

J.P. Morgan Clearing Corp.

(An indirect subsidiary of JPMorgan Chase & Co.)

Statement of Financial Condition

June 30, 2011

J.P. Morgan Clearing Corp.
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Index
June 30, 2011

	Page(s)
Financial Statement	
Statement of Financial Condition	2
Notes to Statement of Financial Condition	3–12

J.P. Morgan Clearing Corp.
 (An indirect subsidiary of JPMorgan Chase & Co.)
Statement of Financial Condition (Dollars in thousands)
June 30, 2011

Assets

Cash	\$ 541,471
Cash and securities segregated under federal and other regulations	4,693,702
Securities borrowed	94,477,821
Receivables:	
Customers	32,120,847
Brokers, dealers, clearing organizations and others	6,578,460
Interest and dividends	63,643
Goodwill	496,500
Other assets	<u>69,228</u>
Total assets	<u><u>\$ 139,041,672</u></u>

Liabilities And Stockholders' Equity

Borrowings	\$ 8,684,915
Securities sold under repurchase agreements	11,913,605
Securities lent	25,151,569
Payables:	
Customers	68,616,248
Brokers, dealers, clearing organizations and others	14,983,344
Interest and dividends	133,681
Other liabilities and accrued expenses	<u>540,009</u>
	<u>130,023,371</u>
Subordinated liabilities	<u>5,710,000</u>
Total liabilities	<u>135,733,371</u>
Commitments, Collateral and Contingencies (see Note 13)	
Stockholders' Equity	
Total stockholders' equity	<u>3,308,301</u>
Total liabilities and stockholders' equity	<u><u>\$ 139,041,672</u></u>

The accompanying notes are an integral part of this Statement of Financial Condition.

J.P. Morgan Clearing Corp.
(An indirect subsidiary of JPMorgan Chase & Co.)
Notes to Statement of Financial Condition
June 30, 2011

1. Organization

J.P. Morgan Clearing Corp. (the "Company"), is a subsidiary of and guaranteed by J.P. Morgan Securities LLC. ("JPMorgan Securities"), which is a wholly-owned indirect subsidiary of JPMorgan Chase & Co. ("JPMorgan Chase"), a leading global financial services firm and one of the largest banking institutions in the United States of America ("U.S."), with operations in more than 60 countries. For purposes of this report, an "affiliate" is defined as JPMorgan Chase or a direct or indirect subsidiary of JPMorgan Chase. The Company is a registered broker-dealer and investment adviser with the United States Securities and Exchange Commission ("SEC") and a futures commission merchant with the Commodities Futures Trading Commission ("CFTC").

The Company is rated AA- by Standard & Poor's (S&P) and Fitch for unsecured long-term debt and is rated A-1+ and F1+ by S&P and Fitch, respectively, for unsecured short-term debt. These ratings reflect the unconditional guarantee of JPMorgan Securities. JPMorgan Securities has the same ratings from these two agencies.

Nature of Business

The Company provides securities and futures clearing, customer financing, securities lending and related services. The Company acts as a clearing broker carrying and clearing (i) customer cash and margin accounts for correspondents on either a fully disclosed or omnibus basis, and (ii) the proprietary trading accounts of hedge funds, brokers and dealers and other professional trading firms (collectively "clearing clients"). In addition, the Company acts as a carrying and clearing broker for certain activities of JPMorgan Securities and other affiliates on either a fully disclosed or omnibus basis.

2. Significant Accounting Policies

The accounting and financial reporting policies of the Company conform to accounting principles generally accepted in the United States of America ("U.S. GAAP").

(a) Accounting Developments

Fair value measurements and disclosures

In January 2010, the Financial Accounting Standards Board ("FASB") issued guidance that requires new disclosures, and clarifies existing disclosure requirements, about fair value measurements. The clarifications and the requirement to separately disclose transfers of instruments between level 1 and level 2 of the fair value hierarchy are effective for interim reporting periods beginning after December 15, 2009. The Company adopted this guidance in 2010. For additional information about the adoption of the new fair value measurements guidance, see Note 3 on JPMorgan Chase's 2010 annual report.

