

Report Prepared On: 10/25/12

**Structured Product Details**

<b>Name</b>	Yield Optimization Notes with Contingent Protection linked to Plains Exploration & Production Co.
<b>Issue Size</b>	\$4.13 million
<b>Issue Price</b>	\$21.74
<b>Term</b>	12 Months
<b>Annualized Coupon</b>	14.12%
<b>Pricing Date</b>	May 26, 2010
<b>Issue Date</b>	May 28, 2010
<b>Valuation Date</b>	May 24, 2011
<b>Maturity Date</b>	May 31, 2011
<b>Issuer</b>	JPMorgan
<b>CDS Rate</b>	83.95 bps
<b>Swap Rate</b>	1.21%
<b>Reference Asset</b>	Plains Exploration & Production Co.'s stock
<b>Initial Level</b>	\$21.74
<b>Conversion Price</b>	\$21.74
<b>Trigger Price</b>	\$15.22
<b>Dividend Rate</b>	0.00%
<b>Implied Volatility Delta<sup>1</sup></b>	51.44% 0.37
<b>Fair Price at Issue</b>	\$20.98
<b>Realized Return</b>	15.03%
<b>CUSIP</b>	46634E361
<b>SEC Link</b>	<a href="http://www.sec.gov/Archives/edgar/data/19617/000089109210002279/c38929_424b2.htm">www.sec.gov/Archives/edgar/data/19617/000089109210002279/c38929_424b2.htm</a>

**Yield Optimization Notes with Contingent Protection linked to Plains Exploration & Production Co.**

**Description**

JPMorgan issued \$4.13 million of Yield Optimization Notes with Contingent Protection linked to Plains Exploration & Production Co. on May 28, 2010 at \$21.74 per note.

These notes are JPMorgan-branded single observation reverse convertibles. Single observation reverse convertibles pay periodic interest coupons and at maturity convert into shares of the reference security if the price of the reference security at the notes' maturity is below the trigger price determined when the notes were issued.

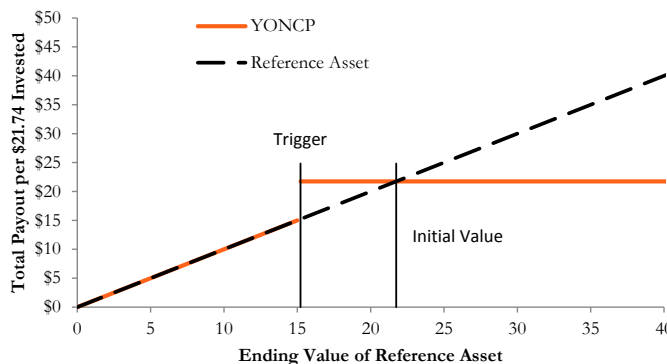
These 12-month notes pay monthly coupons at an annualized rate of 14.12%. In addition to the monthly coupons, on May 31, 2011 investors will receive the market value of one share of Plains Exploration & Production Co.'s stock if on May 24, 2011 Plains Exploration & Production Co.'s stock closes below \$15.22 (70% of Plains Exploration & Production Co.'s stock price on May 26, 2010). Otherwise, investors will receive the \$21.74 face value per note.

**Valuation**

This JPMorgan single observation reverse convertible linked to Plains Exploration & Production Co.'s stock can be valued as a combination of a note from JPMorgan and a short European out-of-the-money cash-or-nothing put option, and a short European out-of-the-money put option on Plains Exploration & Production Co.'s stock. For reasonable valuation inputs this note was worth \$20.98 per \$21.74 when it was issued on May 28, 2010 because investors were effectively being paid only \$2.62 for giving JPMorgan options which were worth \$3.37.

There is no active secondary market for most structured products. Structured products, including this note, therefore are much less liquid than simple stocks, bonds, notes and mutual funds. Investors are likely to receive less than the structured product's estimated market value if they try to sell the structured product prior to maturity. Our valuations do not incorporate this relative lack of liquidity and therefore should be considered an upper bound on the value of the structured product.

**Payoff Curve at Maturity**



The payoff diagram shows the final payoff of this note given Plains Exploration & Production Co.'s stock price (horizontal axis). For comparison, the dashed line shows the payoff if you invested in Plains Exploration & Production Co.'s stock directly.

