



*Commission de Surveillance
du Secteur Financier*

**Certificate of Approval of a Prospectus
in accordance with the Luxembourg Law on Prospectuses for Securities
(transposing Articles 17 and 18 of Directive 2003/71/EC)**

To:

Finanzmarktaufsicht (FMA) (Austria)
Autorité des services et marchés financiers (FSMA) (Belgium)
Finanstilsynet (Denmark)
Finanssivalvonta (Finland)
Autorité des Marchés Financiers (AMF) (France)
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)
Hungarian Financial Supervisory Authority (PSZAF) (Hungary)
Central Bank of Ireland (Ireland)
Commissione Nazionale per le Società e la Borsa (Consob) (Italy)
The Financial Supervisory Authority of Norway (Norway)
Polish Financial Supervision Authority (PFSA) (Poland)
Comissão do Mercado de Valores Mobiliários (CMVM) (Portugal)
Comisión Nacional del Mercado de Valores (CNMV) (Spain)
Czech National Bank (CNB) (The Czech Republic)
Autoriteit Financiële Markten (AFM) (The Netherlands)
Financial Services Authority (FSA) (United Kingdom)
National Bank of Slovakia / Národná banka Slovenska (NBS) (Slovak Republic)
FMA Finanzmarktaufsicht Liechtenstein (Principality of Liechtenstein)
Finansinspektionen (FI) (Sweden)

From:

Commission de Surveillance du Secteur Financier

We hereby certify that the Prospectus detailed below has been drawn up in accordance with the Luxembourg Law on Prospectuses for Securities transposing Directive 2003/71/EC and was approved by us on 11 May 2012.

Name of Issuer(s):

J.P. Morgan Structured Products B.V.
J.P. Morgan Bank Dublin plc
JPMorgan Chase Bank, N.A.
JPMorgan Chase & Co.

Registered Office(s)/Seat(s):

Amsterdam, The Netherlands
Dublin, Ireland
Columbus, Ohio, United States of America
New York, United States of America

Type of Securities:

Structured Products Programme for the issuance of Notes, Warrants and Certificates

References to the annexes of Commission Regulation (EC) N° 809/2004 according to which the Prospectus was drawn up:

IV, V, VI, XI, XII, XIII

Guarantor(s) (if any):
JPMorgan Chase Bank, N.A.

We note that the approved document has been fully drawn up in English. In addition, some parts of the approved document are also available in German.

Attachment(s):

Prospectus
German translation of the summary
Dutch translation of the summary
Danish translation of the summary
Spanish translation of the summary
French translation of the summary
Hungarian translation of the summary
Italian translation of the summary
Polish translation of the summary
Slovak translation of the summary
Swedish translation of the summary
Czech translation of the summary
Finnish translation of the summary
Norwegian translation of the summary
Portuguese translation of the summary

Ref.: C-12303
Luxembourg, 11 May 2012
Commission de Surveillance du Secteur Financier