Accounting for repurchase and similar agreements

In April 2011, the FASB issued guidance that amends the criteria used to assess whether repurchase and similar agreements should be accounted for as financings or sales (purchases) with forward agreements to repurchase (resell). Specifically, the guidance eliminates circumstances in which the lack of adequate collateral maintenance requirements could result in a repurchase agreement being accounted for as a sale. The guidance is effective for new transactions or existing transactions that are modified beginning January 1, 2012. The Company has accounted for its repurchase and similar agreements as secured financings, and therefore, the Company does not expect the application of this guidance will have an impact on its Statement of Financial Condition.

J.P. Morgan Clearing Corp.
(An indirect subsidiary of JPMorgan Chase & Co.)
Notes to Statement of Financial Condition
June 30, 2011

(b) Use of Estimates in the Preparation of the Statement of Financial Condition

The preparation of the Statement of Financial Condition requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities. Actual results could be different from these estimates.

(c) Cash and Securities Segregated Under Federal and other Regulations

The Company is required by its primary regulators, including the SEC and CFTC, to segregate cash and securities to satisfy rules regarding the protection of customer assets. As of June 30, 2011, the Company had \$4.7 billion of cash and securities received through reverse repurchase agreements that are segregated to be in compliance with regulations.

(d) Repurchase and Resale Agreements

Securities sold under repurchase agreements ("repurchase agreements") and securities purchased under resale agreements ("resale agreements") are generally treated as collateralized financing transactions and are carried on the Statement of Financial Condition at the amounts the securities will be subsequently sold or repurchased, plus accrued interest. Where appropriate, resale and repurchase agreements with the same counterparty are reported on a net basis. The Company takes possession of securities purchased under resale agreements. On a daily basis, the Company monitors the market value of the underlying collateral received from its counterparties, consisting primarily of U.S. government and agency securities, and requests additional collateral when necessary.

(e) Securities Borrowed and Securities Lent

Securities borrowed and securities lent are recorded at the amount of cash collateral advanced or received. The Company monitors the market value of the securities borrowed and lent on a daily basis and calls for additional collateral when appropriate.

(f) Customer Transactions

Receivables from and payables to customers, recorded on the Statement of Financial Condition, include amounts due on cash and margin transactions. Securities owned by customers, including those that collateralize margin or other similar transactions and held for clients in an agency or fiduciary capacity by the Company, are not assets of the Company and are not included on the Statement of Financial Condition. Customer securities transactions are recorded on the Statement of Financial Condition on a settlement date basis, which is generally three business days after trade date.

(g) Goodwill

Goodwill is tested for impairment annually or when an event or circumstance occurs that may indicate the possibility that impairment exists. In the first half of 2011, no events or circumstances occurred that required the Company to assess goodwill for impairment.

(h) Income Taxes

The results of operations of the Company are included in the consolidated federal, New York State, New York City and other state income tax returns filed by JPMorgan Chase. Pursuant to a tax sharing arrangement, JPMorgan Chase allocates to the Company its share of the consolidated income tax expense or benefit based upon statutory rates applied to the Company's earnings as if it were filing separate income tax returns. The Company uses the asset and liability method to provide income taxes on all transactions recorded in the financial statements. State and local income taxes are provided on the Company's taxable income at the effective income tax rate applicable to the consolidated JPMorgan Chase entity.

J.P. Morgan Clearing Corp.
(An indirect subsidiary of JPMorgan Chase & Co.)
Notes to Statement of Financial Condition
June 30, 2011

The tax sharing arrangement between JPMorgan Chase and the Company allows for intercompany payments to or from JPMorgan Chase for outstanding current and deferred tax assets or liabilities.

(i) Foreign Currency Remeasurement

The Company remeasures assets and liabilities denominated in non-U.S. currencies into U.S. dollars using applicable exchange rates.

3. Fair Value of Financial Instruments

Substantially all of the Company's assets and liabilities, with the exception of goodwill and certain exchange memberships, are highly liquid and are carried at contractual amounts, which approximate fair value. Assets that are recorded at contractual amounts approximating fair value consist largely of short-term secured receivables, including resale agreements, securities borrowed, customer receivables and certain other receivables. Similarly, the Company's short-term liabilities such as bank loans, repurchase agreements, securities lent, customer payables and certain other payables are recorded at contractual amounts approximating fair value. These instruments generally have variable interest rates and/or short-term maturities, in many cases overnight, and accordingly, their fair values are not materially affected by changes in interest rates.

