Report of Organizational Actions Affecting Basis of Securities

Part I Reporting Issuer

1 Issuer's name

JPMORGAN CHASE & CO

3 Name of contact for additional information

JPMORGAN CHASE & CO Investor Relations

4 Telephone No. of contact

212-270-7325

6 Number and street (or P.O. box if mail is not delivered to street address) of contact

270 PARK AVENUE

8 Date of action

JANUARY 6, 2017

9 Classification and description

WARRANTS: ADJUSTMENTS TO EXERCISE PRICE AND WARRANT SHARE NUMBER

10 CUSIP number

46634E114

12 Ticker symbol

NYSE: JPM

13 Account number(s)

NEW YORK, NY 10017

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action. Organizational action: Quarterly cash dividend on JPMorgan Chase & Co. common stock in excess of $0.38 per share, which under the terms of the single class of warrants outstanding results in a decrease in the exercise price of the warrants and may result in an increase in the warrant share number. Date of action: Record date January 6, 2017

The terms of the warrants may be viewed on the Securities and Exchange Commission's website at:

www.sec.gov/Archives/edgar/data/19617/000119312509251114/dex42.htm

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis. Section 305(c) dividend: The organizational action results in a Section 305(c) taxable deemed dividend to warrant holders. Amount of taxable dividend: $0.0457 per warrant

Effect on basis: The taxable dividend is added to cost basis in the warrants.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates. Calculation: The excess of (A) over (B):

(A) The fair market value of the warrants immediately after the adjustment to exercise price is calculated using

an American style option pricing model with pricing inputs including: volatility, the risk free return, the market price of common shares, the dividend yield on common shares, and the remaining term of the warrants.

(B) The fair market value, determined immediately after the adjustment to exercise price and using all of the pricing inputs described in (A) above, of the warrants as if no adjustment to exercise price had occurred.

Effect on Basis: The taxable dividend is added to cost basis in the warrants.

Additional information describing the terms of the warrants is available on JPMorgan Chase & Co's website at jpmorganchase.com, under the heading "Investor Relations, Shareholder Information: Warrant Information."

For Paperwork Reduction Act Notice, see the separate instructions.
Part II  Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► IRC Section 305(c)

The valuation standard under section 305(c) is "... the excess of (A) the fair market value of the right to acquire stock immediately after the applicable adjustment, over (B) the fair market value, determined immediately after the applicable adjustment, of such right to acquire stock as if no applicable adjustment had occurred." See section 1.305-7(c)(4) of the proposed Treasury Regulations.

18 Can any resulting loss be recognized? ► Not applicable

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ►

Reportable tax year: The event described above, with record date January 6, 2017, impacts 2017 tax year reporting.

Additional information concerning the corporate action is available on JPMorgan Chase & Co's website at jpmorganchase.com, under the heading "Investor Relations, Shareholder Information: Warrant Information."

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ► (Signature)
Date ► 2/6/17

Print your name ► Robert Abes
Title ► Executive Director

Paid Preparer Use Only
Print/Type preparer’s name
Preparer’s signature
Date
Check if self-employed
PTIN
Firm’s name ►
Firm’s address ►
Firm’s EIN ►
Phone no.

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054