



JPMorgan Chase Asks Court to End Joint Venture with Sallie Mae

Company seeks to protect brand, student-loan business

CHICAGO, Feb. 17, 2005 - JPMorgan Chase & Co. (NYSE: JPM) announced today that it has asked a Delaware court to dissolve the company's student-loan joint venture with Sallie Mae in order to protect the Chase brand and Chase's student loan business.

This filing reflects JPMorgan Chase's continuing commitment to the student loan business and should not have an adverse impact on schools or borrowers' access to Chase student loans.

The filing does not involve and should not have an impact on student loans originated by Bank One Education Finance, which recently extended its relationship with Sallie Mae into 2008.

Chase and Sallie Mae disagree about whether their student-loan joint venture can effectively continue to serve its business purpose of promoting the Chase brand in the student loan industry.

Under the terms of the joint venture formed in 1996, Chase originates Chase-branded student loans exclusively through the joint venture and Sallie Mae purchases and services those loans. The filing seeks dissolution of the joint venture and the related restrictions on Chase's ability to market and originate Chase-branded student loans.

At the time the joint venture was formed, Sallie Mae was not in the business of originating federally guaranteed loans. Sallie Mae, however, has dramatically changed its business model since the joint venture was formed and has become an aggressive direct competitor to the Chase brand that the joint venture was formed to promote. In fact, Sallie Mae's origination volume has soared in the last few years while the joint venture's volume has stagnated.

JPMorgan Chase & Co. is a leading global financial services firm with assets of \$1.2 trillion and operations in more than 50 countries. The firm is a leader in investment banking, financial services for consumers and businesses, financial transaction processing, asset and wealth management, and private equity. A component of the Dow Jones Industrial Average, J.P. Morgan Chase & Co. has its corporate headquarters in New York and its U.S. retail financial services and commercial banking headquarters in Chicago. Under the JPMorgan, Chase and Bank One brands, the firm serves millions of consumers in the United States and many of the world's most prominent corporate, institutional and government clients. Information about the firm is available on the Internet at www.jpmorganchase.com.