

Eagle Bank Deposit Sweep Program Disclosure

Effective October 2023



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Eagle Sweep Disclosure

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Program Summary

This document highlights certain key features of the Eagle Deposit Sweep Program (“Eagle Sweep Program”). We recommend that you read the complete Disclosure Document before you decide to participate in the Eagle Sweep Program. You should consult your Authorized Agent/Advisor for more information. All capitalized terms in this section are defined below in the Disclosure Document.

In this Program Disclosure Document, the words “you” and “your” refer to the customer and shall mean and refer to the person(s) or entity(ies) whose name(s) appears on the J.P. Morgan Securities, LLC (“JPMS”) Brokerage Account.

How the Program Works

JPMS makes available several cash sweep programs for its brokerage customers. Among the cash sweep programs is the Eagle Sweep Program, whereby the available cash balances of a customer’s brokerage account are automatically deposited or “swept” into an interest-bearing demand deposit account (the “DDA”) and/or an interest-bearing money market demand account (the “MMDA” and together with the DDA, an “Eagle Sweep Account” or the “interest-bearing sub-accounts”) at JPMS’ affiliate, JPMorgan Chase Bank, N.A., (the “Bank” or “JPMCB”).

Program Bank

JPMCB is a federally-chartered bank. Deposits at JPMCB are insured by the Federal Deposit Insurance Corporation (“FDIC”) to the extent provided under the Federal Deposit Insurance Act and FDIC Rules.

Pershing LLC as your Agent under the Program

The Eagle Sweep Account with JPMCB is maintained on behalf of JPMS’ customers through an omnibus deposit account by JPMS’ Clearing Agent, Pershing LLC (“Pershing”). Pershing will act as your agent to place your available cash balances in your JPMS Brokerage Account into the Eagle Sweep Account at JPMCB. For purposes of the FDIC’s rules and regulations for pass-through deposit insurance, the omnibus account is entitled “Pershing LLC as agent for its customers acting for themselves and others.” JPMS and Pershing maintain records of the amount of the deposits belonging to each brokerage customer in accordance with FDIC rules. You may only make deposits to and withdrawals from the Eagle Sweep Program through your JPMS brokerage account. JPMS, Pershing and JPMCB share information on you and your JPMS Account and Eagle Sweep Account in order to open the account and process sweep transactions, and as otherwise provided for in JPMCB’s Privacy

Policy that has been provided to you separately.

FDIC and SIPC Coverage

Your cash placed in the Eagle Sweep Program account at JPMCB will be eligible for FDIC insurance in accordance with the FDIC's rules and regulations and up to the standard maximum deposit insurance amount ("SMDIA"), which is currently limited to \$250,000 per depositor per depository institution (\$500,000 for joint accounts). **Any amounts above the SMDIA will not be insured by the FDIC or the Securities Investor Protection Corporation ("SIPC").**

Pershing, as your agent under the Eagle Sweep Program, sweeps your available cash balances from your JPMS Brokerage Account to your Eagle Sweep Account at JPMCB, which is held in Pershing's name as agent for its customers. JPMS and Pershing maintain records of the amount of the deposits belonging to each brokerage customer in accordance with FDIC rules. A customer's individual balances in the Eagle Sweep Account in excess of the SMDIA, when aggregated with all other deposits at JPMCB that the customer owns in the same right and capacity, are not insured by the FDIC. FDIC insurance protects depositors against losses in the event of a failure of JPMCB, up to the SMDIA held in the same ownership right and capacity at JPMCB, but does not protect against bookkeeping errors, misappropriation or disappearance of the funds. The Eagle Sweep Account is insured by the FDIC and is neither covered by SIPC nor guaranteed by Pershing.