Valuation Hierarchy - A three-level valuation hierarchy has been established under U.S. GAAP for disclosure of fair value measurements. The valuation hierarchy is based on the transparency of inputs to the valuation of an asset or liability as of the measurement date. The three levels are defined as follows.

- Level 1: inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.
- Level 2: inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.
- Level 3: one or more inputs to the valuation methodology are unobservable and significant to the fair value measurement.

Historically, the Company has held financial instruments measured on a fair value basis under this guidance consisting of investments in money market funds, which were classified as Level 1. However, the Company did not have money market funds or similar financial instruments measured on fair value basis in the first half of 2011.

4. Income Taxes

Deferred income tax expense/(benefit) results from differences between assets and liabilities as measured for financial reporting and income tax return purposes. The significant components of the deferred tax asset, as of the balance sheet date, relates primarily to federal and state tax benefits in regard to tax reserves. In addition there is a deferred tax asset related to state and local net operating loss carryforwards against which a \$57 million valuation allowance has been established. As of June 30, 2011, management has determined it is more likely than not that the Company will realize its deferred tax assets, net of existing valuation allowance. Due to the aforementioned tax sharing agreement discussed in Footnote 2(h), deferred tax assets and liabilities benefits are cash settled and transferred to JPMorgan Chase.

J.P. Morgan Clearing Corp.
(An indirect subsidiary of JPMorgan Chase & Co.)
Notes to Statement of Financial Condition
June 30, 2011

At June 30, 2011, the Company had a current income tax payable of \$343 million included in Other liabilities and accrued expenses.

The following table presents a reconciliation of the beginning and ending amount of unrecognized tax benefits for the period ended June 30, 2011.

Unrecognized tax benefits

Period ended June 30, 2011 (in millions)

Balance at January 1, 2011	\$60
Increases based on tax positions related to the current period	\$14
Balance at June 30, 2011	\$74

At June 30, 2011, the Company's unrecognized tax benefits, excluding related interest expense and penalties, were \$74 million, of which \$48 million, if recognized, would reduce the annual effective tax rate.

Included in Other liabilities and accrued expenses at June 30, 2011, in addition to the Company's liability for unrecognized tax benefits, was \$21 million for income tax-related interest and no penalties.

The Company is a member of the JPMorgan Chase consolidated group which is subject to ongoing tax examinations by the tax authorities of the various jurisdictions in which it operates, including U.S. federal, state and non-U.S. jurisdictions.

5. Borrowings

Borrowings at June 30, 2011 were approximately \$8.7 billion, which included \$8.6 billion of unsecured borrowings from affiliates. These borrowings are short-term obligations that bear interest based on the federal funds rate.

6. Subordinated Liabilities

The Company has subordinated liabilities with JPMorgan Chase providing for maximum borrowings of \$9.2 billion. At June 30, 2011, \$5.7 billion was payable under these subordinated borrowing agreements. The subordinated liabilities outstanding at June 30, 2011 mature as follows (dollars in millions):

Year	Amount
2012	\$ 500
2013	5,210
Total	\$ 5,710

All subordinated liabilities of the Company have been approved by the Financial Industry Regulatory Authority ("FINRA"); therefore, they qualify as capital in computing net capital under the SEC's Uniform Net Capital Rule ("Net Capital Rule"). The subordinated debt obligations may only be repaid if the Company is in compliance with various terms of the SEC's Net Capital Rule.

The borrowings bear interest at a rate based upon the London Interbank Offered Rate.

J.P. Morgan Clearing Corp.
(An indirect subsidiary of JPMorgan Chase & Co.)
Notes to Statement of Financial Condition
June 30, 2011

7. Employee Compensation and Benefits

Certain employees of the Company participate in JPMorgan Chase's long-term stock-based incentive plans, which provide for grants of common stock-based awards in the form of restricted stock units ("RSUs"). Employees receive annual incentive compensation based on their performance, the performance of their business and JPMorgan Chase's consolidated operating results. The Company's employees participate, to the extent they meet minimum eligibility requirements, in various benefit plans sponsored by JPMorgan Chase.

