FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Vashington.	D.C.	20549	

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OMB APPROVAL								
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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*     DIMON JAMES					2. Issuer Name and Ticker or Trading Symbol JPMORGAN CHASE & CO [ JPM ]							(Ched	Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner				
(Last) (First) (Middle) 383 MADISON AVENUE					3. Date of Earliest Transaction (Month/Day/Year) 07/20/2021						X				Other (sp below) CEO	ecify	
(Street) NEW YOR (City)	RK NY		10179-0001 (Zip)		4. If Amendment, Date of Original Filed (Month/Day/Year)							6. 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																	
Date			2. Transac Date (Month/Da	Execution Date,		3. Transaction Code (Instr. 3, 4 (Instr. 3, 4 (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 3) (Instr. 3)			and 5) Securities Beneficially Following		Form:	Direct In Indirect B tr. 4) O	. Nature of ndirect eneficial ownership				
						Code	v	Amount	(A) or (D)	Price	Reported Transaction (Instr. 3 and	eported ansaction(s) estr. 3 and 4)		"	nstr. 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/Ye	Code	action (Instr.	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)				rlying Derivative		er of re es ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amount or Number of Shares		Transact (Instr. 4)			
Stock Appreciation Rights	\$148.73	07/20/2021		A <sup>(1)</sup>		1,500,000		(2)		07/20/2031	Common Stock	1,500,000	\$0.0000	1,500,	000	D	

## **Explanation of Responses:**

- 1. Equity incentives are subject to the JPMorgan Chase Bonus Recoupment Policy which applies in the event of a material restatement of the Firm's financial results. In addition, all equity awards granted in 2021 contain recapture provisions that enable the Firm to cancel outstanding awards and/or recover the value of certain stock distributed under the award in specified circumstances. In addition to recapture provisions of equity awards awarded to the Chairman and Chief Executive Officer are also subject to Protection-based Vesting provisions under which awards may be cancelled as determined by the Compensation & Management Development Committee of the Board of Directors and ratified by the Board of Directors
- 2. The options have a ten-year term and will become exercisable no earlier than July 20, 2026. Vesting is subject to continuous leadership of the Firm, with certain limited exceptions. Net shares resulting from the exercise must be held until July 20, 2031, and are also subject to the Firm's stock ownership guideline and retention requirements applicable to the Firm's Operating Committee members. The Firm also reported this special award in a Current Report on Form 8-K filed on July 20, 2021.

/s/ Holly Youngwood under POA 07/20/2021

\*\* Signature of Reporting Person

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.