Cash balances held in your JPMS Brokerage Account other than in the form of bank deposits are not insured by the FDIC but are covered by the SIPC up to the applicable SIPC limits. SIPC is a non-profit member corporation funded primarily by member securities brokerage firms registered with the SEC. SIPC provides protection against risks to clients of member brokerage firms, including Pershing, in the event of a member firm's failure. SIPC coverage protects brokerage customers against misappropriation or disappearance of cash or securities in the customer's account at a broker-dealer firm during the bankruptcy of the broker-dealer firm, but does not protect you against a decline in value of securities or other assets. If a broker-dealer is placed in liquidation, a SIPC designated trustee will ensure that what is owed to a customer is returned, within certain limits. However, SIPC does not afford protection against the failure of the issuer of securities and does not guarantee bank deposits. SIPC currently provides insurance of up to \$500,000 for amounts in a brokerage account, including \$250,000 for claims for cash. Any securities held in your JPMS Brokerage Account with JPMS, including money market fund shares, are investment products and (i) are not insured by the FDIC; (ii) are subject to investment risk, including loss of principal amount invested; and (iii) are not backed by any bank or government entity.

Your cash placed in an Eagle Sweep Account at JPMCB is not covered by SIPC. Unlike money market fund shares or cash balances held in a brokerage account as a free credit balance,

cash swept to the Eagle Sweep Account is not covered by SIPC after receipt by JPMCB

It is your responsibility to monitor your total deposits at JPMCB and cash balances held through JPMS and Pershing to determine the extent of FDIC and SIPC insurance coverage available to you. JPMCB and its affiliates do not conduct that monitoring for customers. You should keep in mind other accounts held in the same title and capacity at JPMCB and with JPMS in calculating FDIC or SIPC coverage limits, because both programs' coverage limits are set per customer across all accounts. You should consider the differences between SIPC coverage and FDIC insurance in evaluating the Eagle Sweep Program or any other sweep options offered by JPMS. For more information on SIPC, please visit the SIPC website at www.sipc.org or call SIPC at 202-371-8300. For more information on FDIC deposit insurance, please visit the FDIC website at www.fdic.gov or call the FDIC at 877-275-3342.

Rates of Return

Interest rates, effective yields and annual percentage yields ("APY") for the Eagle Sweep Account are subject to change at any time. Those rates will normally vary to some degree consistent with market rates of interest. Rates for the Eagle Sweep Account may differ from rates offered under other sweep options offered by JPMS or offered for different tiers of balances. In addition, the interest rate may be higher or lower than the rate available to direct depositors of JPMCB for comparable accounts so you should compare the terms, rate of return, required minimum amounts, charges and other features of the Eagle Sweep Account with those of other deposit accounts and alternative cash investments. The interest rates paid on the Eagle Sweep Account are set by JPMCB in its sole discretion.

Benefits to JPMCB

Funds swept into JPMCB deposit accounts under the Eagle Sweep Program provide JPMCB with a relatively low-cost source of funds for JPMCB that can be lent or invested at higher rates, thus enabling JPMCB to earn a profit based on the spread between the rate paid to its customers and the interest earned by JPMCB on the assets. The fact that JPMCB sets the rate creates a conflict of interest because JPMCB has an incentive to set the rate as low as possible. JPMCB does not have a duty to provide the highest rates available and has in the past and likely will in the future seek to pay a low rate, and to pay a lower rate for Eagle Sweep Accounts than the current yields on money market mutual funds. A money market mutual fund has a fiduciary duty to seek the highest possible yield consistent with its stated investment objectives, risk tolerance and SEC liquidity and portfolio rules. Current rates and other information on the Eagle Sweep Program are available at www.firstrepublic.com/brokerage.

Benefits to JPMS

JPMS is making the Eagle Sweep Program and Eagle Preferred

Deposit Option (described below) available for reasons that include the features and benefits to be provided to its customers, the profitability and cost to it of providing the various cash program options, and its funding needs.

JPMCB and its affiliates and third-party service providers receive fees and derive other benefits from the Eagle Sweep Program and other cash sweep programs offered by JPMS to its customers. JPMCB registers a monthly per-account credit to JPMS in its internal books and records for each JPMS account that utilizes the Eagle Sweep Program. JPMCB employees may receive referral payments based on asset levels in accounts of clients such employees have referred to JPMS, which includes Eagle Sweep Account balances. Additionally, Pershing receives from JPMS a payment to operate and maintain the Eagle Sweep Program. In the case of money market mutual fund sweep options, JPMS and Pershing receive Rule 12b-1 fees and other servicing fees from participating money market funds. Pershing pays fees to JPMS based on customer balances in JPMS accounts, which includes Eagle Sweep Accounts and money market funds. The various fees discussed in this paragraph create a conflict of interest because they give JPMS an incentive to recommend that clients keep a higher percentage of their assets in cash to earn those fees.

