FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

191011, 12.0. 20043	OMB APPROVAL

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

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

Name and Address of Reporting Person*     Smith Gordon				2. Issuer Name and Ticker or Trading Symbol JPMORGAN CHASE & CO [ JPM ]								5. Relationship of Reporting P (Check all applicable) Director Officer (give title				to Issuer 10% Ow Other (sp		
(Last) (First) (Middle) 383 MADISON AVENUE				3. Date of Earliest Transaction (Month/Day/Year) 03/17/2020								Co-President & COO, CEO CCB						
(Street) NEW YOL		Y tate)	10179-0001 (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)						6. I	Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person						
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
1. Title of Security (Instr. 3)  2. Tran- Date (Month					Execution I	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		ecurities Acquired (A) or losed Of (D) (Instr. 3, 4 an			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		6. Owner Form: D or Indire (Instr. 4)	pirect (D)	7. Nature of ndirect Beneficial Ownership Instr. 4)	
								v	Amount	(A) (D)	or Price	(Instr. 3 and 4)					msu. 4)	
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 a Expiration Date (Month/Day/Year)		•	7. Title and Amour Securities Underly Derivative Security and 4)		str. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisab	ole E	Expiration Date	Title	Amount or Number of Shares		Repor		ted action(s)	(-, (3 4)	
Performance Share Units	(1)	03/17/2020		A		104,977.2108 <sup>(2)</sup>		(3)		(3)	Common Stock	104,977.2	108	\$0.0000	104,97	7.2108	D	

## Explanation of Responses:

- 1. Each Performance Share Unit (PSU) represents a contingent right to receive one share of JPMC common stock upon vesting based on the attainment of performance goals.
- 2. Represents PSUs earned (including reinvested dividend equivalents) based on the Firm's attainment of pre-established performance goals for the three-year performance period ended December 31, 2019. The PSUs are expected to vest and settle in shares of common stock on March 25, 2020, which will be reported in a later Form 4 filing. In accordance with the terms of the PSUs, the Board's Compensation & Management Development Committee has certified the Firm's absolute and relative performance against the pre-established performance goals for the performance period and has determined that the maximum amount of the previously granted PSUs has been earned.
- 3. Shares delivered, after applicable tax withholding, must be held for an additional two-year period, for a total combined vesting and holding period of five years from the date of grant, as provided under the terms of the PSU award granted on January 17, 2017.

/s/ David K.F. Gillis under POA 03/19/2020

\*\* Signature of Reporting Person

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

- $^{\star}$  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.