Employee Stock-Based Incentives

For a discussion of the accounting policies and other information relating to employee stock-based incentives, see Note 10 of JPMorgan Chase's 2010 Annual Report on Form 10-K.

In the first quarter of 2011, in connection with its annual incentive grant, JPMorgan Chase granted employees of the Company 279 thousand RSUs with a grant date fair value of \$44.29 per RSU.

Pension and Other Postretirement Employee Benefits

The Company's employees are eligible to participate in JPMorgan Chase's qualified, noncontributory, U.S. defined benefit pension plan and they may also participate in JPMorgan Chase's defined contribution plan. In addition, qualifying U.S. employees are provided postretirement medical benefits through JPMorgan Chase. These medical benefits are contributory and vary with length of service and date of hire and provide for limits on JPMorgan Chase's share of covered medical benefits. There are no separate plans solely for the employees of the Company.

The JPMorgan Chase domestic pension and other postretirement employee benefit ("OPEB") plans are accounted for in accordance with U.S. GAAP for retirement benefits. Assets of the JPMorgan Chase qualified domestic defined benefit pension plan exceeded the projected benefit obligation at June 30, 2011.

Consolidated disclosures about the pension and OPEB plans of JPMorgan Chase, including funded status, components of benefit expense and plan assumptions, investment strategy and asset allocation, fair value measurement of plan assets and liabilities, and other disclosures about the plans are included in Note 9 of JPMorgan Chase's 2010 Annual Report.

8. Securities Financing Activities

The Company enters into securities borrowed transactions and securities loaned transactions to acquire securities to cover customer short positions, accommodate customers' financing needs, and settle other securities obligations. The Company also enters into repurchase agreements to obtain financing. The Company enters into equity repurchase agreements with third parties to increase levels of secured financing for itself and certain affiliates. These transactions are generally treated as collateralized financing transactions and disclosed on the Statement of Financial Condition. Securities borrowed and securities lent are recorded at the amount of cash collateral advanced or received. Repurchase agreements are carried at the amounts at which the securities will be subsequently sold or repurchased, plus accrued interest.

J.P. Morgan Clearing Corp.
(An indirect subsidiary of JPMorgan Chase & Co.)
Notes to Statement of Financial Condition
June 30, 2011

9. Preferred Stock

The Company's Series A Preferred Stock (the "Preferred Stock") has a liquidation preference of \$1,500 per share, is non-voting and is entitled to dividends, on a cumulative basis, at 6% per annum. The Company may redeem, at its option, the Preferred Stock at a price of \$1,500 per share plus accumulated and unpaid dividends upon the occurrence of certain events. At June 30, 2011, there were no shares of Preferred Stock held by any affiliate of the Company.

10. Risk Management

Risk is an inherent part of the Company's business activities and through JPMorgan Chase's risk management framework and governance structure, a variety of risks are managed. The framework and governance structure are intended to provide comprehensive controls and ongoing management of the major risks inherent in the Company's business activities. The company employs a holistic approach to risk management to ensure the broad spectrum of risk types are considered in managing its business activities. There are several major risk types identified in business activities of the Company: credit risk, liquidity risk, operational risk, legal risk and reputation risk. The Company identifies, measures, monitors/controls and reports risk through various control mechanisms, including dynamically assessing the potential impact of internal and external factors on transactions and positions, developing risk mitigation strategies, and establishing risk management policies and procedures that contain approved limits by customer, product and industry.

Credit Risk - Credit risk is the risk of loss from obligor or counterparty default. The Company is engaged in various lending and principal transactions with counterparties that include corporations, financial institutions, governments and their agencies, pension funds, mutual funds, and hedge funds. In addition, obligations arise from participation in payment and securities settlement transactions on the Company's behalf. For further discussion on credit risk related to customer activities, please refer to Note 11 below.

Liquidity Risk - Liquidity risk arises from the general funding needs of the Company's activities and in the management of its assets and liabilities. The ability to maintain a sufficient level of liquidity is crucial to financial services companies, particularly their ability to maintain appropriate levels of liquidity during periods of adverse conditions. The Company's funding strategy is to ensure liquidity and diversity of funding sources to meet actual and contingent liabilities through both normal and stress periods. Through JPMorgan Chase and outside relationships, the Company seeks to preserve stable, reliable and cost-effective sources of funding. Procedures are in place to routinely identify, measure, and monitor the Company's liquidity sources and uses, which enable the Company to manage these risks.

