

**SUPPLEMENT NO. 3 DATED 26 APRIL 2021
PURSUANT TO ARTICLE 23 (1) OF THE REGULATION (EU)
2017/1129 (AS AMENDED) (THE "PROSPECTUS
REGULATION")**

to the

J.P.Morgan

Registration Document

for retail non-equity securities

dated 10 June 2020

of

J.P. Morgan AG

(incorporated with limited liability in the Federal Republic of Germany)

The significant new factor resulting in this supplement (the "**Supplement**") to the registration document of J.P. Morgan AG dated 10 June 2020 (the "**Registration Document**") is the publication of the Registration Document of J.P. Morgan Structured Products B.V. dated 21 April 2021 (the "**JPMSP Registration Document**") which has been approved by the Commission de Surveillance du Secteur Financier in Luxembourg ("**CSSF**") on 21 April 2021.

I. Changes to section "II. Risk Factors"

The third paragraph (excluding the bullet points under the third paragraph) of the subsection "1. Risks affecting JPMAG as an affiliate of JPMorgan Chase" under "Risks affecting JPMAG's parent company and other J.P. Morgan affiliates which may also affect JPMAG." on page 4 of the Registration Document shall be replaced as follows:

"These risks in relation to JPMorgan Chase are set out in more detail at pages 5 to 41 of the registration document of J.P. Morgan Structured Products B.V. dated 21 April 2021 which has been approved by the Commission de Surveillance de Secteur Finance in Luxembourg (the "**JPMSP Registration Document**") and are hereby incorporated by reference into this Registration Document. The risks affecting JPMorgan Chase include:"

II. Changes to section "IV. J.P. MORGAN AG"

- 1) *In the subsection "7. Directors and Officers" on page 23 of the Registration Document the paragraphs "Members of the Management Board" and "Members of the Supervisory Board" shall be replaced as follows:*

"Members of the Management Board

Name	Function	Principal Outside Activities
Stefan Behr	Chairperson of the Management Board, Managing Director	N/A
Cindyrella Amistadi	Head of Outsourcing, Operations and Technology, Managing Director	Head of Operations and Outsourcing for J.P. Morgan Bank Luxembourg S.A.
Nicholas Conron	Managing Director	N/A
Burkhard Kübel-Sorger	Managing Director	Management Board of Whiteshire Debt Solutions GmbH (dissolved on 18 November 2019)
Gunnar Regier	Managing Director	Executive management body J.P. Morgan Securities plc Frankfurt Branch

Members of the Supervisory Board

Name	Function	Principal Outside Activities
Mark S. Garvin	Chairperson of the Supervisory Board, Member of the Supervisory Board	Supervisory body J.P. Morgan Bank Luxembourg S.A. (Chairman of the Board); J.P. Morgan Europe Limited (Chairman of the Board); Euroclear Holding S.A.
Guy J. America	Deputy Chairperson of the Supervisory Board, Member of the Supervisory Board	N/A
Christoph Fickel	Member of the Supervisory Board (Employee Representative)	N/A
Thomas Freise	Member of the Supervisory Board (Employee Representative)	N/A
Marco Kistner	Member of the Supervisory Board	N/A
Wanda Eriksen	Member of the Supervisory Board	Supervisory body Axa Switzerland; AXA-ARAG Legal Protection Ltd (affiliate of AXA); Catlin Re Switzerland Ltd (affiliate of AXA); Aquila AG; Arnold AG (Vice Chair)

- 2) *In the subsection "13. Information incorporated by reference" on page 26 of the Registration Document the bullet points contained in the first paragraph shall be replaced as follows:*

- "(i) the audited annual report of JPMAG for the financial year ended 31 December 2019 (the "**JPMAG 2019 Annual Report**");
- (ii) the audited annual report of JPMAG for the financial year ended 31 December 2018 (the "**JPMAG 2018 Annual Report**"); and
- (iii) the registration document of J.P. Morgan Structured Products B.V. dated 21 April 2021 which has been approved by the Commission de Surveillance de Secteur Finance in Luxembourg (the "**JPMSP Registration Document**")."

- 3) *In the subsection "13. Information incorporated by reference" on page 26 of the Registration Document the table contained in the third paragraph shall be replaced by the following information:*

"

Information incorporated by reference	Page reference of Document	Section / Page in the Registration Document
<i>From the JPMAG 2019 Annual Report</i>		
Management report	Pages 2 to 49	IV.8. / Pages 24 et seq.
Assurance by the Management Board	Page 50	IV.8. / Pages 24 et seq.
Financial statements:		
Balance sheet	Pages 52 to 53	IV.8. / Pages 24 et seq.
Income statement	Pages 54 to 55	IV.8. / Pages 24 et seq.
Notes to the financial statements	Pages 56 to 81	IV.8. / Pages 24 et seq.
Independent auditors' report	Pages 82 to 89	IV.8. / Pages 24 et seq.
<i>From the JPMAG 2018 Annual Report</i>		
Management report	Pages 2 to 35	IV.8. / Pages 24 et seq.
Assurance by the Management Board	Page 36	IV.8. / Pages 24 et seq.
Financial statements:		
Balance sheet	Pages 38 to 39	IV.8. / Pages 24 et seq.
Income statement	Pages 40 to 41	IV.8. / Pages 24 et seq.
Notes to the financial statements	Pages 42 to 64	IV.8. / Pages 24 et seq.
Independent auditors' report	Pages 66 to 72	IV.8. / Pages 24 et seq.
<i>From the JPMSP Registration Document</i>		
Risk Factors / Subsections 1. to 5.	Pages 5 to 41	II.1 / Page 3

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- 4) *In the subsection "13. Information incorporated by reference" on pages 26 et seq. of the Registration Document the bullet points contained in the last paragraph shall be replaced as follows:*

- "(i) The JPMAG 2019 Annual Report at: https://www.jpmorgan-zertifikate.de/globalassets/library/legal-documents/items/jpmag_2019_annual_report_english.pdf;
- (ii) the JPMAG 2018 Annual Report at: https://www.jpmorgan-zertifikate.de/globalassets/library/legal-documents/items/jpmag_2018_annual_report_english.pdf; and
- (iii) the JPMSP Registration Document will be available at: https://www.jpmorgan-zertifikate.de/globalassets/library/legal-documents/items/jpmsp_rd_21_april_2021.pdf."

III. Changes to section "V. DOCUMENTS AVAILABLE"

On page 28 of the Registration Document the bullet points shall be replaced as follows:

- "(i) the JPMAG 2019 Annual Report and the JPMAG 2018 Annual Report;
- (ii) the JPMSP Registration Document;
- (iii) the Articles of Association of the JPMAG as amended from time to time;
- (iv) a copy of this Registration Document; and
- (v) a copy of any supplement to this Registration Document, including any document(s) incorporated by reference therein."

The Supplement, the Registration Document and any further supplements are published on the website <https://www.jpmorgan-zertifikate.de> under the section "Dokumente".

Pursuant to article 23 para. 2a of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for the securities before the supplement was published and where the securities had not yet been delivered to the investors at the time when the significant new factor, material mistake or material inaccuracy arose or was noted shall have the right, exercisable within a time period of three working days after the publication of this Supplement, to withdraw their acceptances.

If the acceptance to purchase or subscribe for the securities has been made to the Issuer, the addressee of a withdrawal is BNP Paribas Securities Services S.C.A., Frankfurt Branch, Europa-Allee 12, 60327 Frankfurt am Main, Germany. If the acceptance to purchase or subscribe for the securities has been made to someone else than the Issuer (the "Third Party"), the withdrawal must be addressed to this Third Party.