

**SUPPLEMENT No. 1 DATED 12 MARCH 2014 TO THE
BASE LISTING PARTICULARS DATED 12
FEBRUARY 2014**

J.P.Morgan

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

as Issuer

J.P. Morgan Dublin plc
(incorporated with limited liability in Ireland)

as Issuer

J.P. Morgan Indies SRL
(organised as a society with restricted liability in Barbados)

as Issuer

JPMorgan Chase Bank, N.A.
(a national banking association organised under the laws of the United States of America)

as Issuer and as Guarantor in respect of Securities
issued by
J.P. Morgan Structured Products B.V.

JPMorgan Chase & Co.
(incorporated in the State of Delaware, United States of America)

as Issuer and as Guarantor in respect of Securities
issued by
J.P. Morgan Bank Dublin plc and J.P. Morgan Indies SRL

Structured Products Programme for the issuance

of

Notes, Warrants and Certificates

Arranger and Dealer for the Programme

J.P. Morgan

Supplement to the Base Listing Particulars

This supplement (the "**Supplement**") constitutes a supplement to the base listing particulars dated 12 February 2014 (the "**Base Listing Particulars**"), prepared in connection with the Note, Warrant and Certificate Programme (the "**Programme**") of J.P. Morgan Structured Products B.V. ("**JPMSP**"), J.P. Morgan Dublin plc ("**JPMD**"), J.P. Morgan Indies SRL ("**JPMI**"), JPMorgan Chase Bank, N.A. and JPMorgan Chase & Co..

Status of Supplement

The Supplement is supplemental to, and shall be read in conjunction with, the Base Listing Particulars.

Responsibility

Each of JPMSP, JPMD, JPMI, JPMorgan Chase Bank, N.A. and JPMorgan Chase & Co. accepts responsibility for the information contained in this Supplement and to the best of the knowledge of JPMSP, JPMD, JPMI, JPMorgan Chase Bank, N.A. and JPMorgan Chase & Co. (each having taken all reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Information being supplemented

I. Incorporation by reference of the JPMorgan Chase & Co. 2013 Form 10-K and the JPMorgan Chase Bank, N.A. 2013 Audited Financial Statements

This Supplement incorporates the following documents by reference into the Base Listing Particulars:

- (a) the Annual Report on Form 10-K of JPMorgan Chase & Co. for the year ended 31 December 2013 as filed with the U.S. Securities and Exchange Commission (the "**JPMorgan Chase & Co. 2013 Form 10-K**"); and
- (b) the audited consolidated financial statements of JPMorgan Chase Bank, N.A. for the three years ended 31 December 2013 (the "**JPMorgan Chase Bank, N.A. 2013 Audited Financial Statements**").

Information incorporated by reference

Page Reference

From the JPMorgan Chase & Co. 2013 Form 10-K

Part I

Item 1	Business	Page 1
	Overview	Page 1
	Business segments	Page 1
	Competition	Page 1
	Supervision and regulation	Pages 1 to 9
	Distribution of assets, liabilities and stockholders' equity, interest rates and interest differentials	Pages 346 to 350
	Return on equity and assets	Pages 62, 339, 346
	Securities portfolio	Page 351
	Loan portfolio	Pages 117 to 138, 258 to 283, 352 to 357
	Summary of loan and lending-related commitments loss experience	Pages 139 to 141, 284 to 287, 358 to 359
	Deposits	Pages 305, 360
	Short-term and other borrowed funds	Page 361

