

A Message from Your Fund's Board

Dear Shareholder,

This is to notify you that the JPMorgan Funds – Emerging Markets Bond Fund in which you own shares will be merged into the JPMorgan Funds – Emerging Markets Debt Fund. **The reason for the merger and your three options are explained below.**

Please take a moment to review the important information below. If you still have questions, please contact us at the registered office or your local representative.



Jacques Elvinger *For and on behalf of the Board*

Sub-fund merger – option to take action ends 11th December 2018 at 14.30 CET

Reason for merger Your sub-fund and the receiving sub-fund have overlapping investment strategies and the Board believes your sub-fund has limited prospects for growth.

YOUR OPTIONS

- 1 Take no action. Your shares will automatically be exchanged for shares of the receiving sub-fund.** Any shares of your sub-fund that you still own after the deadline will be exchanged for shares of the receiving sub-fund.
- 2 Switch your investment to another sub-fund.** We must receive your dealing instructions by the deadline shown in the right-hand column. Be sure to read the Key Investor Information Document (KIID) for any sub-fund you are considering switching into, and for further information, the prospectus.
- 3 Redeem your investment.** We must receive your dealing instructions by the deadline shown in the right-hand column.

You may want to review these options with your tax adviser and your financial adviser. All options could have tax consequences.

Regardless of which option you choose, you will not be charged any redemption or switch fees.

THE MERGER

Merger date 14th December 2018

Deadline for receipt of switch/redemption orders 11th December 2018 at 14.30 CET

Your sub-fund JPMorgan Funds – Emerging Markets Bond Fund

Receiving sub-fund (sub-fund into which your sub-fund will be merging) JPMorgan Funds – Emerging Markets Debt Fund

THE FUND

Name JPMorgan Funds

Legal form SICAV

Fund type UCITS

Registered office
6 route de Trèves
L-2633 Senningerberg, Luxembourg

Phone +352 34 10 1

Fax +352 2452 9755

Registration number (RCS Luxembourg)
B 8478

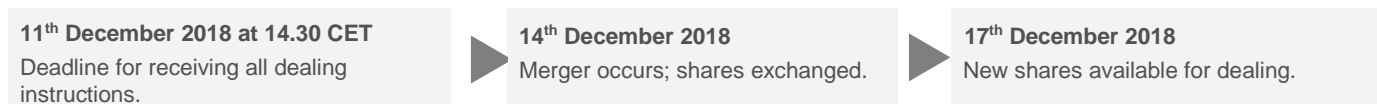
Management company JPMorgan Asset Management (Europe) S.à r.l.

A merger statement will be mailed to you within 10 days of the merger date. Additional information, including the Fund auditor's merger report, KIID, prospectus and most recent financial reports of both sub-funds are available at www.jpmorganassetmanagement.lu or from the registered office. An electronic copy of this notice is available on the website: www.jpmorganassetmanagement.lu.

Merger timeline and impact

This section outlines key information relating to the merger. Further information is contained in the detailed sub-fund comparison that follows as well as in the relevant prospectus and KIIDs. For your convenience, a KIID for the receiving sub-fund is enclosed.

Key Dates



When the merger transaction occurs, all assets, liabilities and any income in your sub-fund will be transferred to the receiving sub-fund, and your sub-fund will cease to exist.

All shares remaining in your sub-fund at the merger date are exchanged free of charge for shares in the equivalent share class of the receiving sub-fund. The exchange ratio is rounded to 7 decimal places and is based on the net asset value per share, exceptionally rounded for the purposes of the merger to 6 decimal places, in effect that day for both sub-funds. The calculation of the exchange ratio will be validated and documented in the merger report prepared by the company auditors that will be available to you upon request.

The total value of the shares you own in your sub-fund and the new shares you receive in the receiving sub-fund will be the same, subject to rounding adjustments, but you may receive a different number of shares.

Impact

Key differences in investment policy between your sub-fund and the receiving sub-fund

- The receiving sub-fund will make use of financial derivative instruments to achieve its investment objective.

