SECURITIES LITIGATION & CONSULTING GROUP

Structured Products Research Report

Report Prepared On: 12/05/12

Structured Product Details

Name	Reverse Exchangeable Notes linked to AIG
Issue Size	$437,000
Issue Price	$1,000
Term	12 Months
Annualized Coupon	12.50%
Pricing Date	August 8, 2008
Issue Date	August 13, 2008
Valuation Date	August 10, 2009
Maturity Date	August 13, 2009
Issuer	JPMorgan
CDS Rate	49.27 bps
Swap Rate	3.21%
Reference Asset	AIG's stock
Initial Level	$24.87
Trigger Price	$12.44
Conversion Price	$24.87
Dividend Rate	3.77%
Implied Volatility	60.69%
Delta[1]	0.39
Fair Price at Issue	$909.50
Realized Return	13.24%
CUSIP	48123LHR8
SEC Link	www.sec.gov/Archives/edgar/data/19617/000089109208004027/e32584_424b2.htm

Related Research

Research Papers:

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.

Geng Deng, Ph.D., FRM
Director, SLCG
(+1) 703.890.0741
GengDeng@slcg.com

Reverse Exchangeable Notes linked to AIG

Description

JPMorgan issued $437,000 of Reverse Exchangeable Notes linked to AIG on August 13, 2008 at $1,000 per note.

These notes are JPMorgan-branded reverse convertibles. Reverse convertibles pay periodic interest coupons and at maturity convert into shares of the reference security if the price of the reference stock at the notes' maturity is below its price when the notes were issued and had closed below a specified "trigger" during the term of the notes.

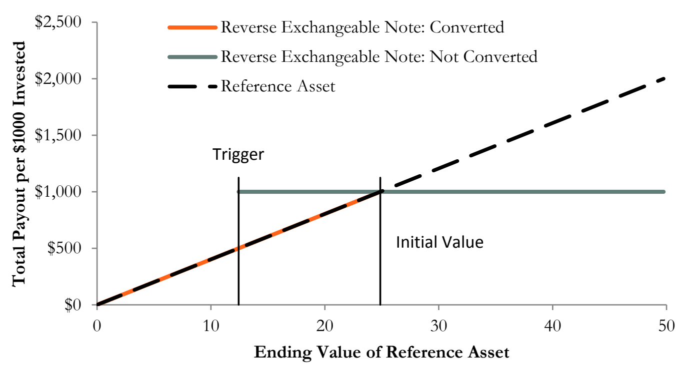
These 12-month notes pay monthly coupons at an annualized rate of 12.50%. In addition to the monthly coupons, at maturity on August 13, 2009 investors will receive the market value of 40.21 shares of AIG's stock if on August 10, 2009 AIG's stock price closes below $24.87 (AIG's stock price on August 8, 2008) and had ever closed at or below $12.44 during the term of the notes. Otherwise, investors will receive the $1,000 face value per note.

Valuation

This JPMorgan reverse convertible linked to AIG's stock can be valued as a combination of a note from JPMorgan and a short down-and-in, at-the-money put option on AIG's stock. For reasonable valuation inputs this note was worth $909.50 per $1,000 when it was issued on August 13, 2008 because investors were effectively being paid only $86.11 for giving JPMorgan an option which was worth $176.61.

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



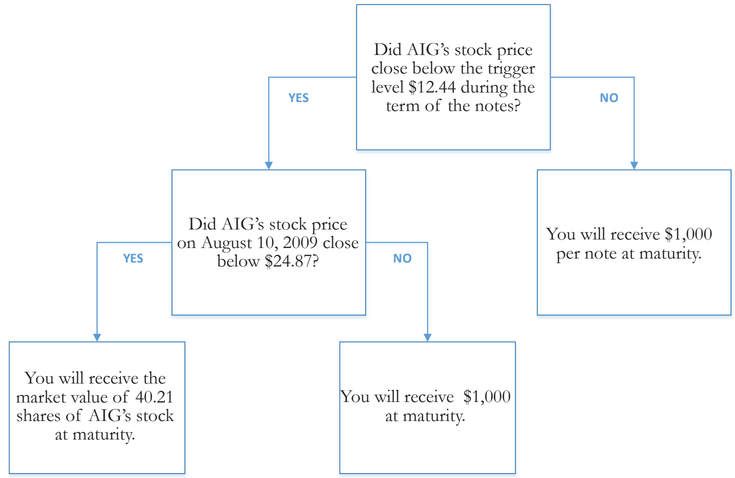
The payoff diagram shows the final payoff of this note given AIG's stock price (horizontal axis). For comparison, the dashed line shows the payoff if you invested in AIG's stock directly.