Operational Risk - Operational risk is the risk of loss resulting from inadequate or failed processes or systems, human factors, or external events. Operational risk is inherent in the Company's business activities and can manifest itself in various ways, including errors, fraudulent acts, business interruptions, inappropriate behavior of employees, or vendors that do not perform in accordance with their arrangements. These events could result in financial losses and other damage to the Company, including reputational harm. To monitor and control operational risk, the Company (through JPMorgan Chase) maintains a system of comprehensive policies and a control framework designed to provide a sound and well-controlled operational environment. The goal is to keep operational risk at appropriate levels, in light of the Company's financial strength, the characteristics of its businesses, the markets in which it operates, and the competitive and regulatory environment to which it is subject. Notwithstanding these control measures, the Company incurs operational losses.

J.P. Morgan Clearing Corp.
(An indirect subsidiary of JPMorgan Chase & Co.)
Notes to Statement of Financial Condition
June 30, 2011

Legal Risk - Legal risk is the risk of loss arising from the uncertainty of the enforceability, through legal and judicial processes, of the obligations of the Company's clients and counterparties, including contractual provisions intended to reduce credit exposure by providing for the offsetting and netting of mutual obligations. Legal risk also encompasses the risk of loss attributable to deficiencies in the documentation of transactions (e.g., trade confirmations) and of regulatory compliance risk, which is the risk of loss due to the Company's violations of, or non-conformance with, laws, rules, regulations and prescribed practices in the normal course of conducting its business and activities. Finally, legal risk encompasses litigation risk, which is the risk of loss resulting from being sued, including legal costs, settlement expenses, adverse judgments and fines.

Reputation Risk - Attention to reputation is a key aspect of the Company's practices. The Company's ability to attract and retain customers and transact with its counterparties could be adversely affected to the extent its reputation is damaged. The failure of the Company to deal, or to appear to fail to deal, with various issues that could give rise to reputation risk could cause harm to the Company and its business prospects. These issues include, but are not limited to, appropriately dealing with potential conflicts of interest, legal and regulatory requirements, ethical issues, money-laundering, privacy, record-keeping, sales and trading practices, and the proper identification of legal, reputation, operational, credit, liquidity and market risks inherent in its products. The failure to address appropriately these issues could make the Company's clients unwilling to do business with the Company, which could adversely affect the Company's results.

11. Customer Activities

The Company's activities for both clearing clients and customers, including affiliates, (collectively "customers"), involve the execution, settlement and financing of customers' securities and derivative transactions. Derivative transactions principally include futures, swaps, contracts for difference, forwards, and options. The Company provides the ability for customers to execute and settle securities and derivative transactions on listed exchanges, as well as in the over the counter ("OTC") markets. Securities and derivative transactions may be settled on a cash basis or financed on a margin basis. The collateral requirement on a margin loan is established based on either regulatory guidelines or internal risk-based requirements for clients employing enhanced leverage using one or several leverage products offered to customers.

In connection with certain customer activities, the Company executes and settles customer transactions involving the short sale of securities ("short sales"). When customers sell a security short, the Company may be required to borrow securities to settle the short sale transaction, and as such, these transactions may expose the Company to a potential loss if customers are unable to fulfill their contractual obligations and customers' collateral balances are insufficient to fully cover their losses. In the event customers fail to satisfy their obligations, the Company may be required to purchase financial instruments at prevailing market prices to fulfill the customers' obligations.

It is the policy of the Company to mitigate the risks associated with its customers' activities by requiring customers to maintain margin collateral in compliance with various regulatory and internal guidelines. The Company monitors required margin levels and, pursuant to such guidelines, may require customers to deposit additional cash or collateral, or to reduce positions, when deemed necessary. The Company also establishes credit limits for customers engaged in futures activities and monitors credit compliance. Additionally, with respect to the Company's correspondent clearing activities, introducing correspondent firms generally guarantee the contractual obligations of their customers. Further, it is the policy of the Company to reduce credit risk by entering into

J.P. Morgan Clearing Corp.
(An indirect subsidiary of JPMorgan Chase & Co.)
Notes to Statement of Financial Condition
June 30, 2011

legally enforceable master netting agreements with customers, which permit receivables and payables with such customers to be offset in the event of a customer default.