Benefits to Pershing LLC

Pershing receives fees and other compensation and benefits from client accounts and from JPMS and for order flow in respect of client accounts, including your JPMS Brokerage Account. Pershing also uses cash balances that are held as free credit balances in client brokerage accounts to finance its balance sheet and earns interest on margin loans to client accounts.

Changes to the Eagle Sweep Program

JPMS has in the past and likely will in the future at its discretion change the available sweep options for customer brokerage accounts, or change the terms and conditions of any sweep options, including the Eagle Sweep Program and Eagle Preferred Deposit Option, after providing not less than thirty (30) days' written notice. Changes to interest rates, APYs and balances required to qualify for higher rates have in the past and likely will in the future be changed without prior notice to customers. For other changes, JPMS will provide notice prior to: (1) making changes to the Eagle Sweep Program; (2) making changes to the terms and conditions of a deposit product currently available through the Eagle Sweep Program, including the Eagle Preferred Deposit Option (as described below); (3) changing, adding, or deleting deposit products available through the Eagle Sweep Program; or (4) changing your sweep option from one product to another.

JPMS will send written notice of a change to you by e-mail, regular mail, as part of your statement, or by other means, including, if permitted by applicable law, by posting on the JPMS website. The notice will describe the new terms and conditions and provide you with other available options should you choose to decline the new terms, conditions, or products. You may ask

us to remit your available cash balances to you or place them in another sweep option for which you are eligible. If you do not close your account within thirty (30) calendar days of the notice of modification to the terms and conditions and/or to the services provided by JPMS, then you will be deemed to have accepted the modification. Any modifications that are required by law will be immediately effective.

Opting In or Out of the Eagle Sweep Program

For all new JPMS Brokerage Accounts opened after March 1, 2007, and carried at Pershing, customers will have agreed that, if they qualify, the Eagle Sweep Program will be used to hold the customer's cash balances, unless the customer directs JPMS in writing to use a different sweep option subject to the customer's eligibility for other sweep options. For JPMS brokerage accounts opened before March 1, 2007, the Eagle Sweep Program is being made available to those customers who direct JPMS in writing to change their existing cash sweep option to the Eagle Sweep Program.

Risks of Eagle Sweep Program

Each of the cash program options provided by JPMS has different risks and is regulated in very different ways. The Eagle Sweep Program, by which Pershing acts as your agent to place your cash balances in your JPMS Brokerage Account into a deposit account at JPMCB, is regulated primarily under federal banking laws. Money market mutual funds, on the other hand, are pools of investments in short-term debt instruments and are regulated by the SEC under the Investment Company Act of 1940 and other federal securities laws. Investments in money market mutual funds are securities, and like other securities and non-deposit products held in your JPMS Brokerage Account, are not insured by the FDIC or any other government agency, are not deposits or other obligation of JPMCB, JPMS, any other bank or depository institution, and are subject to investment risks, including possible loss of principal amounts invested.

Earnings on money market mutual funds are the net return on this pool, after payment of expenses, and tend to go up and down over time with market rates of interest on short-term debt instruments. Some money market mutual funds invest primarily in tax-exempt municipal securities and offer tax savings to certain customers. Interest paid to customers on Eagle Sweep Accounts is fully taxable. Eagle Sweep Accounts with JPMCB earn interest based on interest rates set by JPMCB, and a money market fund investment earns dividends on fund shares held in your JPMS Brokerage Account. The interest earned on Eagle Sweep Accounts fluctuates and has in the past and likely will in the future be less than the then-current yield on a money market fund investment.