3998 FAIR RIDGE DRIVE, SUITE 250, FAIRFAX, VA 22033 | MAIN (703) 246-9380 | INFO@SLCG.COM
100 WILSHIRE BLVD, SUITE 950, SANTA MONICA, CA 90401 | MAIN (310) 917-1075

Principal Payback Table

AIG's Stock	Converted Note Payoff	Non-Converted Note Payoff
$0.00	$0.00	
$2.49	$100.00	
$4.97	$200.00	
$7.46	$300.00	
$9.95	$400.00	
$12.44	$500.00	$1,000.00
$14.92	$600.00	$1,000.00
$17.41	$700.00	$1,000.00
$19.90	$800.00	$1,000.00
$22.38	$900.00	$1,000.00
$24.87	**$1,000.00**	**$1,000.00**
$27.36	$1,000.00	$1,000.00
$29.84	$1,000.00	$1,000.00
$32.33	$1,000.00	$1,000.00
$34.82	$1,000.00	$1,000.00
$37.31	$1,000.00	$1,000.00

Maturity Payoff Diagram



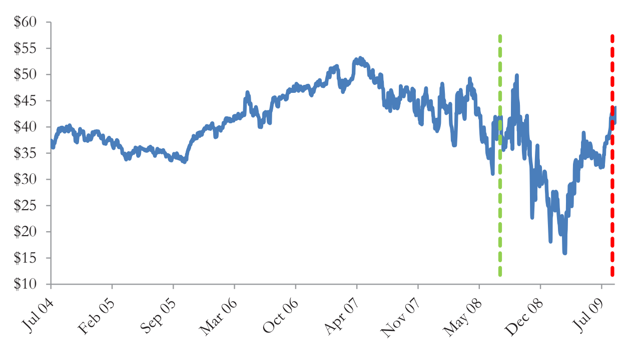
The contingent payoffs of this Reverse Exchangeable Note.

Analysis

This reverse convertible's 12.50% 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 AIG's stock when they are worth substantially less than the face value of the note at maturity.

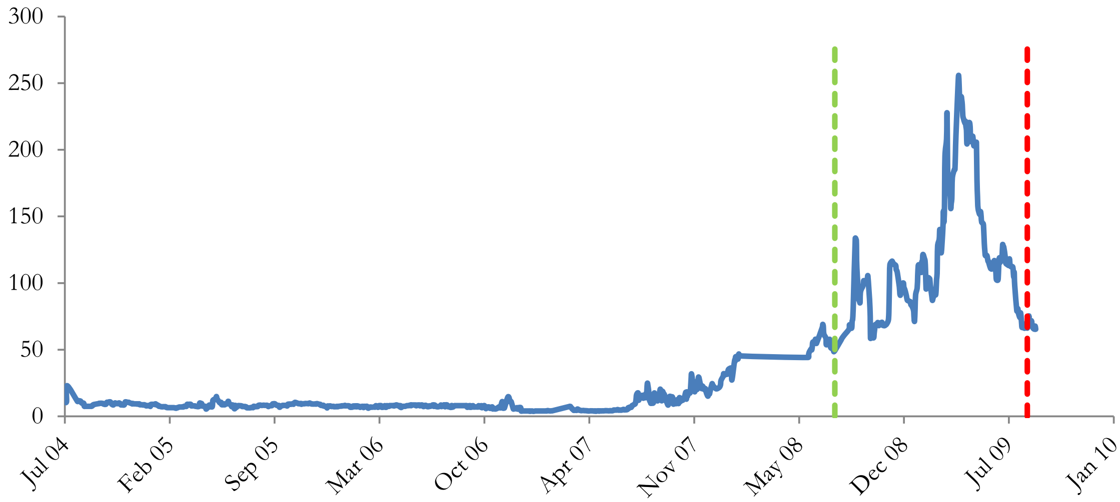
Investors purchasing reverse convertibles effectively sell put options to JPMorgan and post the note's issue price as collateral to secure satisfaction of the investors' obligations under the option contracts. JPMorgan pays investors a "coupon" that is part payment for the put options and part interest on the investors' posted collateral. This reverse convertible is fairly priced if and only if the excess of the reverse convertible's "coupon rate" above the interest JPMorgan pays on its straight debt equals the value of the put option investors are giving to JPMorgan. Whether the reverse convertible is suitable or not is 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



