

**SUPPLEMENT NO. 1 DATED 12 MARCH 2026
PURSUANT TO ARTICLE 23 (1) OF THE REGULATION (EU)
2017/1129 (AS AMENDED) (THE "PROSPECTUS REGULATION")
TO THE BASE PROSPECTUS DATED 17 SEPTEMBER 2025**

J.P.Morgan

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

as Issuer

and

J.P. Morgan SE

(incorporated as European company in Germany)

as Guarantor in respect of the Securities

Programme for the issuance

of

Notes, Warrants and Certificates

Arranger for the Programme

J.P. Morgan SE

Dealer for the Programme

J.P. Morgan SE

The significant new factor resulting in this supplement (the "**Supplement**") to the base prospectus dated 17 September 2025 in connection with the issue of non-equity securities under the Programme for the issuance of Notes, Warrants and Certificates by J.P. Morgan Structured Products B.V. and guaranteed by J.P. Morgan SE (the "**Base Prospectus**") is the decision made on 25 February 2026 to update the risk factors in relation to JPMorgan Chase as set out in the Registration Document of J.P. Morgan Structured Products B.V. dated 16 April 2025 (the "**JPMSP Registration Document**") and which are also set out in the Registration Document of J.P. Morgan SE dated 30 May 2025 (the "**JPMSE Registration Document**"). In connection with the decision to update the risk factors in relation to JPMorgan Chase (i) J.P. Morgan Structured Products B.V. has supplemented the JPMSP Registration Document by way of supplement No. 2 to the JPMSP Registration Document dated 25 February 2026 which has been approved by the Commission de Surveillance du Secteur Financier in Luxembourg ("**CSSF**") on 25 February 2026 and (ii) J.P. Morgan SE has supplemented the JPMSE Registration Document by way of supplement No. 1 to the JPMSE Registration Document dated 10 March 2026 which has been approved by the German Federal Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht* – "**BaFin**") on 10 March 2026. The information in the supplement No. 2 to the JPMSP Registration Document and the information in the supplement No. 1 to the JPMSE Registration Document is incorporated by reference into the Base Prospectus by way of this Supplement as set out in Section A of this Supplement.

In addition thereto, by way of this Supplement and as set out in Section B of this Supplement, a clarification has been made in section "6. Rolling Futures Provisions" in "Annex I to the General Conditions - Reference Asset Linked Conditions - Futures Contract Linked Provisions" that "Strike Adjustment" can also be set to be applicable pursuant to the relevant Issue Specific Conditions in relation to Factor Warrants. This amendment in Section B of this Supplement does not constitute a significant new factor, material mistake or material inaccuracy within the meaning of Article 23 (1) of the Prospectus Regulation.

Section A - Changes to the Base Prospectus in relation to the decision to update the risk factors

I. Amendments to section "II. RISK FACTORS"

- 1) *The information in subsection "A. Risks in connection with the Issuer" on page 14 of the Base Prospectus shall be replaced as follows:*

"The risk factors as set out on pages 4 to 48 of the second supplement dated 25 February 2026 of the Registration Document of J.P. Morgan Structured Products B.V. dated 16 April 2025 (the "**JPMSP Registration Document**") which has been approved by the Commission de Surveillance du Secteur Financier in Luxembourg ("**CSSF**") are hereby incorporated by reference into this Base Prospectus (detailed information regarding the pages in the second supplement dated 25 February 2026 to the JPMSP Registration Document from which information is incorporated by reference, can be found in section "XIV. General Information" under "4. Information incorporated by reference")."

- 2) *The information in subsection "B. Risks in connection with the Guarantor" on page 14 of the Base Prospectus shall be replaced as follows:*

"The risk factors as set out on pages 3 to 14 of the Registration Document of J.P. Morgan SE dated 30 May 2025 (the "**JPMSE Registration Document**") (as supplemented by the first supplement dated 10 March 2026 to the JPMSE Registration Document) which has been approved by the German Federal Financial Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht*) and the risk factors as set out on pages 4 to 48 of the second supplement dated 25 February 2026 to the JPMSP Registration Document which has been approved by the CSSF are hereby incorporated by reference into this Base Prospectus (detailed information regarding the pages in the JPMSE Registration Document, in the first supplement dated 10 March 2026 to the JPMSE Registration Document and the second supplement dated 25 February 2026 to the JPMSP Registration Document

from which information is incorporated by reference, can be found in section "XIV. General Information" under "4. Information incorporated by reference")."