Potential benefits

- The merger will give you the benefit of investing in a larger sub-fund that has the prospect of stronger growth in assets in the future and may potentially benefit from economies of scale which may result in lower operating and administrative expenses.
- The receiving sub-fund has a broader investment universe and, therefore offers the benefits of increased diversification.

Potential drawbacks

- One-time expenses associated with transaction costs will be borne by your sub-fund.
- On the merger date, and during the two business days before that, you will not be able to subscribe for, switch or redeem shares in your sub-fund.

Other considerations

- Your sub-fund will not bear any additional legal, advisory or administrative costs associated with the merger.
- While the both sub-funds calculate their global exposure through the relative Value-at-Risk methodology your sub-fund has an expected level of leverage of 50% and the receiving sub-fund has an expected level of leverage of 100%.
- The portfolio of your sub-fund closely resembles that of the receiving sub-fund, however, some rebalancing of the assets will be required in preparation for the merger.
- Performance information for your sub-fund and the receiving sub-fund can be found in the relevant KIID or factsheet which is available from the document library at jpmorganassetmanagement.lu.

Sub-fund comparison

This table compares the relevant information for your sub-fund with that of the receiving sub-fund. Unless stated otherwise, terms in this table have the same meaning as in the relevant prospectus.

- **Information that appears in a box** is information that is particular to the sub-fund named at the top of that column.
- **Information that crosses both columns** is information that is the same for both sub-funds.

JPMorgan Funds –

Emerging Markets Bond Fund

JPMorgan Funds –

Emerging Markets Debt Fund

Investments and Risks

Objectives and investment policies

To achieve a return in excess of the bond markets of emerging countries by investing primarily in emerging market debt securities.

At least 67% of the Sub-Fund's assets (excluding cash and cash equivalents) will be invested in debt securities issued or guaranteed by emerging market governments or their agencies and by companies that are domiciled in, or carrying out the main part of their economic activity in, an emerging market country. These investments may include Brady bonds, Yankee bonds and government and corporate eurobonds and bonds and notes which are traded in domestic markets.

There are no credit quality or maturity restrictions with respect to the debt securities in which the Sub-Fund may invest.

To achieve a return in excess of the bond markets of emerging countries by investing primarily in emerging market debt securities, including corporate securities and securities issued in local currencies, using financial derivative instruments where appropriate.

At least 67% of the Sub-Fund's assets (excluding cash and cash equivalents) will be invested, either directly or through the use of financial derivative instruments, in debt securities issued or guaranteed by emerging market governments or their agencies and by companies that are domiciled in, or carrying out the main part of their economic activity in, an emerging market country. These investments will likely include Brady bonds, Yankee bonds and government and corporate eurobonds and bonds and notes which are traded in domestic markets.

The Sub-Fund may invest, to an unlimited extent, in below investment grade and unrated debt securities and debt securities from emerging markets. There are no credit quality or maturity restrictions with respect to the debt securities in which the Sub-Fund may invest.

The Sub-Fund will invest in financial derivative instruments to achieve its investment objective. Such instruments may also be used for the purposes of hedging. These instruments may include, but are not limited to, futures, options, contracts for difference, forward contracts on financial instruments and options on such contracts, credit linked instruments and swap contracts and other fixed income, currency and credit derivatives.

The Sub-Fund may hold up to a maximum of 5% of its assets in Contingent Convertible Securities.

Short-term money market instruments and deposits with credit institutions may be held on an ancillary basis.

The Sub-Fund may also invest in UCITS and other UCIs.

The Sub-Fund may invest in assets denominated in any currency and currency exposure may be hedged.

The Sub-Fund may use financial derivative instruments for the purposes of hedging and efficient portfolio management.

The Sub-Fund will neither invest more than 25% of its total assets in convertible bonds, nor invest more than 10% of its total assets in equities and other participation rights.

All of the above investments will be made in accordance with the limits set out in "Appendix II – Investment Restrictions and Powers".

