

**SUPPLEMENT No. 9 DATED 18 APRIL 2019 TO THE
BASE PROSPECTUS DATED 25 APRIL 2018**

J.P.Morgan

J.P. Morgan Structured Products B.V.
(incorporated with limited liability in The Netherlands)

as Issuer

JPMorgan Chase Bank, N.A.
(a national banking association organised under the laws of the United States of America)

as Issuer and as Guarantor in respect of Securities
issued by
J.P. Morgan Structured Products B.V.

JPMorgan Chase & Co.
(incorporated in the State of Delaware, United States of America)

as Issuer

**Structured Securities Programme for the issuance
of
Notes, Warrants and Certificates**

Arranger and Dealer for the Programme

J.P. Morgan

Supplement to the Base Prospectus

This supplement (the "**Supplement**") constitutes a supplement to the base prospectus dated 25 April 2018 (the "**Original Base Prospectus**") as supplemented by Supplement No. 1 dated 11 May 2018, Supplement No. 2 dated 27 July 2018, Supplement No. 3 dated 14 August 2018, Supplement No. 4 dated 27 September 2018, Supplement No. 5 dated 26 October 2018, Supplement No. 6 dated 9 November 2018, Supplement No. 7 dated 25 January 2019 and Supplement No. 8 dated 13 March 2019 (and the Original Base Prospectus as so supplemented, the "**Base Prospectus**"), which constitutes three base prospectuses for the purposes of Article 5.4 of Directive 2003/71/EC (as amended by Directive 2010/73 EC): (i) a base prospectus in respect of J.P. Morgan Structured Products B.V. ("**JPMSP**") (the "**JPMSP Base Prospectus**"), (ii) a base prospectus in respect of JPMorgan Chase Bank, N.A. (the "**JPMorgan Chase Bank, N.A. Base Prospectus**"), and (iii) a base prospectus in respect of JPMorgan Chase & Co. (the "**JPMorgan Chase & Co. Base Prospectus**"), in each case, prepared in connection with the issue of non-equity securities under the Structured Securities Programme for the issuance of Notes, Warrants and Certificates (the "**Programme**") by JPMSP, JPMorgan Chase Bank, N.A. and JPMorgan Chase & Co., irrevocably guaranteed in respect of Securities issued by JPMSP as to payment, delivery and other obligations by JPMorgan Chase Bank, N.A.

Status of Supplement

The Supplement is a supplement for the purposes of Article 13 of Chapter 1 of Part II of the Luxembourg Law dated 10 July 2005 and amended on 3 July 2012 on prospectuses for securities (the "**Luxembourg Law**"). On 25 April 2018, the Commission de Surveillance du Secteur Financier (the "**CSSF**") approved the Original Base Prospectus for the purposes of Article 7 of the Luxembourg Law. Terms defined in the Base Prospectus have the same meanings when used in this Supplement. This Supplement constitutes a supplement to, and should be read in conjunction with, the JPMSP Base Prospectus, the JPMorgan Chase Bank, N.A. Base Prospectus and the JPMorgan Chase & Co. Base Prospectus.

Responsibility

In relation to the JPMSP Base Prospectus and the JPMorgan Chase Bank, N.A. Base Prospectus, JPMorgan Chase Bank, N.A. accepts responsibility for the information given in this Supplement and confirms that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is, to the best of its knowledge, in accordance with the facts and does not omit anything likely to affect its import. In relation to the JPMorgan Chase & Co. Base Prospectus, JPMorgan Chase & Co. accepts responsibility for the information given in this Supplement and confirms that, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is, to the best of its knowledge, in accordance with the facts and does not omit anything likely to affect its import.

Purpose of the Supplement

The purpose of this Supplement is to incorporate by reference into the Base Prospectus the (a) JPMSP 2018 Annual Report (as defined below) (b) JPMorgan Chase & Co. 2019 Proxy Statement (as defined below) and (c) JPMorgan Chase & Co. 12 April 2019 Form 8-K (as defined below).

Right to withdraw acceptances

In accordance with Article 13 paragraph 2 of the Luxembourg Law, investors in the European Economic Area who have already agreed to purchase or subscribe for Securities issued under the Programme before this Supplement is published have the right, exercisable within two working days after the publication of this Supplement, to withdraw their acceptances. This right is exercisable up to, and including 23 April 2019.