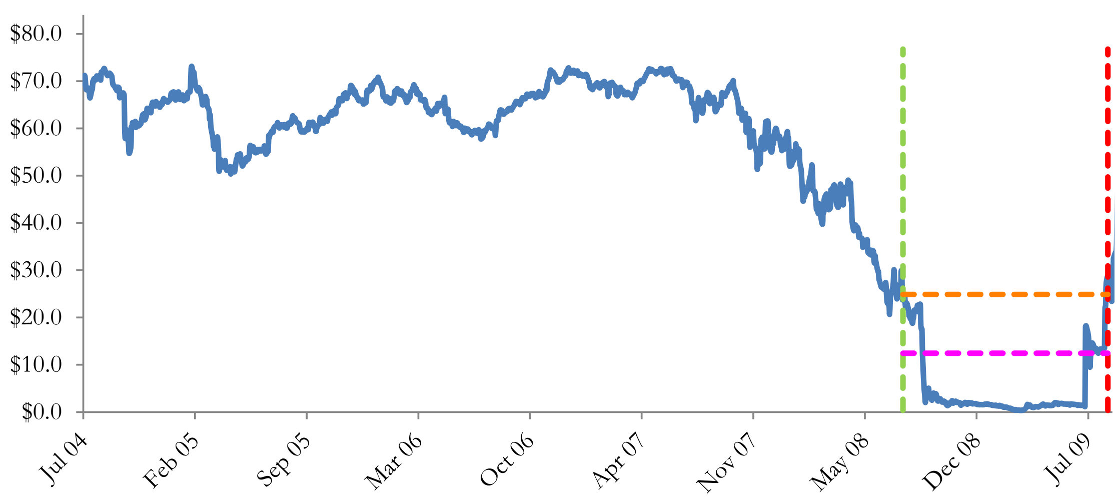
The graph above shows the adjusted closing price of the issuer JPMorgan for the past several years. The stock price of the issuer is an indication of the financial strength of JPMorgan. The adjusted price shown above incorporates any stock split, reverse stock split, etc.

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 Reverse Exchangeable Note. Fluctuations in JPMorgan's CDS rate impact the market value of the notes in the secondary market.

AIG's Stock Price

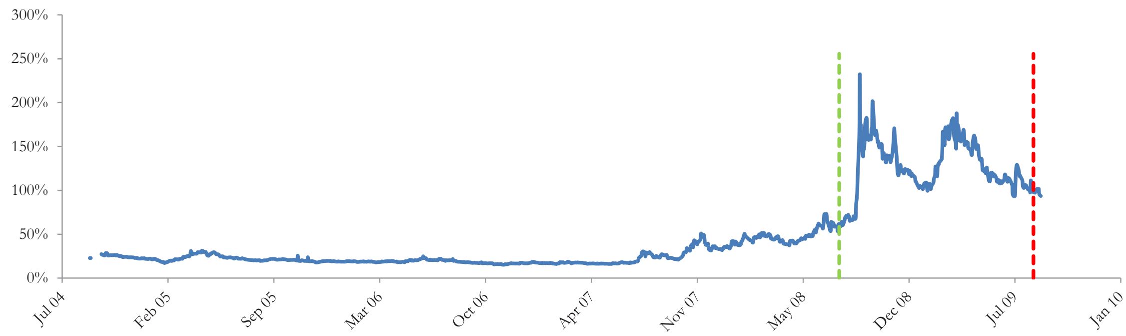


The graph above shows the historical levels of AIG's stock for the past several years. The final payoff of this note is determined by AIG's stock price at maturity. Higher fluctuations in AIG's stock price correspond to a greater uncertainty in the final payout of this Reverse Exchangeable Note.

