North America Structured Investments

16.5m SPX Capped Dual Directional Buffered Equity Notes

The following is a summary of the terms of the notes offered by the preliminary pricing supplement highlighted below.

Summary of Terms

Issuer: JPMorgan Chase Financial Company LLC
Guarantor: JPMorgan Chase & Co.
Minimum Denomination: $1,000
Underlying: S&P 500® Index
Pricing Date: July 21, 2023
Observation Date: December 16, 2024
Maturity Date: December 16, 2024
Minimum Upside Return: At least 15.00%
Buffer Amount: 10.00%
Payment At Maturity: If the Final Value is greater than the Initial Value, your payment at maturity per $1,000 principal amount note will be calculated as follows:
$1,000 x (Final Value - Initial Value)
plus the Maximum Upside Return
If the Final Value is less than the Initial Value by up to the Buffer Amount, your payment at maturity per $1,000 principal amount note will be calculated as follows:
$1,000 - ($1,000 x Absolute Underlying Return)
If the Final Value is less than the Initial Value by more than the Buffer Amount, your payment at maturity per $1,000 principal amount note will be calculated as follows:
$1,000 - ($1,000 x (Underlying Return + Buffer Amount))
This payment formula results in an effective cap of 15.00% on your returns at maturity.If the Underlying Return is negative, under these limited circumstances, your maximum payment at maturity is $1,150.00 per $1,000 principal amount note.

CUSIP: 401333VCY

Estimated Value: The estimated value of the notes, when the terms of the notes are set, will not be less than $860.00 per $1,000 principal amount note. For information about the estimated value of the notes, which likely will be lower than the price you paid for the notes, see the hyperlink above.

* The actual Maximum Upside Return will be provided in the pricing supplement and will not be less than 15.00%
** Reflects Maximum Upside Return equal to the minimum set forth herein, for illustrative purposes.

Any payment on the notes is subject to the credit risk of JPMorgan Chase Financial Company LLC, as issuer of the notes and the credit risk of JPMorgan Chase & Co., as guarantor of the notes.

- The "total return" as used above is the number, expressed as a percentage, that results from comparing the payment at maturity per $1,000 principal amount note to $1,000.
- The hypothetical returns on the notes shown above apply only at maturity. These hypotheticals do not reflect fees or expenses that would be associated with any factors in the secondary market. If these fees and expenses were included, the hypothetical returns shown above would likely be lower.
North America Structured Investments

16m SPX Capped Dual Directional Buffered Equity Notes

Your investment in the notes may result in a loss. The notes do not guarantee any return of principal.

Your maximum gain on the notes is limited by the Maximum Upside Return if the Underlying Return is positive.

Your maximum gain on the notes is limited by the Buffer Amount if the Underlying Return is negative.

Any payment on the notes is subject to the credit risks of JPMorgan Chase Financial Company LLC and JPMorgan Chase & Co. Therefore the value of the notes prior to maturity will be subject to changes in the market’s view of the creditworthiness of JPMorgan Chase Financial Company LLC or JPMorgan Chase & Co.

No interest payments, dividend payments or voting rights.

As a finance subsidiary, JPMorgan Chase Financial Company LLC has no independent operations and has limited assets.

JPMorgan Chase & Co. is currently one of the companies that make up the S&P 500® index.

The risks identified above are not exhaustive. Please see "Risk Factors" in the prospectus supplement and the applicable product supplement and underlying supplement and "Selected Risk Considerations" in the applicable preliminary pricing supplement for additional information.

Additional Information

SEC Legend: JPMorgan Chase Financial Company LLC and JPMorgan Chase & Co. have filed a registration statement (including a prospectus) with the SEC for any offerings to which these materials relate. Before you invest, you should read the prospectus in that registration statement and the other documents relating to the offering that JPMorgan Chase Financial Company LLC and JPMorgan Chase & Co. has filed with the SEC for more complete information about JPMorgan Chase Financial Company LLC and JPMorgan Chase & Co. and this offering. You may get these documents without charge by visiting EDGAR on the SEC website at www.sec.gov. Alternatively, JPMorgan Chase Financial Company LLC and JPMorgan Chase & Co. or any agent or any dealer participating in this offering will arrange to send you the prospectus and each prospectus supplement, as well as any product supplement, underlying supplement and preliminary pricing supplement for the offering so requested by calling toll-free 1-866-326-9218.

IRS Circular 230 Disclosure: JPMorgan Chase & Co. and its affiliates do not provide tax advice. Accordingly, any discussion of U.S. tax matters contained herein (including any attachments) is not intended or written to be used, and cannot be used, in connection with the promotion, marketing or recommendation by anyone unaffiliated with JPMorgan Chase & Co. of any of the matters addressed herein or for the purpose of avoiding U.S. tax-related penalties.

Investment suitability must be determined individually for each investor, and the financial instruments described herein may not be suitable for all investors. This information is not intended to provide and should not be relied upon as providing accounting, legal, regulatory or tax advice. Investors should consult their own advisors as to these matters.

This material is a product of JPMorgan Research Departments.

Free Writing Prospectus Filed Pursuant to Rule 433, Registration Statement Nos. 333-204880 and 333-201000-01

Selected Risks

- The estimated value of the notes will be lower than the original issue price (price to public) of the notes.
- The estimated values of the notes is determined by reference to an internal funding rate.
- The estimated value of the notes may differ from others' estimates.
- The value of the notes which may be reflected in customer account statements, may be higher than the then current estimated value of the notes for a limited time period.
- Lack of liquidity. JPMorgan Securities LLC (who refer to us as JPMIS), intends to offer to purchase the notes in the secondary market but is not required to do so. The price, if any, at which JPMIS will be willing to purchase notes from you in the secondary market, if at all, may result in a significant loss of your principal.
- Potential conflicts: We and our affiliates play a variety of roles in connection with the issuance of notes, including acting as calculation agent and hedging our obligations under the notes, and making the assumptions used to determine the pricing of the notes and the estimated value of the notes when the terms of the notes are set. It is possible that such hedging or other trading activities of J.P. Morgan or its affiliates could result in substantial returns for J.P. Morgan and its affiliates while the value of the notes declines.
- The tax consequences of the notes may be uncertain. You should consult your tax advisor regarding the U.S. federal income tax consequences of an investment in the notes.

Selected Risks (continued)