not defined in this document have the meaning given to them in the Combined Terms and Conditions.

B. FEE SCHEDULE | J.P. Morgan Private Bank Brokerage with Custody Accounts | International Clients

Brokerage with Custody Accounts

J.P. Morgan Private Bank Full Service Brokerage with Custody Accounts are accounts in which all investment decisions are made by you, and transactions are executed by J.P. Morgan Securities LLC, JPMorgan Chase Bank, N.A. or one of their affiliates (together "J.P. Morgan") upon your specific authorization. Commissions, mark-ups/mark-downs, custody fees, transaction fees and other fees and charges will apply, depending on the types of assets traded or held in your account(s).

All amounts listed below are subject to change at any time at the option of J.P. Morgan.

Annual Custody Fee

MARKET VALUE	FEE
Up to \$1,499,999	0.25%
\$1,500,000 to \$4,999,999	0.20%
\$5,000,000 to \$19,999,999	0.15%
\$20,000,000 and above	0.10%
Minimum fee	\$3,000

Transaction Fees

A transaction fee will apply to every purchase or sale in your J.P. Morgan Private Bank Brokerage with Custody Account, unless otherwise specified. Your account will be charged at the time of the transaction.

The amounts below are the fees of J.P. Morgan Private Bank only, and are in addition to any spread charged by affiliates and other units of J.P. Morgan or any third party that J.P. Morgan faces in a transaction, unless otherwise indicated. In addition, these amounts do not include any fees, commissions and charges imposed by exchanges, clearinghouses or regulators in connection with a transaction.

Fees and charges on financial instruments that are sold to you pursuant to a prospectus or other offering document will be disclosed in the offering documentation.

All transaction fees listed below are indicative only. Actual fees will depend on all relevant circumstances of a transaction, including market conditions, the notional amount, the nature and liquidity of the instrument traded, and may be higher than the indicated amounts.

■ U.S. EQUITY LISTED CLEARING MEMBER TRADE AGREEMENT (CMTA)

CMTA (EXECUTED AWAY)	FEE
Transaction fee (per transaction)	US\$8.00
Contract fee (per contract)	US\$0.50

■ EQUITY LISTED OPTIONS—UNITED STATES

PREMIUM PRICE	FEE CHARGED PER CONTRACT
US\$0.01-0.49	US\$1.00
US\$0.50-0.99	US\$2.00
US\$1.00+	US\$4.00
Minimum ticket charge	US\$25.00

■ CASH EQUITIES—U.S. SECONDARY MARKET

SHARES	FEE PER SHARE
1 to 50,000	US\$0.06
50,001 or higher	US\$0.05
Minimum ticket charge	US\$25.00

■ EEA AND SWISS EQUITIES

NOTIONAL IN CHF/EUR/GBP/USD	FEE
Up to 500,000	0.50%
500,001 to 1,000,000	0.40%
1,000,001 and above	0.30%
Minimum fee in CHF/EUR/GBP/USD	200

■ FIXED INCOME

Fixed income securities are typically purchased on a principal basis, and are subject to a mark-up (if you are the buyer) or mark-down (if you are the seller) charged by J.P. Morgan Private Bank. Transactions involving municipal securities in which J.P. Morgan Private Bank cannot determine a fair price may be charged a commission as opposed to a mark-up or mark-down. Your J.P. Morgan Private Bank representative can provide you with the mark-up, mark-down or commission charged on fixed income securities.

■ STRUCTURED PRODUCTS

For new issues, the offering price, which includes the selling concessions paid to J.P. Morgan, is disclosed in the relevant offering documents. In cases where structured products are called before maturity, fees are not rebated.

B. FEE SCHEDULE | J.P. Morgan Private Bank Brokerage with Custody Accounts | International Clients

Transaction Fees Continued

■ FOREIGN EXCHANGE AND PRECIOUS METALS (ALLOCATED AND UNALLOCATED)

Forward 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 1.00% of the notional amount per transaction. If you request that a foreign exchange transaction be executed by J.P. Morgan Private Bank Client Service rather than through your J.P. Morgan Private Bank representative, you will incur fees different from those listed here. In those cases, our fees will be up to 2.00% of the notional amount per transaction.

Forward and spot transactions in precious metals are subject to a mark-up (if you are the buyer) or mark-down (if you are the seller) of up to 1.00% of the market value of the precious metals per transaction.

Pricing also varies according to the market conditions at the time of trade and takes into consideration the notional amount (in the case of foreign exchange transactions) or number of ounces (in the case of precious metals transactions) traded.

■ ALTERNATIVE FUNDS

J.P. Morgan charges clients a fee in connection with their purchase of ownership interests of hedge funds, private equity funds and other alternative funds it offers as a placement agent. These charges are disclosed in the offering documents for the relevant fund. This fee paid by you 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.