II. Amendments to section "XII. INFORMATION ABOUT THE ISSUER"

The information in this section on page 291 of the Base Prospectus shall be replaced as follows:

"With respect to the information about J.P. Morgan Structured Products B.V. as Issuer of the Securities, the information contained in the Registration Document of J.P. Morgan Structured Products B.V. dated 16 April 2025 (the "**JPMSP Registration Document**") which has been approved by CSSF, the first supplement dated 10 September 2025 to the JPMSP Registration Document (the "**First Supplement to the JPMSP Registration Document**"), and the second supplement dated 25 February 2026 to the JPMSP Registration Document (the "**Second Supplement to the JPMSP Registration Document**") which have been approved by CSSF as well as the unaudited interim financial statements of JPMSP for the six month period ended 30 June 2025 (the "**JPMSP 2025 Interim Financial Statements**") as well as the information in the audited annual report of JPMSP for the financial year ended 31 December 2024 (the "**JPMSP 2024 Annual Report**") and the audited annual report of JPMSP for the financial year ended 31 December 2023 (the "**JPMSP 2023 Annual Report**") is incorporated by reference pursuant to Article 19 paragraph 1 of the Prospectus Regulation into this Base Prospectus (detailed information regarding the pages in the JPMSP Registration Document, the First Supplement to the JPMSP Registration Document, the Second Supplement to the JPMSP Registration Document, the JPMSP 2025 Interim Financial Statements, the JPMSP 2024 Annual Report and the JPMSP 2023 Annual Report from which information is incorporated by reference, can be found in section "XIV. General Information" under "4. Information incorporated by reference")."

III. Amendments to section "XIII. INFORMATION ABOUT THE GUARANTOR"

The information in the first paragraph of this section on page 292 of the Base Prospectus shall be replaced as follows:

" With respect to the information about J.P. Morgan SE as Guarantor of the Securities, the information contained in the Registration Document of J.P. Morgan SE dated 30 May 2025 which has been approved by the Competent Authority (the "**JPMSE Registration Document**") ", the first supplement dated 10 March 2026 to the JPMSE Registration Document (the "**First Supplement to the JPMSE Registration Document**"), the JPMSP Registration Document, the second supplement dated 25 February 2026 to the JPMSP Registration Document (the "**Second Supplement to the JPMSP Registration Document**") as well as the information in the audited annual report of JPMSE for the financial year ended 31 December 2024 (the "**JPMSE 2024 Annual Report**") and the audited annual report of JPMSE for the financial year ended 31 December 2023 (the "**JPMSE 2023 Annual Report**") are incorporated by reference pursuant to Article 19 paragraph 1 of the Prospectus Regulation into this Base Prospectus (detailed information regarding the pages in the JPMSE Registration Document, the First Supplement to the JPMSE Registration Document, the JPMSP Registration Document, the Second Supplement to the JPMSP Registration Document, the JPMSE 2024 Annual Report and the JPMSE 2023 Annual Report from which information is incorporated by reference can be found in section "XIV. General Information" under "4. Information incorporated by reference")."

IV. Amendments to section "XIV. GENERAL INFORMATION"

1) *In the subsection "2. Availability of Base Prospectus" on page 294 of the Base Prospectus the list contained in the third paragraph shall be replaced as follows:*

"