Realized Payoff

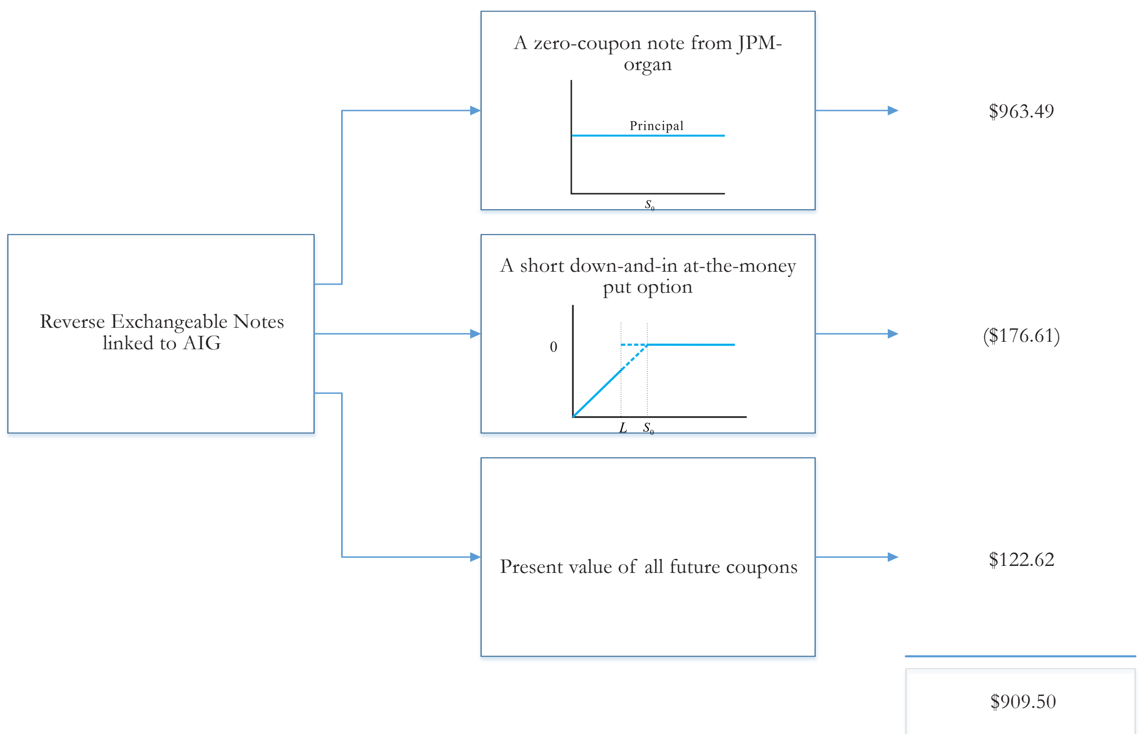
This note matured on August 13, 2009 and investors received $1,000.00 per note.

Reference Asset AIG's Stock's Implied Volatility



The annualized implied volatility of AIG's stock on August 8, 2008 was 60.69%, meaning that options contracts on AIG's stock were trading at prices that reflect an expected annual volatility of 60.69%. The higher the implied volatility, the larger the expected fluctuations of AIG's stock price and of the Note's market value during the life of the Notes.

Decomposition of this Reverse Exchangeable Note



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 Reverse Exchangeable Note.

1. Delta measures the sensitivity of the price of the note to the AIG's stock price on August 8, 2008.
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 AIG's stock on August 8, 2008.
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.