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

**Summary of Terms**

**Issuer:** JPMorgan Chase Financial Company LLC

**Guarantor:** JPMorgan Chase & Co.

**Minimum Denomination:** $1,000

**Underlyings:** Russell 2000® Index (the "Index") and iShares® MSCI Emerging Markets ETF (the "Fund")

**Pricing Date:** May 21, 2021

**Final Review Date:** May 21, 2024

**Maturity Date:** May 24, 2024

**Review Dates:** Semiannually

**Contingent Interest Rate:** At least 7.25%* per annum, payable semiannually at a rate of at least 3.625%*, if applicable

**Interest Barrier/Trigger Value:** With respect to each Underlying, an amount that represents 70.00% of its Initial Value

**CUSIP:** 48132T4Z6

**Estimated Value:** The estimated value of the notes, when the terms of the notes are set, will not be less than $910.00 per $1,000 principal amount note.

**Early Redemption:** We, at our election, may redeem the notes early, in whole but not in part, on any of the Interest Payment Dates (other than the final Interest Payment Date) at a price, for each $1,000 principal amount note, equal to $1,000 plus the Contingent Interest Payment, if any, applicable to the immediately preceding Review Date.

**Payment at Maturity:** If the notes have not been redeemed early and the Final Value of each Underlying is greater than or equal to its Trigger Value, your payment at maturity for each $1,000 principal amount note will be calculated as follows:

\[
\text{Payment at Maturity} = 1,000 + 3.625 \times (\frac{\text{Final Value} - \text{Trigger Value}}{70.00\%})
\]

**Contingent Interest:** If the notes have not been redeemed early and the Closing Value of each Underlying on any Review Date is greater than or equal to its Interest Barrier, you will receive an interest payment equal to at least $36.25 (equivalent to an interest rate of at least 7.25% per annum, payable semiannually).

**Payment at Maturity (assuming 7.25% per annum Contingent Interest Rate):**

<table>
<thead>
<tr>
<th>Lesser Performing Underlying Return</th>
<th>Payment at Maturity</th>
</tr>
</thead>
<tbody>
<tr>
<td>60.00%</td>
<td>$1,036.25</td>
</tr>
<tr>
<td>40.00%</td>
<td>$1,036.25</td>
</tr>
<tr>
<td>20.00%</td>
<td>$1,036.25</td>
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<tr>
<td>10.00%</td>
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<td>$999.60</td>
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<tr>
<td>100.00%</td>
<td>0.00</td>
</tr>
</tbody>
</table>

**Estimated Value:** The estimated value of the notes, when the terms of the notes are set, will not be less than $910.00 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, please see the hyperlink above.
Selected Risks (continued)

- As a finance subsidiary, JPMorgan Chase Financial Company LLC has no independent operations and has limited assets.
- The estimated value of the notes will be lower than the original issue price (price to public) of the notes.
- The estimated value of the notes is determined by reference to an internal funding rate.
- The estimated value of the notes does not represent future values and 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: J.P. Morgan Securities LLC (who we refer to as JMSI) intends to offer to purchase the notes in the secondary market, but is not required to do so. The price, if any, at which JMSI will be willing to purchase notes from you in the secondary market, if at all, may result in a significant loss of your investment.

Potential conflicts. We and our affiliates play a variety of roles in connection with the issuance of the 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 decline.

- The tax consequences of the notes may be uncertain. You should consult your tax adviser regarding the U.S. federal income tax consequences of an investment in the notes.

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 this offering that JPMorgan Chase Financial Company LLC and JPMorgan Chase & Co. have 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 cost by visiting EDGAR on the SEC website at www.sec.gov. Alternatively, JPMorgan Chase Financial Company LLC and JPMorgan Chase & Co. may arrange to send you the prospectus and each prospectus supplement if you so request by calling toll-free 1-866-535-9248.

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 with their own advisors as to these matters.

This material is not a product of J.P. Morgan Research Department.

Free Writing Prospectus Filed Pursuant to Rule 433, Registration Statement Nos. 333-236659 and 333-236659-01

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