

	Price to Public(1)	Distributor's Commission(2)	Proceeds to Us
Per Note	\$1,000.00	up to \$10.00	no less than \$990.00
Total	\$2,100,000.00	up to \$21,000.00	no less than \$2,079,000.00

- (1) The price to the public includes the cost of hedging our obligations under the Notes through one or more of our affiliates, which includes our affiliates' expected cost of providing such hedge as well as the profit our affiliates expect to realize in consideration for assuming the risks inherent in providing such hedge. Also see "Risk Factors – The inclusion of commissions and projected profit from hedging in the original price is likely to adversely affect secondary market prices" in the accompanying Product Supplement.
- (2) Please see "Supplemental Plan of Distribution (Conflict of Interest)" in this Pricing Supplement as well as "Supplemental Plan of Distribution" in the accompanying Product Supplement for information about fees and commissions. J.P. Morgan Securities LLC, acting as the Placement Agent, will receive from SG Americas Securities, LLC, the primary agent, a fixed sales commission of 1.00% for each Note it sells. In addition, JPMorgan Chase Bank, N.A. will purchase Notes from SG Americas Securities, LLC for sales to certain fiduciary accounts at a purchase price to such accounts of 99.00% of the stated Notional Amount per Note and will forgo any sales commission with respect to such sales.

Neither the Securities and Exchange Commission nor any state securities commission or regulatory authority has approved or disapproved of the Notes or the guarantee or passed upon the accuracy or adequacy of this Pricing Supplement, the Product Supplement and the Offering Memorandum. Any representation to the contrary is a criminal offense.

The Notes are not, and will not be, rated by any nationally recognized statistical rating organization. The Notes are securities in the same series as and have equal rights and obligations as investment-grade rated notes and certificates issued by us under the Program (as defined on the cover page of the accompanying Product Supplement).

The agents are not obligated to purchase the Notes but have agreed to use reasonable efforts to solicit offers to purchase the Notes. To the extent the full Aggregate Notional Amount of the Notes being offered by this Pricing Supplement is not purchased by investors in the offering, one or more of our affiliates may agree to purchase a part of the unsold portion, which may constitute a substantial portion of the total Aggregate Notional Amount of the Notes, and to hold such Notes for investment purposes. See "Risk Factors - Holding of the Notes by our affiliates and future sales" in this Pricing Supplement. This Pricing Supplement and the accompanying Product Supplement and Offering Memorandum may be used by our affiliates in connection with offers and sales of the Notes in market-making transactions.

*The Issuer reserves the right to withdraw, cancel or modify the offer and to reject orders in whole or in part. The Notes are expected to be delivered through the facilities of The Depository Trust Company on or about the Issue Date.*

The date of this Pricing Supplement is July 26, 2013