- the JPMSP Registration Document dated 16 April 2025 (at: <https://www.jpmorgan-zertifikate.de/globalassets/library/legal-documents/jpm-sp-registration-document-16-april-2025-final-version.pdf>) and any future supplements thereto;
- the First Supplement to the JPMSP Registration Document dated 10 September 2025 (at: <https://jpmorgan-zertifikate.de/globalassets/library/legal-documents/items/supplement-no.-1-to-the-16-april-2025-jpm-sp-registration-document.pdf>);
- the Second Supplement to the JPMSP Registration Document dated 25 February 2026 (at: <https://jpmorgan-zertifikate.de/globalassets/library/legal-documents/items/supplement-no.-2-to-the-16-april-2025-jpm-sp-registration-document.pdf>);
- the JPMSP 2025 Interim Financial Statements (at: <https://dl.luxse.com/dlp/10201504e1aab24de0a1fe0b866cdaa1ab>);
- the JPMSP 2024 Annual Report (at: <https://dl.luxse.com/dlp/10ed15468aae064cddb06d71cd1f38e457>);
- the JPMSP 2023 Annual Report (at: <https://dl.luxse.com/dlp/10d5f20025a12a4aaeaa9e249d2459724c>);
- the JPMSE Registration Document dated 30 May 2025 (at: https://www.jpmorgan-zertifikate.de/globalassets/library/legal-documents/items/250530_jpmse_rd_2025_sv3.pdf) and any future supplements thereto;
- the First Supplement to the JPMSE Registration Document dated 10 March 2026 (at: https://www.jpmorgan-zertifikate.de/globalassets/library/legal-documents/items/260310_jpmse_regform_supplement_no.1_sv2.pdf);
- the JPMSE 2024 Annual Report (at: <https://www.jpmorgan-zertifikate.de/globalassets/library/legal-documents/items/2024-annual-report-english2.pdf>);
- the JPMSE 2023 Annual Report (at: <https://www.jpmorgan-zertifikate.de/globalassets/library/legal-documents/2023-annual-report-english.pdf>);
- the articles of association of JPMSP;
- the articles of association of JPMSE. "

2) *Under "A. Documents" in the subsection "4. Information incorporated by reference" on page 295 of the Base Prospectus the list shall be replaced as follows:*

- the JPMSP Registration Document dated 16 April 2025 which has been approved by the CSSF;
- the First Supplement to the JPMSP Registration Document dated 10 September 2025;
- the Second Supplement to the JPMSP Registration Document dated 25 February 2026;
- the JPMSP 2025 Interim Financial Statements;
- the JPMSP 2024 Annual Report;
- the JPMSP 2023 Annual Report;

- the JPMSE Registration Document dated 30 May 2025 which has been approved by the Competent Authority;
- the First Supplement to the JPMSE Registration Document dated 10 March 2026;
- the JPMSE 2024 Annual Report; and
- the JPMSE 2023 Annual Report."

3) *The line items in the table under "B. Information" in the subsection "4. Information incorporated by reference" on pages 295 et seqq. of the Base Prospectus shall be replaced as follows:*

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Document	Incorporated section / Page(s)	Section / Page(s) in the Base Prospectus
<i>JPMSP Registration Document dated 16 April 2025</i>		
Cautionary Note Regarding Forward-Looking Statements	whole section / pages 2 to 3	section XII. / page 291
J.P. Morgan Structured Products B.V.	whole section / pages 45 to 49	section XII. / page 291
<i>JPMSP 2024 Annual Report*</i>		
Directors' Report	pages 3 to 10	section XII. / page 291
Financial Statements:		
Statement of financial position	page 11	section XII. / page 291
Income statement	page 12	section XII. / page 291
Statement of comprehensive income	page 12	section XII. / page 291
Statement of changes in equity	page 13	section XII. / page 291
Statement of cash flows	page 14	section XII. / page 291
Notes to the financial statements	pages 15 to 38	section XII. / page 291
Other Information		
Profit appropriation according to the Articles of Association	page 39	section XII. / page 291
Independent auditor's report**	pages 40 to 51	section XII. / page 291

JPMSP 2023 Annual Report*

Directors' Report	pages 3 to 9	section XII. / page 291
Financial Statements:		
Balance Sheet	page 10	section XII. / page 291
Income statement	page 11	section XII. / page 291
Statement of comprehensive income	page 11	section XII. / page 291
Statement of changes in equity	page 12	section XII. / page 291
Statement of cash flows	page 13	section XII. / page 291
Notes to the financial statements	pages 14 to 37	section XII. / page 291
Other Information		
Profit appropriation according to the Articles of Association	page 38	section XII. / page 291
Independent auditor's report***	pages 39 to 50	section XII. / page 291

First Supplement to the JPMSP Registration Document dated 10 September 2025

Information contained in the First Supplement to the JPMSP Registration Document	page 2	section XII. / page 291
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Second Supplement to the JPMSP Registration Document dated 25 February 2026

Information contained in the Second Supplement to the JPMSP Registration Document	pages 4 to 48	section II.A. / page 14 section II.B. / page 14 section XII. / page 291
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JPMSP 2025 Interim Financial Statements*

