

JPMORGAN CHASE & CO  
Form 8-K  
March 07, 2019

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of report (Date of earliest event reported): March 7, 2019**

**JPMORGAN CHASE & CO.**

**(Exact Name of Registrant as Specified in Charter)**

**DELAWARE**

**(State or Other Jurisdiction of Incorporation)**

**001-05805**

**(Commission File Number)**

**13-2624428**

**(IRS Employer Identification No.)**

**383 Madison Avenue,  
New York, New York**

**10179**

**(Address of Principal Executive Offices) (Zip Code)**

**Registrant's telephone number, including area code: (212) 270-6000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

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Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))  
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Other Events**

**Item 8.01.**

JPMorgan Chase & Co. and JPMorgan Chase Financial Company LLC have filed a Registration Statement on Form S-3 (Registration Statement Nos. 333-222672 and 333-222672-01) (the “Registration Statement”) under the Securities Act of 1933, as amended (the “Securities Act”), registering the offering of, among other securities, Medium Term Notes, Series A of JPMorgan Chase Financial Company LLC (the “Series A Notes”) and related guarantees by JPMorgan Chase & Co. A copy of the opinion of Latham & Watkins LLP, with respect to certain matters relating to certain of the Series A Notes, and related consents, is being filed as Exhibit 5.1 to this report.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

5.1 Opinion of Latham & Watkins LLP as to the legality of certain of JPMorgan Chase Financial Company LLC’s Global Medium-Term Notes, Series A, fully and unconditionally guaranteed by JPMorgan Chase & Co. Consent of Latham & Watkins LLP (included in Exhibit 5.1)

23.1

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

JPMORGAN CHASE & CO.

(Registrant)

By: /s/ H. L. Scott Nearing  
Name: H. L. Scott Nearing  
Title: Executive Director

Dated: March 7, 2019