Eagle Sweep Program Eligibility

Not all JPMS customers qualify for the Eagle Sweep Program. Customers who qualify for the Eagle Sweep program have

accounts cleared through Pershing and include individuals, joint accounts, personal trusts and estates, state and municipal government entities, certain money market mutual funds, domestic non-profit corporations, sole proprietorships, Individual Retirement Accounts (“IRAs”) and other pension and employee benefit plans, partnerships and for-profit corporations. JPMS may change the eligibility requirements for the Eagle Sweep Program at its discretion. If you have an existing JPMS Brokerage Account that uses a different sweep option, and you are eligible for the Eagle Sweep Program, you may change to the Eagle Sweep Program by signing and returning a letter of instruction or emailing your authorization to JPMS. You may elect the Eagle Sweep Program as your sweep option at any future date you choose, subject to the availability of alternative programs at that time. Persons and entities that are eligible to be Eagle Sweep Account holders are referred to as “Qualified Participants.” Please ask your JPMS Advisor for additional details concerning your eligibility to have your funds swept into an Eagle Sweep Account. If you are a Qualified Participant but do not wish to have your excess cash deposited in the Eagle Sweep Account, your cash options may be limited or you may be required to close your JPMS Brokerage Account. JPMCB currently does not require a minimum deposit balance to open your Eagle Sweep Account or have any fees associated with low balances swept into the Eagle Sweep Account by a customer. Your Eagle Sweep Account will be funded solely from available cash balances in your JPMS Brokerage Account.

You may have previously elected to sweep excess funds from your JPMS Brokerage Account to a money market mutual fund. JPMS continues to offer these money market mutual fund sweep options only to a limited set of accounts. Not all sweep options are available to all customers of JPMS, and your account may or may not be eligible for the money market mutual fund sweep option. JPMS is giving you the opportunity to invest your excess funds in the Eagle Sweep Program. If you do not wish to have your funds swept into an insured deposit account with the Bank under the Eagle Sweep Program, or wish to discuss your options in more detail, please contact your JPMS Advisor.

Eagle Preferred Deposit Option

JPMS makes available to certain of its brokerage customers that participate in the Eagle Sweep Program the Eagle Preferred Deposit Option, which is an option to earn a modestly higher interest rate and APY on a portion of the customers' brokerage deposit than earned on the general balance of the Eagle Sweep Account under the standard tiers of the Eagle Sweep Program. For the portion of your Eagle Sweep Account balance to be treated as an Eagle Preferred Deposit, you must obtain JPMS approval and have a cash balance in your JPMS Brokerage Account or Eagle Sweep Account of at least \$1,000,000 at the time of the initial sweep and maintain at least \$500,000 in cash balances (“Minimum Deposit”) in the Account (unless an exception to this Minimum Deposit is approved by JPMS), while also having no anticipated immediate need for the portion of

cash to be treated as an Eagle Preferred Deposit. Once you are approved as eligible for the Eagle Preferred Deposit Option by JPMS, a reduction in your available cash balance below \$1,000,000 for a period of time will not impact your eligibility, provided that you maintain the Minimum Deposit, unless your transaction activity demonstrates a more frequent need for available cash to be swept from your Eagle Sweep Account to your JPMS Brokerage Account (i.e., to routinely cover the purchase of securities or other investments through the brokerage account).

For eligible customers that choose to have a portion of their balance in their Eagle Sweep Account treated as an Eagle Preferred Deposit, JPMS manually transfers the eligible amount of the customer's available cash balance into a higher deposit tier within the Eagle Sweep Account.

Eagle Preferred Deposits are held within an Eagle Sweep Account at JPMCB. Therefore, the terms and conditions that apply to the Eagle Sweep Account also apply to Eagle Preferred Deposits. The terms and conditions of the customer's JPMS New Account Application, the Disclosure Document for the Eagle Sweep Program, and the Interest Rate Schedule are also applicable to the Eagle Preferred Deposit Option.

Eagle Preferred Deposit Option Disclosures

The Eagle Preferred Deposit is not a separate deposit account with JPMCB, but a separate tier within the Eagle Sweep Account that normally will earn a slightly higher interest rate and APY than the general tiers in the Eagle Sweep Account.

