

**SUPPLEMENT NO. 1 DATED 9 OCTOBER 2018  
TO THE REGISTRATION DOCUMENT DATED 29 JUNE 2018**

# J.P.Morgan

**J.P. Morgan Structured Products B.V.**  
*(incorporated with limited liability in The Netherlands)*

and

**J.P. Morgan Securities plc**  
*(incorporated with limited liability in the United Kingdom)*

This supplement pursuant to section 16 of the German Securities Prospectus Act (*Wertpapierprospektgesetz*) (the "**Supplement**") constitutes a supplement to the registration document dated 29 June 2018 (the "**Registration Document**") constituting two registration documents: (i) the registration document in relation to J.P. Morgan Structured Products B.V., Amsterdam, The Netherlands (the "**Issuer**" or "**JPMSP**") and (ii) the registration document in relation to J.P. Morgan Securities plc, London, United Kingdom as guarantor for certain securities issued by JPMSP ("**JPMS plc**" or, the "**Guarantor**").

Subject of this Supplement is the inclusion of new factors into the Registration Document by incorporation by reference following the publication of the unaudited interim financial statements of JPMSP for the six month period ended 30 June 2018 (the "**JPMSP 2018 Interim Financial Statements**"). The JPMSP 2018 Interim Financial Statements have been published on 27 September 2018.

## **Amendments and supplemental information to Registration Document**

### **I. Amendments to section "IV. INFORMATION INCORPORATED BY REFERENCE"**

*In the section "VI. INFORMATION INCORPORATED BY REFERENCE" at the end of the list at the end of the first paragraph on page 44 of the Registration Document the following new item shall be added:*

"(iii) The unaudited JPMSP interim financial statements for the six month period ended 30 June 2018 (the "**JPMSP 2018 Interim Financial Statements**")."

*In the subsection "Information incorporated by reference" on page 44 et seq. of the Registration Document the following information shall be added at the end of the table:*

"

#### ***From the JPMSP 2018 Interim Financial Statements***

Directors' Report	Pages 1 to 3
Financial Statements:	
Balance Sheet	Page 4
Income statements and statement of comprehensive income	Page 5
Statement of changes in equity	Page 6
Statement of cash flows	Page 7
Notes to the financial statements	Pages 8 to 25
Proposed appropriation of net results	Page 25
Other information:	
Profit appropriation according to the Articles of Association	Page 25

*The information contained in the last paragraph of the subsection "Information incorporated by reference" on pages 44 et seq. of the Registration Document shall be deleted and replaced by the following information:*

"Investors who have not previously reviewed the information contained in the above documents should do so in connection with their evaluation of any Securities. In case of any inconsistencies between any statement contained in such a document and a statement contained in this Registration Document as supplemented from time to time by any supplement filed under Article 16 of the Prospectus Directive, the statement in the Registration Document shall prevail. The documents from which information is

incorporated by reference will be available in form of a pdf on the Luxembourg Stock Exchange's website (<https://www.bourse.lu/issuer/JPMorgStrucProd/59875>) under section "CSSF approvals" by clicking the sub-section "See all" and clicking then the subsection "document(s) incorporated by reference | supplement(s)" below "Base Prospectus 25/04/2018". The JPMSP 2017 Annual Report may be retrieved by clicking on "Document incorporated by reference – JPMSP – Annual Report 2017", the "JPMSP 2016 Annual Report" by clicking on "Document incorporated by reference – JPMSP – Annual Report 2016" and the JPMSP 2018 Interim Financial Statements by clicking on "Document incorporated by reference – JPMSP 2018 Interim Financial Statements".

## II. Amendments to section "V. J.P. MORGAN STRUCTURED PRODUCTS B.V."

*The information contained in the subsection "Interim financial information" in the subsection "9. Financial information" on page 49 of the Registration Document shall be deleted and replaced by the following information:*

"JPMSP has prepared interim financial statements for the six month period ended 30 June 2018 (the "**JPMSP 2018 Interim Financial Statements**") which are incorporated by reference into this registration document (see "IV. INFORMATION INCORPORATED BY REFERENCE")."

*The information contained in the subsection "10. Selected Financial Information" on page 49 of the Registration Document shall be deleted and replaced by the following information:*

"The following table shows selected financial information in relation to the Issuer which is derived from the unaudited financial statements for the six month period ended 30 June 2018 (JPMSP 2018 Interim Financial Statements), the audited financial statements as at and for the financial years ended 31 December 2017 (JPMSP 2017 Annual Report) and 31 December 2016 (JPMSP 2016 Annual Report), each prepared in accordance with International Financial Reporting Standards (IFRS), as adopted by the EU:

<b>Selected income statement data</b>				
<b>(in thousand USD)</b>	<b>Six month ended 30 June</b>		<b>Year ended 31 December</b>	
	<b>2018</b>	<b>2017</b>	<b>2017</b>	<b>2016</b>
	<b>(unaudited)</b>			
Profit/(Loss) before income tax:	2,813	3,432	5,628	2,177
Profit/(Loss) for the year attributable to equity shareholders of the Company:	2,059	2,540	4,232	1,703
<b>Selected balance sheet data</b>				
<b>(in thousand USD)</b>	<b>As at 30 June</b>		<b>As at 31 December</b>	
	<b>2018</b>	<b>2017</b>	<b>2016</b>	

	<b>(unaudited)</b>		
Total assets:	29,316,195	32,059,705	19,961,720
Total liabilities:	28,779,270	31,524,839	19,431,086
Total equity:	536,925	534,866	530,634

"

*The information contained in the subsection "14. No significant change in Issuer's financial or trading position" on page 50 of the Registration Document shall be deleted and replaced by the following information:*

"There has been no significant change in the financial or trading position of JPMSP subsequent to 30 June 2018."

The Supplement and the Registration Document are available free of charge during normal business hours on any weekday (Saturdays and public holidays excepted) at the office of the Programme Agent (BNP Paribas Securities Services S.C.A., Frankfurt Branch, Europa-Allee 12, 60327 Frankfurt am Main, Germany) and furthermore are available on the website <https://www.jpmorgan-zertifikate.de/en/library/legal-documents/> under the section "Legal documents".

**Pursuant to article 16 para. 3 of the German Securities Prospectus Act, investors who have already agreed to purchase or subscribe for securities offered under a prospectus referring to the Registration Document before this Supplement has been published shall have the right, exercisable within a time period of two working days after the publication of this Supplement, to withdraw their acceptances, provided that the new factor, mistake or inaccuracy arose before the final closing of the offer to the public and the delivery of the securities. No grounds must be stated for the withdrawal, which must be made in text form. The timely dispatch of the withdrawal is sufficient to comply with the deadline.**

**Addressee of a withdrawal is BNP Paribas Securities Services S.C.A., Frankfurt Branch, Europa-Allee 12, 60327 Frankfurt am Main, Germany.**