

**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, 18 November 2020 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 Anke Stoffel 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 21 October 2020 in accordance with article 450-8 of the law dated 10 August 1915 and by publication made in various newspapers on 21 October 2020;
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 2021? It is proposed that this will be €86,000 for the Chairman and €68,000 for each Non Executive Director.
  - 5 Should John Li How Cheong, Martin Porter and Daniel Watkins be reappointed to the Board for 3 years?
  - 6 Should Marion Mulvey be appointed to the Board for 1 year?
  - 7 Should shareholders re-appoint PricewaterhouseCoopers Société coopérative as Auditors of the Fund and authorise the Board to agree on their terms of appointment?
  - 8 Should shareholders approve the payment of any distributions shown in the Audited Annual Report for the past accounting year?
3. The Shareholders present or represented and the number of their shares were shown on the enclosed list of attendance.
4. Out of the 3,433,177,350 shares in circulation, 105,712,764 shares were represented as per the said attendance list, and no 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 2020 and after deliberation, made the following resolutions:

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

The Meeting resolved to adopt the Audited Annual Report for the past accounting year. This resolution was adopted by 87,568,293 votes in favour, 1,370 votes against.

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

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 87,689,996 votes in favour, 9,244 votes against.

**C. Should shareholders approve the Directors' fees for the accounting year ending 30 June 2021? It is proposed that this will be €86,000 for the Chairman and €68,000 for each Non Executive Director.**

The Meeting resolved to approve the proposed Directors' fees for the accounting year ending 30 June 2021. This resolution was adopted by 87,557,770 votes in favour, 149,000 votes against.

**D. Should John Li How Cheong, Martin Porter and Daniel Watkins be reappointed to the Board for 3 years?**

The Meeting resolved to re-appoint John Li How Cheong, Martin Porter and Daniel Watkins to the Board for 3 years ending at the Annual General Meeting to be held in 2023. This resolution was adopted by 86,997,240 votes in favour, 39,375 votes against.

**E. Should Marion Mulvey be appointed to the Board for 1 year, subject to CSSF approval?**

The Meeting resolved to appoint Marion Mulvey to the Board for 1 year ending at the Annual General Meeting to be held in 2021. This resolution was adopted by 87,759,098 votes in favour, 2,222 votes against.

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

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 2021. This resolution was adopted by 87,812,824 votes in favour, 7,394 votes against.

**G. Should shareholders approve the payment of any distributions shown in the Audited Annual Report for the past accounting year.**

The Meeting resolved to approve the payment of any distribution shown in the Audited Annual Report for the accounting year ended 30 June 2020. This resolution was adopted by 87,699,544 votes in favour, 8,887 votes against.

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

DocuSigned by:  
**Maria Parasiliti Rantone**  
B4A956D3CF624AB.....  
Maria Parasiliti  
Secretary

DocuSigned by:  
**Anke Stoffel**  
588EE1A8F08C4G3.....  
Anke Stoffel  
Scrutineer

DocuSigned by:  
**Delphine Muriel**  
F7E3A14E1D3647F.....  
Delphine Muriel  
Chairperson *pro tempore*