**Related Research**

**Research Papers:**

[www.slcg.com/research.php](http://www.slcg.com/research.php)

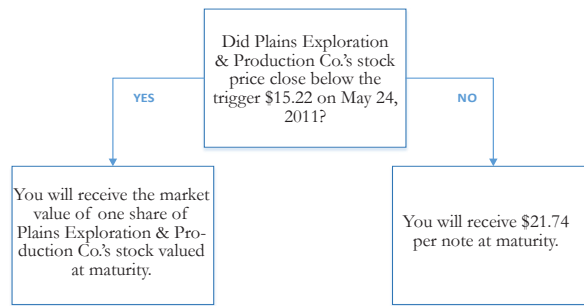
- "Are Structured Products Suitable for Retail Investors?" December 2006.
- "Structured Products in the Aftermath of Lehman Brothers," November 2009.
- "What TiVo and JP Morgan Teach Us about Reverse Convertibles," June 2010.

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### Principal Payback Table

Plains Exploration & Production Co.'s Stock	Note Payoff
\$0.00	\$0.00
\$2.17	\$2.17
\$4.35	\$4.35
\$6.52	\$6.52
\$8.70	\$8.70
\$10.87	\$10.87
\$13.04	\$13.04
\$15.22	\$21.74
\$17.39	\$21.74
\$19.57	\$21.74
<b>\$21.74</b>	<b>\$21.74</b>
\$23.91	\$21.74
\$26.09	\$21.74
\$28.26	\$21.74
\$30.44	\$21.74
\$32.61	\$21.74

### Maturity Payoff Diagram



The contingent payoffs of this Yield Optimization Note with Contingent Protection.

### Analysis

This single observation reverse convertible's 14.12% coupon rate is higher than the yield JPMorgan paid on its straight debt but, in addition to JPMorgan's credit risk, investors bear the risk that they will receive shares of Plains Exploration & Production Co.'s stock when those shares are worth substantially less than the face value of the note at maturity.

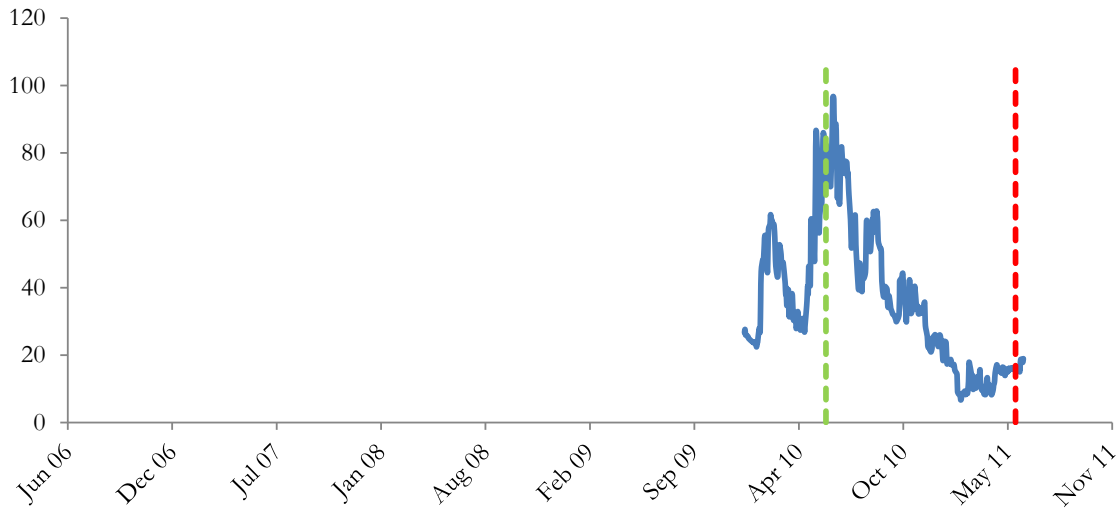
Investors purchasing these reverse convertibles effectively sell put options to JPMorgan and post the note's issue price as collateral to secure satisfaction of the investors' obligations under the option contracts. JPMorgan pays investors a "coupon" that is part payment for the put options and part interest on the investors' posted collateral. This reverse convertible is fairly priced if and only if the difference between the reverse convertible's "coupon rate" and interest paid on JPMorgan's straight debt equals the value of the put option investors are giving to JPMorgan. Whether this reverse convertible is suitable or not is identically equivalent to whether selling put options on the reference stock at the option premium being paid by JPMorgan was suitable for the investor.

