

JPMORGAN FUNDS
Société d'Investissement à Capital Variable

**Registered Office: 6 route de Trèves, L- 2633 Senningerberg,
Grand Duchy of Luxembourg
R.C.S. Luxembourg B 8478**

**MINUTES OF THE ANNUAL GENERAL MEETING (“AGM”) OF SHAREHOLDERS
HELD AT THE REGISTERED OFFICE OF THE FUND BY VIDEOCONFERENCE
ON Wednesday, 17 November 2021 AT 15:00 CET**

The Annual General Meeting of the Shareholders of JPMorgan Funds (the “Company”) was held at 15:00 CET at the Registered Office of the Company.

The Meeting was presided by Delphine Muriel as Chairperson *pro tempore*. The Chairperson of the Meeting appointed Maria Parasiliti as Secretary and the Meeting elected Tamara Büsch as Scrutineer.

The Members of the Bureau of the Meeting having thus been constituted, the Chairperson declared that:

1. Registered Shareholders were convened by mail on 20 October 2021 in accordance with article 450-8 of the law dated 10 August 1915 and by publication made in various newspapers on 20 October 2021;
2. The Agenda of the Meeting was the following:
 - 1 Presentation of the report from Auditors and Board for the past accounting year.
 - 2 Should shareholders adopt the Audited Annual Report for the past accounting year?
 - 3 Should shareholders agree to discharge the Board for the performance of its duties for the past accounting year?
 - 4 Should shareholders approve the Directors' fees for the accounting year ending 30 June 2022? These are €86,000 for the Chairman and €68,000 for each non-executive Director. In addition, the Chairman of the AML Committee is paid an additional €10,200 and the Directors of the AML Committee an additional €6,900.
 - 5 Should Jacques Elvinger, Massimo Greco and Marion Mulvey be reappointed to the Board for 3 years?
 - 6 Should shareholders re-appoint PricewaterhouseCoopers Société coopérative as Auditors of the Fund and authorise the Board to agree on their terms of appointment?
 - 7 Should shareholders approve the payment of any distributions shown in the Audited Annual Report for the past accounting year? For more information the distribution policy is included on page 116 of the Annual Report and Accounts.
3. The Shareholders present or represented and the number of their shares were shown on the enclosed list of attendance.
4. Out of the 4,151,463,792 shares in circulation, 55,571,144 shares were represented as per the said attendance list, and 262 shares were represented in person.
5. The Meeting was regularly constituted and could validly deliberate on all the items of the Agenda.

The Meeting acknowledged the reports of the Auditors and the Board of Directors for the accounting year ended 30 June 2021 and after deliberation, made the following resolutions:

A. Should shareholders adopt the Audited Annual Report for the past accounting year?

The Shareholder represented in person abstained from voting.

The Meeting resolved to adopt the Audited Annual Report for the past accounting year. This resolution was adopted by 54,951,473 votes in favour, 6,371 votes against.

B. Should shareholders agree to discharge the Board for the performance of its duties for the past accounting year?

The Shareholder represented in person abstained from voting.

The Meeting gave discharge to the Directors for the fulfilment of their duties carried out for the past accounting year. This resolution was adopted by 54,918,435 votes in favour, 39,594 votes against.

C. Should shareholders approve the Directors' fees for the accounting year ending 30 June 2022? These are €86,000 for the Chairman and €68,000 for each non-executive Director. In addition, the Chairman of the AML Committee is paid an additional €10,200 and the Directors of the AML Committee an additional €6,900.

At the request of the Shareholder represented in person, the Meeting summarised the process for determining Directors' remuneration. The Meeting also noted that the information on Directors' remuneration which is subject to public disclosure pursuant to Luxembourg laws & regulation was contained in the Fund's Audited Annual Report as made available to shareholders prior to the Meeting. Further, the Meeting, with reference to permissible grounds for adjournment, explained that, as the Meeting had been duly constituted, it was not eligible for adjournment.

The Shareholder represented in person abstained from voting.

The Meeting resolved to approve the proposed Directors' fees for the accounting year ending 30 June 2022. This resolution was adopted by 54,879,410 votes in favour, 52,963 votes against.

D. Should Jacques Elvinger, Massimo Greco and Marion Mulvey be reappointed to the Board for 3 years?

The Shareholder represented in person abstained from voting.

The Meeting resolved to re-appoint Jacques Elvinger, Massimo Greco and Marion Mulvey to the Board for 3 years ending at the Annual General Meeting to be held in 2024. This resolution was adopted by 54,112,578 votes in favour, 51,199 votes against.

E. Should shareholders re-appoint PricewaterhouseCoopers Société coopérative as Auditors of the Fund and authorise the Board to agree on their terms of appointment?

The Shareholder represented in person abstained from voting.

The Meeting resolved to re-appoint PricewaterhouseCoopers Société coopérative as Auditors of the Company until the next Annual General Meeting adopting the Audited Annual Report for the accounting year ended on 30 June 2022. This resolution was adopted by 54,935,124 votes in favour, 9,448 votes against.

F. Should shareholders approve the payment of any distributions shown in the Audited Annual Report for the past accounting year? For more information the distribution policy is included on page 116 of the Annual Report and Accounts.

The Shareholder represented in person abstained from voting.

The Meeting resolved to approve the payment of any distribution shown in the Audited Annual Report for the accounting year ended 30 June 2021. This resolution was adopted by 54,914,483 votes in favour, 11,385 votes against.

There being no further business, the Chairperson *pro tempore* declared the Meeting closed.

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Maria Parasiliti Rantone

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Maria Parasiliti
Secretary

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Tamara Buesch

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Tamara Büsch
Scrutineer

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Delphine Muriel

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Delphine Muriel
Chairperson *pro tempore*