Item 1A	Risk factors	Pages 9 to 18
Item 1B	Unresolved SEC Staff comments	Page 18
Item 2	Properties	Pages 18 to 19
Item 3	Legal proceedings	Page 19
Item 4	Mine safety disclosures	Page 19
Part II		
Item 5	Market for registrant's common equity, related stockholder matters and issuer purchases of equity securities	Pages 20 to 21
Item 6	Selected financial data	Page 21
Item 7	Management's discussion and analysis of financial condition and results of operations	Page 21
Item 7A	Quantitative and qualitative disclosures about market risk	Page 21
Item 8	Financial statements and supplementary data	Page 21
Item 9	Changes in and disagreements with accountants on accounting and financial disclosure	Page 21
Item 9A	Controls and procedures	Page 22
Item 9B	Other information	Page 22
Part III		
Item 10	Directors, executive officers and corporate governance	Page 23
Item 11	Executive compensation	Page 24
Item 12	Security ownership of certain beneficial owners and management and related stockholder matters	Page 24
Item 13	Certain relationships and related transactions, and director independence	Page 24
Item 14	Principal accounting fees and services	Page 24
Part IV		
Item 15	Exhibits, financial statement schedules	Pages 25 to 27
Financial		
	Five-Year Summary of Consolidated Financial Highlights	Pages 62 to 63
	Five-Year Stock Performance	Page 63
Management's discussion and analysis		
	Introduction	Pages 64 to 65
	Executive Overview	Pages 66 to 70
	Consolidated Results of Operations	Pages 71 to 74
	Balance Sheet Analysis	Pages 75 to 76
	Off-Balance Sheet Arrangements and Contractual Cash Obligations	Pages 77 to 79
	Cash Flow Analysis	Pages 80 to 81
	Explanation and Reconciliation of the Firm's Use of Non-GAAP Financial Measures	Pages 82 to 83
	Business Segment Results	Pages 84 to 85
	Consumer & Community Banking	Pages 86 to 97
	Corporate & Investment Bank	Pages 98 to 102
	Commercial Banking	Pages 103 to 105
	Asset Management	Pages 106 to 108
	Corporate/Private Equity	Pages 109 to 111
	International Operations	Page 112
	Enterprise-Wide Risk Management	Pages 113 to 116
	Credit Risk Management	Pages 117 to 118
	Credit Portfolio	Page 119
	Consumer Credit Portfolio	Pages 120 to 129

Wholesale Credit Portfolio	Pages 130 to 138
Community Reinvestment Act Exposure	Page 138
Allowance for Credit Losses	Pages 139 to 141
Market Risk Management	Pages 142 to 148
Country Risk Management	Pages 149 to 152
Model Risk Management	Page 153
Principal Risk Management	Page 154
Operational Risk Management	Pages 155 to 157
Legal Risk, Regulatory Risk, and Compliance Risk Management	Page 158
Fiduciary Risk Management	Page 159
Reputation Risk Management	Page 159
Capital Management	Pages 160 to 167
Liquidity Risk Management	Pages 168 to 173
Critical Accounting Estimates Used by the Firm	Pages 174 to 178
Accounting and Reporting Developments	Page 179
Nonexchange-Traded Commodity Derivative Contracts at Fair Value	Page 180
Forward-Looking Statements	Page 181
Audited financial statements	
Management's Report on Internal Control Over Financial Reporting	Page 182
Report of Independent Registered Public Accounting Firm	Page 183
Consolidated Financial Statements	
Consolidated statements of income	Page 184
Consolidated statements of comprehensive income	Page 185
Consolidated balance sheets	Page 186
Consolidated statements of changes in stockholders' equity	Page 187
Consolidated statements of cash flows	Page 188
Notes to Consolidated Financial Statements	Pages 189 to 338
Supplementary information	
Selected Quarterly Financial Data	Pages 339 to 340
Glossary of Terms	Pages 341 to 345
Signatures	Page 362
Exhibits	Pages 363 to 377

From the JPMorgan Chase Bank, N.A. 2013 Audited Financial Statements

Independent Auditor's Report	Page 1
Consolidated Financial Statements:	
Consolidated Statements of Income	Page 2
Consolidated Statements of Comprehensive Income	Page 3
Consolidated Balance Sheets	Page 4
Consolidated Statements of Changes in Stockholder's Equity	Page 5
Consolidated Statements of Cash Flows	Page 6
Notes to Consolidated Financial Statements	Pages 7 to 136
Supplementary Information (unaudited):	
Glossary of Terms	Pages 137 to 138

II. Supplemental information in regard to the section entitled "JPMorgan Chase & Co."

The paragraph and table under the sub-heading "Selected financial information" of the section entitled "JPMorgan Chase & Co." on page 58 of the Base Listing Particulars shall be supplemented by deleting it and replacing it with the following:

"The selected consolidated financial data set forth in the below table have been extracted from the audited consolidated financial statements of JPMorgan Chase & Co. as at and for the year ended 31 December 2013 contained in the JPMorgan Chase & Co. 2013 Form 10-K.