### JPMorgan's Stock Price



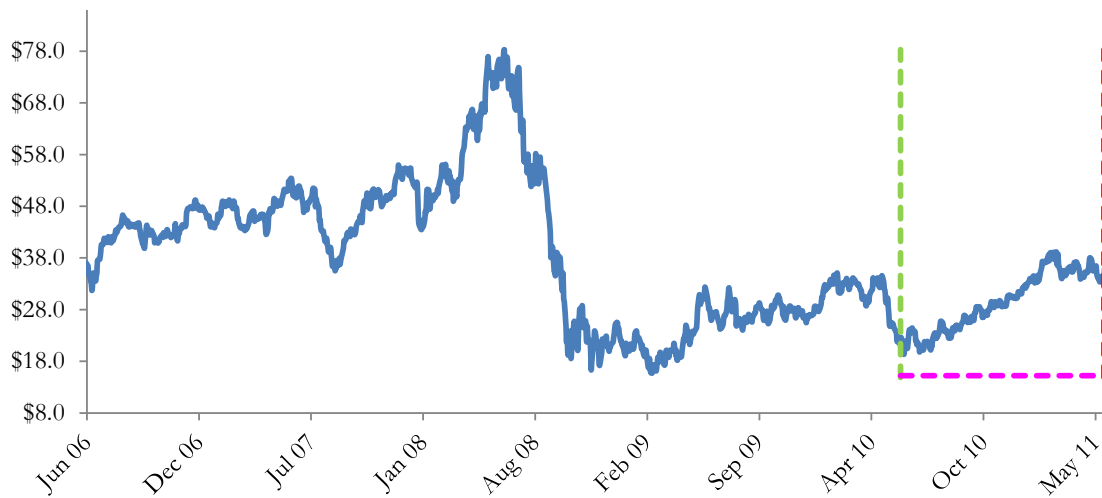
The graph above shows the adjusted closing price of the issuer JPMorgan for the past several years. The stock price of the issuer is an indication of the financial strength of JPMorgan. The adjusted price shown above incorporates any stock split, reverse stock split, etc.

### JPMorgan's CDS Rate



Credit default swap (CDS) rates are the market price that investors require to bear credit risk of an issuer such as JPMorgan. CDS rates are usually given in basis points (bps). One basis point equals 0.01%. Higher CDS rates reflect higher perceived credit risk, higher required yields, and therefore lower market value of JPMorgan's debt, including outstanding Yield Optimization Note with Contingent Protection. Fluctuations in JPMorgan's CDS rate impact the market value of the notes in the secondary market.

### Plains Exploration & Production Co.'s Stock Price

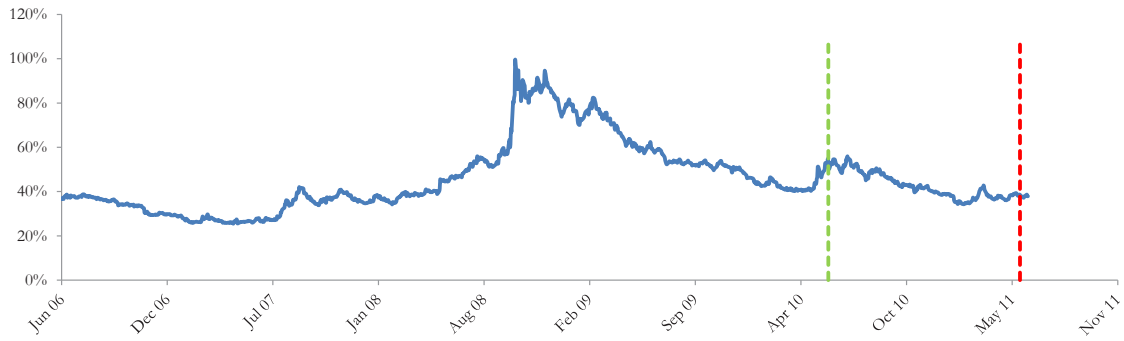


The graph above shows the historical levels of Plains Exploration & Production Co.'s stock for the past several years. The final payoff of this note is determined by Plains Exploration & Production Co.'s stock price at maturity. Higher fluctuations in Plains Exploration & Production Co.'s stock price correspond to a greater uncertainty in the final payout of this Yield Optimization Note with Contingent Protection.