The Eagle Preferred Deposit is not an automatic sweep. The transfer to the Eagle Preferred Deposit is a manual transaction by a Wealth Manager or delegate. The portion of a customer's balance to earn the higher APY must be the assigned the higher interest rate tier manually by JPMS, either at the customer's transaction-by-transaction direction or at the discretion of JPMS, depending on the anticipated cash needs of a customer. The portion of the customer's deposit treated as an Eagle Preferred Deposit is fully liquid, but it is understood by the customer and JPMS that the Eagle Preferred Deposit portion is not immediately needed by the customer, and thus will earn the higher APY set for the Eagle Preferred Deposit Option or JPMCB APY set for the appropriate interest rate tier of the Eagle Preferred Deposit at the time of transfer.

Eagle Preferred Deposit Interest Rates and APYs

The interest rate paid to customers on their Eagle Preferred Deposit in their Eagle Sweep Account is set by JPMCB in its sole discretion. Interest rates, effective yields and APY for each of the options for cash pending further investment are subject to change by JPMCB at any time. Those rates will normally go up and down to some degree with market rates of interest. Applicable rates of the different sweep options will be different from one another, some paying significantly higher or lower rates than others as are rates paid on bank accounts held directly

with JPMCB. JPMCB normally sets the interest rate for Eagle Preferred Deposits to be competitive with certain other market rates, however, JPMCB does not have a duty to provide the highest rates available.

Changes to the Terms of the Eagle Preferred Deposit Option

JPMS has in the past and likely will in the future at any time change the terms and conditions of the Eagle Preferred Deposit Option, after providing not less than thirty (30) days' written notice. Changes to interest rates, APYs and minimum balances required to qualify for higher rates have in the past and likely will in the future be changed without prior notice to the customer. JPMS will provide notice prior to rescinding approval of a customer's eligibility to receive a portion of their balance as an Eagle Preferred Deposit. JPMS will send written notice of a change to you by e-mail, regular mail, as part of your statement, or by other means, including, if permitted by applicable law, by posting on the JPMS website. The notice will describe the new terms and conditions and provide you with other available options should you choose to decline the new terms, conditions, or products. If you do not close your account within thirty (30) calendar days of the notice of modification, or come to a mutual agreement in writing with JPMS as to a different sweep option, to the terms and conditions and/or to the services provided by JPMS, then you will be deemed to have accepted the modification. Any modifications that are required by law will be immediately effective.

Insurance Coverage of Eagle Preferred Deposits

The several cash sweep options available through JPMS are treated differently for purposes of SIPC coverage and FDIC insurance. You should consider the differences between SIPC coverage and FDIC insurance in evaluating the options.

The delineation of a portion of a customer's Eagle Sweep Account as an Eagle Preferred Deposit does not affect FDIC deposit insurance coverage for the customer's account. A customer's Eagle Sweep Account, including any portion that is placed in a higher deposit tier as an Eagle Preferred Deposit, is covered by federal deposit insurance of the FDIC up to the SMDIA, which is currently \$250,000 including principal and interest for individual accounts (\$500,000 for joint accounts). Other cash balances held in your JPMS Brokerage Account are not insured by the FDIC but are covered by the SIPC up to the applicable SIPC limits.

JPMS will not be responsible for any insured or uninsured portion of the customer's funds swept in the Eagle Sweep Account under the Eagle Preferred Deposit Option.

Pass-Through Deposit Insurance Coverage Disclosure Statement

This separate disclosure regarding pass-through deposit insurance is being provided pursuant to Federal Deposit Insurance Corporation (“FDIC”) regulations to vested participants of certain employee benefit plans where the employee benefit plan maintains an Eagle Sweep Account at JPMorgan Chase Bank, N.A.. (“JPMCB”) that is linked to a J.P. Morgan Securities, LLC (“JPMS”) Brokerage Account. JPMCB is a federally-chartered bank, the deposits of which are insured by the FDIC to the extent provided under the Federal Deposit Insurance Act and FDIC rules. This disclosure describes the pass-through insurance rules and how they apply to insure the deposits of vested participants of certain employee benefit plans.

