

**Certificate of Approval of a Base Prospectus
pursuant to Prospectus Regulation (EU) 2017/1129 of the European Parliament and of the Council
Certificate Reference C-024834-1**

To:

Finanzmarktaufsicht (FMA) (Austria)
Financial Services and Markets Authority (FSMA) (Belgium)
Finanstilsynet (Denmark)
Finanssivalvonta (Finland)
Autorité des Marchés Financiers (AMF) (France)
Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin) (Germany)
Hellenic Capital Market Commission (CMC) (Greece)
Central Bank of Ireland (Ireland)
Commissione Nazionale per le Società e la Borsa (Consob) (Italy)
Finanzmarktaufsicht (Principality of Liechtenstein)
Comissão do Mercado de Valores Mobiliários (CMVM) (Portugal)
Comisión Nacional del Mercado de Valores (CNMV) (Spain)
Finansinspektionen (FI) (Sweden)
Financial Conduct Authority (FCA) (United Kingdom)
Autoriteit Financiële Markten (AFM) (The Netherlands)

From:

Commission de Surveillance du Secteur Financier

We hereby certify that the Base Prospectus detailed below has been drawn up pursuant to Prospectus Regulation (EU) 2017/1129 of the European Parliament and of the Council and was approved by us on 23 April 2020.

Name of Issuer(s):

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

LEI:

XZYUUT6IYN31D9K77X08
7H6GLXDRUGQFU57RNE97
8I5DZWZKVSZI1NUHU748

Registered Office(s):

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

Type of Securities (if applicable):

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

National Prospectus Identifier: C-024834

(References to the annexes of Regulation 2019/980 used):

6, 7, 14, 15, 17, 21, 22, 28

Name of the Guarantor(s) (if any):

JPMorgan Chase Bank, N.A.

LEI of the Guarantor(s) (if any):

7H6GLXDRUGQFU57RNE97

Attachment(s):

1) Base Prospectus

Luxembourg, 23 April 2020

For and on behalf of the Commission de Surveillance
du Secteur Financier

Signed: