

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Smith Gordon</u> (Last) (First) (Middle) <u>383 MADISON AVENUE</u> (Street) <u>NEW YORK NY 10179-0001</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>JPMORGAN CHASE & CO [JPM]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>07/23/2019</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Co-President & COO, CEO CCB</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/23/2019		M		209,206	A	\$46.58	586,267	D	
Common Stock	07/23/2019		M		76,924	A	\$44.29	663,191	D	
Common Stock	07/23/2019		M		44,995	A	\$35.61	708,186	D	
Common Stock	07/23/2019		F		29,784	D	\$115.635	678,402	D	
Common Stock	07/23/2019		F		53,740	D	\$115.635	624,662	D	
Common Stock	07/23/2019		F		148,176	D	\$115.635	476,486 ⁽¹⁾	D	
Common Stock								24,025	I	By Family Trust
Common Stock								33,026 ⁽¹⁾	I	By GRATs

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Rights	\$46.58	07/23/2019		M			209,206	(2)	01/17/2023	Common Stock	209,206	\$0.0000	0.0000	D	
Stock Appreciation Rights	\$35.61	07/23/2019		M			44,995	(3)	01/18/2022	Common Stock	44,995	\$0.0000	0.0000	D	
Stock Appreciation Rights	\$44.29	07/23/2019		M			76,924	(4)	01/19/2021	Common Stock	76,924	\$0.0000	0.0000	D	

Explanation of Responses:

1. Balance reflects 11,974 shares transferred from a Grantor Retained Annuity Trust to the grantor on April 18th, 2019. This transfer is exempt from Section 16 pursuant to Rule 16a-13.
2. Stock appreciation rights, which have a ten-year term, become exercisable in five equal installments beginning January 17, 2014. Shares resulting from exercise must be held at least five years from the grant date.
3. Stock appreciation rights, which have a ten-year term, become exercisable in five equal installments beginning January 18, 2013. Shares resulting from exercise must be held at least five years from the grant date.
4. Stock appreciation rights, which have a ten-year term, become exercisable in five equal installments beginning January 19, 2012. Shares resulting from exercise must be held at least five years from the grant date.

/s/ David K.F. Gillis under POA 07/24/2019
** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.