

**SUPPLEMENT No. 1 DATED 28 SEPTEMBER 2022 TO
THE REGISTRATION DOCUMENT DATED 20 APRIL
2022**

J.P.Morgan

J.P. Morgan Structured Products B.V.

(incorporated with limited liability in the Netherlands)

Supplement to the Registration Document

This supplement (the "**Supplement**") constitutes a supplement to the Registration Document of J.P. Morgan Structured Products B.V. dated 20 April 2022 (the "**Registration Document**"), prepared in connection with the issue of non-equity securities for the issuance of Notes, Warrants and Certificates. The Registration Document and this Supplement are to be read in conjunction with each applicable Securities Note, each applicable Summary (if any) and all information which is deemed to be incorporated by reference therein.

Status of Supplement

The Supplement is a supplement for the purposes of Article 10(1) of Regulation (EU) 2017/1129 (the "**Prospectus Regulation**"). Unless otherwise defined in this Supplement, terms defined in the Registration Document have the same meanings when used in this Supplement. This Supplement constitutes a supplement to, and should be read in conjunction with, the Registration Document.

Responsibility

J.P. Morgan Structured Products B.V. accepts responsibility for the information given in this Supplement and confirms that, to the best of its knowledge, the information contained in this Supplement is in accordance with the facts and makes no omission likely to affect its import.

Purpose of Supplement

The purpose of this Supplement is to (i) incorporate by reference into the Registration Document the JPMSP 2022 Interim Financial Statements (as defined below) and (ii) amend and supplement the information in the sections entitled "Documents Incorporated by Reference" and "General Information" in the Registration Document.

Information being supplemented

I. Incorporation by reference

This Supplement incorporates by reference into the Registration Document the J.P. Morgan Structured Products B.V. Financial Statements for the six month period ended 30 June 2022 (the "**JPMSP 2022 Interim Financial Statements**") (available at <https://dl.bourse.lu/dlp/1021f15dfab94a4ec0b3dec4db3a478ee0>).

A copy of the JPMSP 2022 Interim Financial Statements has been filed with the CSSF in its capacity as competent authority under Article 31(1) of the Prospectus Regulation and, by virtue of this Supplement, the information set out in the sections of the JPMSP 2022 Interim Financial Statements referred to below is incorporated by reference into and forms part of the Registration Document.

Information incorporated by reference	Page Number
<i>From the JPMSP 2022 Interim Financial Statements</i>	
Directors' Report	Pages 1 to 6
Financial Statements:	
Balance Sheet	Page 7
Income statement and statement of comprehensive income	Page 8
Statement of changes in equity	Page 9
Statements of cash flows	Page 10
Notes to the financial statements	Pages 11 to 31
Other information:	
Profit appropriation according to the Articles of Association	Page 31

II. Amendments to the section entitled Documents Incorporated by Reference

The information incorporated by reference from the JPMSP 2021 Annual Report set out in the table in the section entitled "Documents Incorporated by Reference" on page 41 of the Registration Document shall be supplemented by inserting a new explanatory note in relation to the independent auditor's report as follows:

Information incorporated by reference	Page reference
<i>From the JPMSP 2021 Annual Report</i>	
Independent auditor's report**	Page 37 to 47

**The auditor's report contained in the JPMSP 2021 Annual Report incorporated by reference into this Registration Document is the original auditor's report that was issued on 13 April 2022 with respect to the JPMSP 2021 Annual Report. The paragraph headed "European Single Electronic Format (ESEF)" on page 8 of the auditor's report (PDF page 44 of the JPMSP 2021 Annual Report) relates to the official 2021 annual report of JPMSP (as prepared in XHTML format) in accordance with the applicable Regulatory Technical Standards (RTS) on ESEF, and is not applicable for the financial information and format as set out in this Registration Document.

III. Amendments to the section entitled General Information

The second paragraph of section 1. (*No material adverse change in prospects or significant change in financial or trading position or financial performance*) of the section entitled "General Information" on page 46 of the Registration Document shall be deleted and replaced with the following:

"There has been no significant change in the financial or trading position or financial performance of JPMSP since 30 June 2022."

General

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Registration Document by this Supplement and (b) any other statement in or incorporated by reference into the Registration Document, the statements in (a) above will prevail.

Investors who have not previously reviewed the information contained in the document incorporated by reference above should do so in connection with their evaluation of the Securities.

This Supplement and the document incorporated by reference into it will be published on the Luxembourg Stock Exchange's website at *www.bourse.lu*. In addition, any person receiving a copy of this Supplement may obtain, without charge, upon written or oral request, copies of the document incorporated by reference herein. Copies of the document incorporated by reference into this Supplement will be available free of charge during normal business hours on any weekday (Saturdays, Sundays and public holidays excepted), in physical or electronic form, at the office of the Principal Programme Agent (The Bank of New York Mellon, One Canada Square, London E14 5AL, United Kingdom) and the office of the Paying Agent in Luxembourg (The Bank of New York Mellon S.A./N.V., Luxembourg Branch, Vertigo Building – Polaris, 2-4 rue Eugène Ruppert, L-2453 Luxembourg).

**Registered Office of J.P. Morgan Structured
Products B.V.**

**J.P. Morgan Structured
Products B.V.**

Luna ArenA
Herikerbergweg 238
1101 CM Amsterdam
The Netherlands

Dealer and Arranger

J.P. Morgan Securities plc

25 Bank Street
Canary Wharf
London, E14 5JP
United Kingdom

**Auditor of J.P. Morgan Structured
Products B.V.**

PricewaterhouseCoopers Accountants N.V.
Thomas R. Malthusstraat 5, 1066 JR Amsterdam,
the Netherlands