## JPMORGAN CHASE & CO.

Filed Pursuant to Rule 433 Registration No. 333-169900 Dated: April 24, 2013

## **Pricing Term Sheet**

This term sheet supplements the information set forth under "Description of the Notes" in the Prospectus Supplement, subject to completion, dated April 24, 2013 to the Prospectus dated October 13, 2010.

Issuer:
Security:
Ratings\*:
Currency:
Size:

Security Type: Maturity: Coupon:

Payment Frequency: Day Count Convention: Benchmark Treasury:

Spread to Benchmark Treasury: Benchmark Treasury Yield:

Price to Public: Yield to Maturity:

Proceeds (Before Expenses) to Issuer:

**Interest Payment Dates:** 

Business Day: Trade Date: Settlement Date: Denominations: CUSIP/ISIN: Sole Bookrunner: Co-Managers: JPMorgan Chase & Co. 3.375% Notes due 2023

A3/A-/A USD

\$2,000,000,000

SEC Registered Subordinated Notes

May 1, 2023 3.375% Semi-Annually 30/360

2.00% US Treasury due 2/23

+175 basis points

1.689%

99.462% of face amount

3.439%

\$1,980,240,000 (99.012%)

May 1 and November 1 of each year, commencing November 1, 2013

New York and London April 24, 2013 May 1, 2013 (T+5) \$1,000 x \$1,000

46625HJJ0/US46625HJJ05
J.P. Morgan Securities LLC
Capital One Southcoast, Inc.
Fifth Third Securities, Inc.
KeyBanc Capital Markets Inc.
SunTrust Robinson Humphrey, Inc.
Wells Fargo Securities, LLC
Drexel Hamilton, LLC

The Williams Capital Group, L.P.

\* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

Settlement Period: The closing will occur on May 1, 2013 which will be more than three U.S. business days after the date of this pricing term sheet. Rule 15c6-1 under the Securities Exchange Act of 1934 generally requires that securities trades in the secondary market settle in three business days, unless the parties to a trade expressly agree otherwise.

JPMorgan Chase & Co. has filed a registration statement (including a prospectus, as supplemented by a prospectus supplement) with the Securities and Exchange Commission, or SEC, for the offering to which this term sheet relates. Before you invest, you should read the prospectus in that registration statement, the prospectus supplement and any other documents relating to this offering that JPMorgan Chase & Co. has filed with the SEC for more complete information about JPMorgan Chase & Co. and this offering. You may get these documents without cost by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling collect 1-212-834-4533.

Any disclaimer or other notice that may appear below is not applicable to this communication and should be disregarded. Such disclaimer or notice was automatically generated as a result of this communication being sent by Bloomberg or another email system.