### Realized Payoff

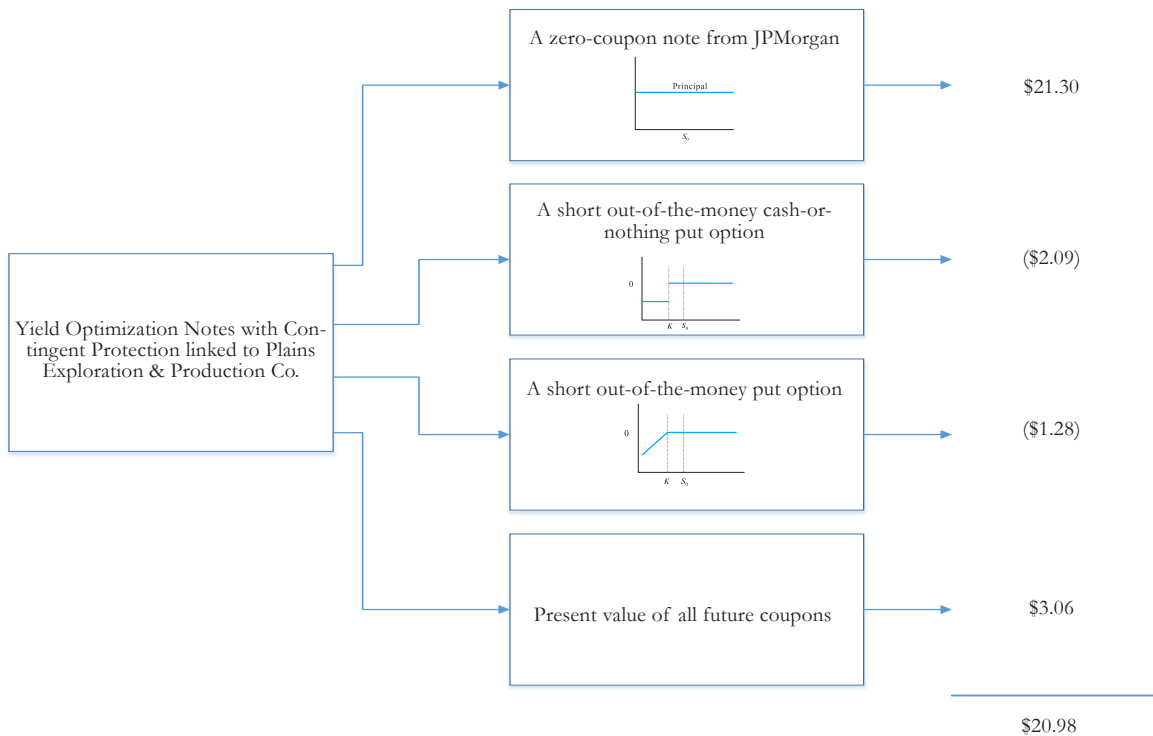
This note matured on May 31, 2011 and investors received \$21.74 per note.

**Reference Asset Plains Exploration & Production Co.'s Stock's Implied Volatility**



The annualized implied volatility of Plains Exploration & Production Co.'s stock on May 26, 2010 was 51.44%, meaning that options contracts on Plains Exploration & Production Co.'s stock were trading at prices that reflect an expected annual volatility of 51.44%. The higher the implied volatility, the larger the expected fluctuations of Plains Exploration & Production Co.'s stock price and of the Note's market value during the life of the Notes.

**Decomposition of this Yield Optimization Note with Contingent Protection**



This note can be decomposed into different components, and each component can be valued separately. The chart above shows the value of each component of this Yield Optimization Note with Contingent Protection.

1. Delta measures the sensitivity of the price of the note to the Plains Exploration & Production Co.'s stock price on May 26, 2010.
2. CDS rates can be considered a measure of the probability that an issuer will default over a certain period of time and the likely loss given a default. The lower the CDS rate, the lower the default probability. CDS rate is given in basis points (1 basis point equals 0.01%), and is considered as a market premium, on top of the risk-free rate, that investors require to insure against a potential default.
3. Fair price evaluation is based on the Black-Scholes model of the Plains Exploration & Production Co.'s stock on May 26, 2010.
4. Calculated payout at maturity is only an approximation, and may differ from actual payouts at maturity.
5. Our evaluation does not include any transaction fees, broker commissions, or liquidity discounts on the notes.