Directors' Report	pages 3 to 10	section XII. / page 291
Financial Statements:		
Statement of financial position	page 11	section XII. / page 291
Income statement and statement of comprehensive income	page 12	section XII. / page 291
Statement of changes in equity	page 13	section XII. / page 291
Statements of cash flows	page 14	section XII. / page 291
Notes to the financial statements	pages 15 to 38	section XII. / page 291
Other information:		
Profit appropriation according to the Articles of Association	page 39	section XII. / page 291

<i>JPMSE Registration Document dated 30 May 2025</i>	all sections / all pages (except for sections <i>IV.7. Directors and Officers</i> , pages 29 to 31, and <i>IV.14. Information incorporated by</i>	section II.B. / page 14 section XIII. / page 292
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reference, pages
34 to 35)

***First Supplement to the JPMSE Registration
Document dated 10 March 2026***

Information contained in the First Supplement to the JPMSE Registration Document pages 2 to 6 section II.B. / page 14
section XIII. / page 292

JPMSE 2024 Annual Report

Management report pages 6 to 108 section XIII. / page 292
Assurance by the Management Board pages 108 to 109 section XIII. / page 292
Financial statements:
Income statement page 112 section XIII. / page 292
Balance sheet page 113 section XIII. / page 292
Changes in equity page 114 section XIII. / page 292
Cash flow statement page 115 section XIII. / page 292
Notes to the financial statements pages 116 to 239 section XIII. / page 292
Independent auditors' report pages 240 to 246 section XIII. / page 292

JPMSE 2023 Annual Report

Financial Statements:
Income statement page 100 section XIII. / page 292
Balance Sheet page 101 section XIII. / page 292
Changes in equity page 102 section XIII. / page 292
Cash flow statement page 103 section XIII. / page 292
Notes to the financial statements pages 104 to 225 section XIII. / page 292
Independent auditor's report pages 226 to 233 section XIII. / page 292

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Section B: Other amendments to the Base Prospectus

Under "Annex I to the General Conditions - Reference Asset Linked Conditions - Futures Contract Linked Provisions" in subsection "6. Rolling Futures Provisions" on page 208 of the Base Prospectus the information therein shall be amended as follows in the second paragraph of the subsection:

- (a) immediately following "rounded up in the case of Unlimited Turbo Long Warrants or Unlimited Turbos Long and/or BEST Turbo Certificates Long and/or Mini Future Long Warrants and/or Turbo Certificates Long" the words "and/or Factor Warrants Long" are included;
- (b) immediately following "rounded down in the case of Unlimited Turbo Short Warrants or Unlimited Turbos Short and/or BEST Turbo Certificates Short and/or Mini Future Short Warrants and/or Turbo Certificates Short" the words "and/or Factor Warrants Short" are included;
- (c) immediately following "*in the case of Unlimited Turbo Long Warrants or Unlimited Turbos Long and/or BEST Turbo Certificates Long and/or Mini Future Long Warrants and/or Turbo Certificates Long*" the words "*and/or Factor Warrants Long*" are included; and

- (d) immediately following "*in the case of Unlimited Turbo Short Warrants or Unlimited Turbos Short and/or BEST Turbo Certificates Short and/or Mini Future Short Warrants and/or Turbo Certificates Short*" the words "*and/or Factor Warrants Short*" are included.

The Supplement, the Base Prospectus and any further supplements are published on the website <https://www.jpmorgan-zertifikate.de> under the section "Dokumente".

Pursuant to article 23 para. 2 of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for the securities before the supplement was published and where the securities had not yet been delivered to the investors at the time when the significant new factor, material mistake or material inaccuracy arose or was noted shall have the right, exercisable within a time period of three working days after the publication of this Supplement, to withdraw their acceptances.

The right to withdraw the acceptance only applies to securities that have been offered under the Base Prospectus of J.P. Morgan Structured Products B.V. dated 17 September 2025 and which relate to this Supplement.

If the acceptance to purchase or subscribe for the securities has been made to the Issuer, the addressee of a withdrawal is BNP Paribas S.A. Germany Branch, Senckenberganlage 19, 60325 Frankfurt am Main, Germany. If the acceptance to purchase or subscribe for the securities has been made to someone else than the Issuer (the "Third Party"), the withdrawal must be addressed to this Third Party.