In connection with the Company's customer financing and securities settlement activities, the Company may pledge customers' securities as collateral to satisfy the Company's exchange margin deposit requirements or to support its various secured financing sources such as bank loans, securities lent and repurchase agreements. In the event counterparties are unable to meet their contractual obligations to return customers' securities pledged as collateral, the Company may be exposed to the risk of acquiring the securities at prevailing market prices to satisfy its obligations to such customers. The Company seeks to control this risk by monitoring the market value of securities pledged and by requiring adjustments of collateral levels in the event of excess exposure. Moreover, the Company establishes credit limits for such activities and monitors credit compliance.

The Company is engaged in providing securities processing services to a diverse group of individuals and institutional investors, including affiliates. A substantial portion of the Company's transactions are collateralized and may be executed with, or made on behalf of, institutional investors, including other brokers and dealers, commercial banks, insurance companies, pension plans, mutual funds, hedge funds and other financial institutions. The Company's exposure to credit risk associated with the non-performance of customers in fulfilling their contractual obligations pursuant to securities and futures transactions can be directly affected by volatile or illiquid trading markets, which may impair customers' ability to satisfy their obligations to the Company. The Company attempts to minimize credit risk associated with these activities by monitoring customers' credit exposure and collateral values and requiring, when deemed necessary, additional collateral to be deposited with the Company.

A significant portion of the Company's securities processing activities include clearing and settling transactions for hedge funds, brokers and dealers and other professional traders, including affiliates. Due to the nature of these operations, which may include significant levels of credit extension such as leveraged purchases, short selling and option writing, the Company may have significant credit exposure should these customers be unable to meet their commitments. In addition, the Company may be subject to concentration risk through providing margin to those customers holding large positions in certain types of securities, securities of a single issuer, including sovereign governments, issuers located in a particular country or geographic area or issuers engaged in a particular industry. The Company seeks to control these risks by monitoring margin collateral levels for compliance with both regulatory and internal guidelines. Additional collateral is obtained when necessary. To further control these risks, the Company has developed automated risk control systems that analyze the customers' sensitivity to major market movements. The Company will require customers to deposit additional margin collateral, or to reduce positions if it is determined that customers' activities may be subject to above-normal market risk.

The Company acts as a clearing broker for securities and futures activities of certain affiliates on either a fully disclosed or omnibus basis. Such activities are conducted on either a cash or margin basis. The Company requires its affiliates to maintain margin collateral in compliance with various regulatory guidelines. The Company monitors required margin levels and requests additional collateral when deemed appropriate.

J.P. Morgan Clearing Corp.
 (An indirect subsidiary of JPMorgan Chase & Co.)
Notes to Statement of Financial Condition
June 30, 2011

12. Related Parties

The Company has significant transactions with JPMorgan Chase and its subsidiaries. Various JPMorgan Chase subsidiaries engage the Company to arrange for clearing activities and collateralized transactions.

Significant balances with related parties are listed below.

June 30, 2011 (in millions)	
Assets	
Cash	\$ 67
Cash and securities segregated under federal and other regulations <i>(includes \$4,140 million securities purchased under resale agreements)</i>	4,694
Securities borrowed	37,716
Receivable from brokers, dealers and clearing organizations	2,785
Liabilities	
Borrowings	\$ 8,619
Securities lent	10,518
Payable to brokers, dealers and clearing organizations	12,853
Other liabilities and accrued expenses	7
Subordinated liabilities payable to JPMorgan Chase	5,710

13. Commitments, Collateral and Contingencies

Collateral - At June 30, 2011, the Company received securities as collateral that could be repledged, delivered or otherwise used with a fair value of approximately \$215.2 billion. This collateral was generally obtained under resale agreements, securities borrowing agreements, customer margin loans and other secured money-lending activities. In many instances, the Company is permitted to rehypothecate the securities received as collateral, subject to regulations which prohibit the rehypothecation of customer fully-paid and excess margin securities, as defined in SEC Rule 15c3-3, Customer Protection. Of the total securities received as collateral, approximately \$153.0 billion were repledged, delivered or otherwise used, generally as collateral under repurchase agreements, securities lending agreements or to cover short sales.