Information being supplemented

I. Incorporation by reference of the JPMSP 2018 Annual Report, the JPMorgan Chase & Co. 2019 Proxy Statement and the JPMorgan Chase & Co. 12 April 2019 Form 8-K

This Supplement incorporates the following by reference into the Base Prospectus:

- a) the JPMSP Annual Report for the year ended 31 December 2018 (the "**JPMSP 2018 Annual Report**");
- b) the Proxy Statement on Schedule 14A of JPMorgan Chase & Co. dated 5 April 2019, as filed with the U.S. Securities and Exchange Commission (the "**SEC**") (the "**JPMorgan Chase & Co. 2019 Proxy Statement**"); and
- c) the Current Report on Form 8-K of JPMorgan Chase & Co. dated 12 April 2019 containing the earnings press release of JPMorgan Chase & Co. for the quarter ended 31 March 2019, as filed with the SEC (the "**JPMorgan Chase & Co. 12 April 2019 Form 8-K**").

A copy of the JPMSP 2018 Annual Report, the JPMorgan Chase & Co. 2019 Proxy Statement and the JPMorgan Chase & Co. 12 April 2019 Form 8-K have been filed with the CSSF in its capacity as competent authority under Article 21(1) of the Prospectus Directive and, by virtue of this Supplement, the information of the JPMSP 2018 Annual Report, the JPMorgan Chase & Co. 2019 Proxy Statement and the JPMorgan Chase & Co. 12 April 2019 Form 8-K referred to below are incorporated by reference into and form part of the Base Prospectus.

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* The page numbers referenced above in relation to the JPMS 2018 Annual Report and the JPMorgan Chase & Co. 12 April 2019 Form 8-K relate to the PDF versions of such documents, copies of which are available on the website of the Luxembourg Stock Exchange (www.bourse.lu).

Any information not listed in the above cross-reference table but included in the document referred to in the above cross-reference table is not incorporated herein by reference for the purposes of the Prospectus Directive and is either (a) covered elsewhere in the Base Prospectus; or (b) not relevant for the investor.

II. Supplemental information in regard to the Summary in the Base Prospectus

- The financial information in relation to JPMS 2018 in the third column of Element B.12 (*Selected historical key financial information of the Issuer, no material adverse change statement and description of significant changes in the financial or trading position of the Issuer*) of the Summary on page 12 of the Original Base Prospectus shall be updated to read as follows:

JPMS		
Selected income statement data		
(in USD)	Year ended 31 December	
	2018	2017
Profit before income tax:	7,319,000	5,628,000
Profit for the year attributable to equity shareholders of the Company:	5,416,000	4,232,000

Selected balance sheet data		
(in USD)	As at 31 December	
	2018	2017
Total assets:	26,818,651,000	32,059,705,000
Total liabilities:	26,278,369,000	31,524,839,000
Total equity:	540,282,000	534,866,000

[There has been no material adverse change in the prospects of the Issuer since 31 December 2018.]

[Not applicable; there has been no significant change in the financial or trading position of the Issuer subsequent to 31 December 2018.]

General

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference into the Base Prospectus, the statements in (a) above will prevail.

Investors who have not previously reviewed the information contained in the documents incorporated by reference above should do so in connection with their evaluation of the Securities.

This Supplement and the documents incorporated by reference into it will be published on the Luxembourg Stock Exchange's website at *www.bourse.lu*. In addition, any person receiving a copy of this Supplement may obtain, without charge, upon written or oral request, copies of the documents incorporated by reference herein. Copies of the documents incorporated by reference into this Supplement will be available free of charge during normal business hours on any weekday (Saturdays, Sundays and public holidays excepted), in physical or electronic form, at the office of the Principal Programme Agent (The Bank of New York Mellon, One Canada Square London, E14 5AL England) and the office of the Paying Agent in Luxembourg (The Bank of New York Mellon S.A./N.V., Luxembourg Branch, Vertigo Building – Polaris, 2-4 rue Eugène Ruppert, L-2453 Luxembourg).