Risk and reward category

JPM Emerging Markets Bond C (acc) – GBP:
category 5

JPM Emerging Markets Bond C (dist) - GBP:
category 5

JPM Emerging Markets Debt A (dist) - GBP:
category 5

JPM Emerging Markets Debt A (div) - USD:
category 5

All other classes: category 4

Note: risk is measured on a 7-point scale, where Category 1 indicates lower risk (but is not risk-free) and lower potential reward and Category 7 indicates higher risk and higher potential reward.

Risk factors

- The credit worthiness of unrated debt securities is not measured by reference to an independent credit rating agency.
- The value of financial derivative instruments can be volatile. This is because a small movement in the value of the underlying asset can cause a large movement in the value of the financial derivative instrument and therefore, investment in

such instruments may result in losses in excess of the amount invested by the Sub-Fund.

- The value of your investment may fall as well as rise and you may get back less than you originally invested.
- The value of debt securities may change significantly depending on economic and interest rate conditions as well as the credit worthiness of the issuer. Issuers of debt securities may fail to meet payment obligations or the credit rating of debt securities may be downgraded. These risks are typically increased for emerging market and below investment grade debt securities.
- In addition, emerging markets may be subject to increased political, regulatory and economic instability, less developed custody and settlement practices, poor transparency and greater financial risks. Emerging market currencies may be subject to volatile price movements. Emerging market and below investment grade debt securities may also be subject to higher volatility and lower liquidity than non emerging market and investment grade debt securities respectively.
- Contingent Convertible Securities are likely to be adversely impacted should specific trigger events occur (as specified in the contract terms of the issuing company). This may be as a result of the security converting to equities at a discounted share price, the value of the security being written down, temporarily or permanently, and/or coupon payments ceasing or being deferred.
- Movements in currency exchange rates can adversely affect the return of your investment. The currency hedging that may be used to minimise the effect of currency fluctuations may not always be successful.
- Further information about risks can be found in "Appendix IV – Risk Factors".

Benchmark J.P. Morgan Emerging Markets Bond Index Global Diversified (Total Return Gross)

Base currency US Dollar (USD)

Charges

Maximum entry charge

A: 3.00%
C: Nil
D: 3.00%
I: Nil
X: Nil

I2: Nil

Maximum exit charge

A: 0.50%
C: Nil
D: 0.50%
I: Nil
X: Nil

I2: Nil

Annual Management and Advisory Fee

A: 1.15%
C: 0.50%
D: 1.15%
I: 0.50%
X: Nil

I2: 0.46%

Distribution Fee

A: Nil
C: Nil
D: 0.70%
I: Nil
X: Nil

I2: Nil

Operating and Administrative Expenses

A: 0.30% Max
C: 0.20% Max
D: 0.30% Max
I: 0.16% Max
X: 0.15% Max

I2 : 0.16% Max

Performance charge

All classes: none

Structure

End of financial year

30th June

Investment company

JPMorgan Funds

Date of annual general meeting of shareholders

Third Wednesday of November at 3.00 p.m.
(or, if such day is not a business day in Luxembourg, on the next following business day).

NEXT STEPS

To exchange your shares for shares of the receiving sub-fund: no action is necessary. All shares that you hold in your sub-fund at the merger date will automatically be exchanged.

To switch or redeem some or all of your shares: send dealing instructions as you normally do, or directly to the registered office (contact details at page 1).

Note that all other switch and redemption conditions and restrictions in the prospectus still apply, even during the period when switch and redemption fees are waived.

For more information: you can request free copies of the common draft terms of merger, auditor's merger report, the prospectus, the latest financial reports and KIIDs by emailing a request to requests@jpmorganfundssicav.com or by writing to the registered office (contact details on page 1).

Key Dates

11th December 2018 at 14.30 CET

Deadline for receiving all dealing instructions.

14th December 2018

Merger occurs; shares exchanged.

17th December 2018

New shares available for dealing instructions.

Representative in Switzerland: JPMorgan Asset Management (Switzerland) LLC, Dreikönigstrasse 37, 8002 Zurich. Paying Agent in Switzerland: J.P. Morgan (Suisse) SA, 8 Rue de la Confédération, 1204 Geneva. The prospectus, the key investor information documents, the articles of incorporation and the annual and semi-annual financial report may be obtained free of charge from the representative.