Letters of Credit - In the ordinary course of business, the Company obtains letters of credit that are used in lieu of cash or securities to satisfy various collateral and margin deposit requirements. At June 30, 2011, the Company had an unsecured letter of credit commitment of \$15 million.

Exchange and clearinghouse guarantees - Membership in some of these organizations requires the Company to pay a pro rata share of the losses incurred by the organization as a result of the default of another member. Such obligations vary with different organizations. These obligations may be limited to members who dealt with the defaulting member or to the amount (or a multiple of the amount) of the Company's contribution to a member's guarantee fund, or, in a few cases, the obligation may be unlimited. It is difficult to estimate the Company's maximum exposure under these membership agreements, since this would require an assessment of future claims that may be made against the Company that have not yet occurred. However, based on historical experience, management expects the risk of loss to be remote. Accordingly, no contingent liability is recorded in the Company's Statement of Financial Condition for these arrangements.

J.P. Morgan Clearing Corp.
(An indirect subsidiary of JPMorgan Chase & Co.)
Notes to Statement of Financial Condition
June 30, 2011

Litigation - The Company maintains litigation reserves for certain of its outstanding litigation. In accordance with the provisions of U.S. GAAP for contingencies, the Company accrues for a litigation-related liability when it is probable that such a liability has been incurred and the amount of the loss can be reasonably estimated. While the outcome of litigation is inherently uncertain, management believes, in light of all information known to it at June 30, 2011, that the Company's litigation reserves were adequate at such date. Management reviews litigation reserves periodically, and the reserve may be increased or decreased in the future to reflect further litigation developments. The Company believes it has meritorious defenses to claims asserted against it in its currently outstanding litigation and with respect to such litigation, intends to continue to defend itself vigorously, litigating or settling cases according to management's judgment. Many of the Company's litigation matters involve claims made against several of the Company's affiliates and are managed centrally by JPMorgan Chase. For further discussion on certain litigation cases relating to JPMorgan Chase, including the estimate of the range of reasonably possible losses for JPMorgan Chase's litigation portfolio, please refer to Note 32 of JPMorgan Chase's 2010 Annual Report and Note 23 of JPMorgan Chase's 2011 Second Quarter Report on Form 10-Q.

14. Net Capital Requirements

The Company is a registered broker-dealer and futures commission merchant and, accordingly, is subject to Rule 15c3-1 under the Securities Exchange Act of 1934 ("Net Capital Rule") and Rule 1.17 under the CFTC. Under these rules, the Company is required to maintain minimum net capital, as defined, of not less than the greater of: (i) 2% of aggregate debit items arising from customer transactions, as defined in the Net Capital Rule, plus excess margin collateral on resale agreements; or (ii) 8% of customer risk maintenance margin requirements plus 8% of non-customer risk maintenance margin requirements, all as defined in the capital rules of the CFTC. The NYSE may require a member firm to reduce its business if its net capital is less than 4% of aggregate debit items and may prohibit a member firm from expanding its business or paying cash dividends if its net capital is less than 5% of aggregate debit items. At June 30, 2011, the Company's net capital of approximately \$6.9 billion was approximately 7.2% of aggregate debit items and exceeded the minimum regulatory net capital requirement of approximately \$1.9 billion by approximately \$5.0 billion.

The Company performs the computation for assets in the proprietary accounts of its introducing brokers ("PAIB") in accordance with the customer reserve computation set forth in Rule 15c3-3 under the Securities Exchange Act of 1934, so as to enable introducing brokers to include PAIB assets as allowable assets in their net capital computations (to the extent allowable under the Net Capital Rule).

15. Subsequent Events

The Company has performed an evaluation of events that have occurred subsequent to June 30, 2011, and through September 2, 2011 (the date of the filing of this report). There have been no material subsequent events that occurred during such period that would require disclosure in this report or would be required to be recognized in the Company's Statement of Financial Condition as of June 30, 2011.
