

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE JP MORGAN CHASE & CO.  
DERIVATIVE LITIGATION

**Master Case No. 1:23-CV-03903  
(JSR)**

**DERIVATIVE ACTION**

**DECLARATION OF AUDRA J. SOLOWAY IN SUPPORT  
OF DEFENDANTS' MOTION TO DISMISS  
THE AMENDED STOCKHOLDER DERIVATIVE COMPLAINT**

AUDRA J. SOLOWAY declares the following pursuant to 28 U.S.C. § 1746:

1. I am a member of the law firm Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, attorneys for defendants Stephen Burke, Todd Combs, James Crown, Timothy Flynn, Mellody Hobson, John Kessler, and Phebe Novakovic (together, with JPMorgan Chase & Co. and James Dimon, "Defendants"). I submit this declaration in support of Defendants' Motion to Dismiss the Amended Stockholder Derivative Complaint.

2. Attached hereto as Exhibit 1 is a true and correct copy of the Deferred Prosecution Agreement and accompanying exhibits, entered into by JPMorgan Chase Bank, N.A. and the Office of the United States Attorney for the Southern District of New York on January 6, 2014.

3. Attached hereto as Exhibit 2 is a true and correct copy of the Restated Certificate of Incorporation of JPMorgan Chase & Co., effective April 5, 2006 (incorporated by reference to Exhibit 3.1 to the Current Report on Form 8-K of JPMorgan Chase & Co. filed April 7, 2006).

I declare under penalty of perjury that the foregoing is true and correct.

Executed on: July 6, 2023.  
New York, New York

/s/ Audra J. Soloway  
Audra J. Soloway