**Selected income statement data
(in USD millions)**

	Year ended 31 December	
	2013	2012
Total net revenue	\$ 96,606	\$ 97,031
Provision for credit losses	225	3,385
Total noninterest expense	70,467	64,729
Income before income tax expense	25,914	28,917
Net income	17,923	21,284

**Selected balance sheet data
(in USD millions)**

	As at 31 December	
	2013	2012
Trading assets	\$ 374,664	\$ 450,028
Securities	354,003	371,152
Loans, net of allowance for loan losses	722,154	711,860
Total assets	2,415,689	2,359,141
Deposits	1,287,765	1,193,593
Long-term debt	267,889	249,024
Total stockholders' equity	211,178	204,069"

III. Supplemental information in regard to the section entitled "JPMorgan Chase Bank, N.A."

The paragraph and table under the sub-heading "Selected financial information" of the section entitled "JPMorgan Chase Bank, N.A." on page 59 of the Base Listing Particulars shall be supplemented by deleting it and replacing it with the following:

"The selected consolidated financial data set forth in the below table have been extracted from the JPMorgan Chase Bank, N.A. 2013 Audited Financial Statements incorporated by reference into the Base Listing Particulars. This information should be read in conjunction with the notes to the consolidated financial statements and the other detailed financial information concerning JPMorgan Chase Bank, N.A. incorporated by reference into the Base Listing Particulars.

**Selected income statement data
(in USD millions)**

	Year ended 31 December	
	2013	2012
Total net revenue	U.S.\$ 71,650	U.S.\$ 71,670
Provision for credit losses	(1,247)	686
Total noninterest expense	50,225	52,747
Income before income tax expense	22,672	18,237
Net income	15,438	13,955

**Selected balance sheet data
(in USD millions)**

	As at 31 December	
	2013	2012
Trading assets	U.S.\$ 259,823	U.S.\$ 319,113
Securities	334,945	361,119
Loans, net of allowance for loan losses	618,848	606,090
Total assets	1,945,467	1,896,773
Deposits	1,326,036	1,246,327
Long-term debt	106,304	100,558
Total stockholders' equity	169,077	146,025"

IV. Supplemental information in regard to the section entitled "General Information"

- (a) The two paragraphs under the sub-heading entitled "No material adverse change in prospects or significant change in financial or trading position" of section 2. (*JPMorgan Chase Bank, N.A.*) of the section entitled "General Information" on page 67 of the Base Listing Particulars shall be supplemented by deleting them and replacing them with the following:

"There has been no material adverse change in the prospects of JPMorgan Chase Bank, N.A. since 31 December 2013.

There has been no significant change in the financial or trading position of JPMorgan Chase Bank, N.A. and its subsidiaries taken as a whole since 31 December 2013."

- (b) The two paragraphs under the sub-heading entitled "No material adverse change in prospects or significant change in financial or trading position" of section 3. (*JPMorgan Chase & Co.*) of the section entitled "General Information" on page 68 of the Base Listing Particulars shall be supplemented by deleting them and replacing them with the following:

"There has been no material adverse change in the prospects of JPMorgan Chase & Co. since 31 December 2013.

There has been no significant change in the financial or trading position of JPMorgan Chase & Co. and its subsidiaries taken as a whole since 31 December 2013."

V. Supplemental information in regard to the section entitled "Risk Factors"

Risk factors 6.1 to 6.8(d) set out under the heading "Risk Factors" on pages 49 to 67 of the schedule to the Base Listing Particulars shall be supplemented by deleting them and replacing them with the risk factors set out under the heading "Risk Factors" on pages 9 to 18 of the JPMorgan Chase & Co. 2013 Form 10-K, which is incorporated by reference into this Supplement.

General

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

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

This Supplement and the documents incorporated by reference into it will be published on the Irish Stock Exchange's website at *www.ise.ie*. In addition, any person receiving a copy of this Supplement may obtain, without charge, upon written or oral request, copies of the documents incorporated by reference herein. Copies of the documents incorporated by reference into this Supplement will be available free of charge during normal business hours at the offices of (i) The Bank of New York Mellon, One Canada Square London, E14 5AL England, (ii) The Bank of New York Mellon (Luxembourg) S.A., Vertigo Building – Polaris, 2-4 rue Eugène Ruppert, L-2453 Luxembourg and (iii) The Bank of New York Mellon SA/NV, Dublin Branch, Hanover Building, 4th Floor, Windmill Lane, Dublin 2, Ireland

By virtue of this Supplement, the documents incorporated by reference and contained in this Supplement forms a part of the Base Listing Particulars.