1. “Pass-Through” Insurance

For certain types of employee benefit plans, having more than one participant that maintain an Eagle Sweep Account at JPMCB, the FDIC insurance limit is determined under FDIC rules on a “pass-through” basis for each vested participant, allowing more deposit insurance coverage than would be available if the deposit insurance limit were set for the plan as a single owner.

Deposits of an employee benefit plan under Section 3(3) of the Employee Retirement Income Security Act of 1974, as amended (“ERISA”), including any plan described in Section 401(d) of the Internal Revenue Code, as amended (“IRC”), held at JPMCB are insured on a “pass-through” basis, in the amount of up to the standard maximum deposit insurance amount (“SMDIA”) for the vested interest of each plan participant, provided the FDIC rules governing the recognition of deposit ownership and fiduciary relationships are satisfied. The current SMDIA is \$250,000.

Deposits at JPMCB made in connection with certain types of retirement plans that are also deposits of an employee benefit plan or deposits of a deferred compensation plan described in Section 457 of the IRC held at JPMCB are insured on a “pass-through” basis in the amount of \$250,000 for the vested interest of each plan participant, provided the FDIC rules governing the recognition of deposit ownership and fiduciary relationships are satisfied.

2. Aggregation of Multiple Plans

Funds representing the vested interests of a beneficiary in an employee benefit plan, or eligible deferred compensation plan described in Section 457 of the IRC, which are deposited in one or more deposit accounts at JPMCB shall be aggregated with any other deposited funds at JPMCB representing such interests of the same beneficiary in other employee benefit plans, or eligible deferred compensation plans described in Section 457 of the IRC, established by the same employer or employee organization.

3. Aggregation of Certain Retirement Accounts

Deposits at JPMCB made in connection with the following types of retirement plans shall be aggregated and insured in the amount of up to \$250,000 per participant:

- (i) Any individual retirement account described in Section 408(a) of the IRC;
- (ii) Any eligible deferred compensation plan described in Section 457 of the IRC; and
- (iii) Any individual account plan defined in section 3(34) of ERISA and any plan described in Section 401(d) of the IRC, to the extent that participants and beneficiaries under such plans have the right to direct the investment of assets held in individual accounts maintained on their behalf by the plans.

Only the present vested and ascertainable interests of each participant in an employee benefit plan or "Section 457 Plan," excluding any remainder interest created by, or as a result of, the plan, shall be taken into account in determining the amount of deposit insurance accorded to the deposits of the plan.

4. Determination of Interests of Defined Contribution Plans

In the unlikely event of default of JPMCB, the value of an employee's vested interest in a defined contribution plan shall be deemed to be the employee's account balance as of the date of default of JPMCB, regardless of whether said amount was derived, in whole or in part, from contributions of the employee and/or the employer to the account.

5. Determination of Interests of Defined Benefit Plans

In the unlikely event of default of JPMCB, the value of an employee's vested interest in a defined benefit plan shall be deemed to be the present value of the employee's interest in the plan, evaluated in accordance with the method of calculation ordinarily used under such plan, as of the date of default of JPMCB.

6. Treatment of Contingent Interests

In the event that employees' interests in an employee benefit plan are not capable of evaluation in accordance with the rules of the FDIC, or an account established for any such plan includes amounts for future participants in the plan, payment by the FDIC with respect to all such interests shall not exceed the SMDIA in the aggregate.

7. Overfunded Pension Plan Deposits

Any portion of an employee benefit plan's deposits which is not attributable to the interests of the beneficiaries under the plan shall be deemed attributable to the over-funded portion of the plan's assets and shall be aggregated and insured up to the SMDIA, separately from any other deposits.

8. Where to Obtain More Information

You can learn more about FDIC deposit insurance coverage and limits by reading the FDIC's deposit insurance coverage rules at 12 C.F.R. Part 330 and viewing additional information that is available on the FDIC's website at www.fdic.gov.



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