■ MUTUAL FUNDS

Separate from any sales charge you pay to a mutual fund when purchasing fund shares, J.P. Morgan seeks to earn, where available, remuneration for marketing and/or distribution services payable by the fund management company. This remuneration is paid out of the assets of a mutual fund. J.P. Morgan also seeks to earn, where available, fees payable by the fund, the fund management company or one of their affiliates for shareholder servicing and other services, which are not otherwise included in the remuneration. Additional information about remuneration and other fees is set forth in the applicable fund prospectus. J.P. Morgan, in its capacity as placement agent, does not currently **charge you a fee when you purchase mutual fund shares.**

■ OVER-THE-COUNTER (“OTC”) DERIVATIVES

OTC derivatives are typically traded on a principal basis, and are subject to a mark-up (if you are the buyer) or mark-down (if you are the seller) charged by J.P. Morgan. Certain OTC swaps that trade on swap execution facilities are typically traded on an agency basis, and are subject to a commission charged by J.P. Morgan. Your J.P. Morgan Private Bank representative can provide you with the mark-up, mark-down or commission charged for OTC derivative trades.

■ SECURITIES SETTLEMENT TRANSACTIONS

Transactions executed through J.P. Morgan are settled free of charge. When transactions are executed through a non-J.P. Morgan brokerage firm, the following settlement fees will be charged:

FEES PER TRANSACTION		
Depository transaction		US\$30
Physical transaction		US\$125
International transaction	Tier 1: Europe, Africa, Far East, Canada, Mexico	US\$150
	Tier 2: Other emerging markets	US\$200

Overdrafts

An overdraft created by a withdrawal, debit or instruction to transfer funds from your account that we choose to honor will be charged at the Overdraft Interest rate we establish, currently prime +4.00%, not to exceed the maximum lawful rate. The prime rate is published in the Money Rates section of The Wall Street Journal. The overdraft will generally continue to accrue interest until it is paid in full. An overdraft may be caused by insufficient or uncollected funds. Interest on the overdraft amount will be charged on a 365-day basis and will be assessed on overdrafts regardless of amount. The Overdraft Interest charge will be made on the fifth business day of the month following the overdraft activity. This does not constitute an agreement on our part to pay any item or honor any instruction if there are insufficient balances in your account to cover the item(s) or transfer(s).

Banking Services

For Brokerage with Custody Accounts, banking services such as wire transfers and check transactions are free. Banking services are provided by JPMorgan Chase Bank, N.A.

Currency Holdings

J.P. Morgan Private Bank may charge clients fees on balances maintained above certain thresholds in certain foreign currencies. Fees will be calculated daily, charged monthly, and will appear as a charge on your periodic account statement. Please contact your J.P. Morgan Private Bank representative for more information on these fees.

Additional Information

Please contact your J.P. Morgan Private Bank representative if you require further information on any of the fees and charges set out in this Fee Schedule or any other fees and charges that may be applicable. The fees and charges set out in this Fee Schedule are subject to change at any time, and consequently, we may modify this Fee Schedule at any time, in accordance with our Combined Terms and Conditions.

All fees quoted are exclusive of any applicable regulatory fees, duties and/or taxes and, where applicable, such fees, duties and/or taxes will be added to the relevant fees charged by J.P. Morgan. Additional fees may be charged in respect of a transaction or service provided to you, depending on the market exchange of the relevant transaction or any correspondent bank charges applicable to the relevant service.

Please also review the applicable regulatory and other disclosures available on J.P. Morgan's public website at <https://www.jpmorgan.com/country/US/EN/disclosures>.

"J.P. Morgan Private Bank" is a worldwide brand name for the private banking business conducted by JPMorgan Chase Bank, N.A., J.P. Morgan Securities LLC, their subsidiaries and affiliates. Capitalized terms used but not defined in this document have the meaning given to them in the Combined Terms and Conditions.

The information in this document is being provided in connection with requirements under the SEC's Regulation Best Interest and is considered effective as of June 29, 2020.

Investment products (including mutual funds) are not bank deposits and are not insured by the Federal Deposit Insurance Corporation ("FDIC") or any other agency of the United States, nor are they obligations of, nor insured or guaranteed by, JPMCB. Investment products (including mutual funds) are subject to investment risks, including the possible loss of the principal amount invested.

JPMorgan Chase Bank, N.A. and its affiliates (collectively "JPMCB") offer investment products, which may include bank-managed accounts and custody, as part of its trust and fiduciary services. Other investment products and services, such as brokerage and advisory accounts, are offered through **J.P. Morgan Securities LLC ("JPMS")**, a member of FINRA and SIPC. JPMCB and JPMS are affiliated companies under the common control of JPMorgan Chase & Co.