

JPMorgan Liquidity Funds – Sterling Liquidity Fund (the “Sub-Fund”)

Simplified Prospectus March 2010

A Sub-Fund of JPMorgan Liquidity Funds (the “Fund”), a SICAV incorporated under the laws of the Grand Duchy of Luxembourg.

This simplified prospectus contains key information about the Sub-Fund. If you would like more information before you invest, please consult the full prospectus (the “Prospectus”). The rights and duties of the investor as well as the legal relationship with the Sub-Fund are laid down in the Prospectus.

In the event of any inconsistency or ambiguity in relation to the meaning of any word or phrase in any translation, the English version shall prevail.

Sub-Fund risk profile

This liquidity Sub-Fund is designed as a secure home for investors’ Pounds Sterling. It operates by pooling investors’ assets across a number of high-quality money market instruments, aiming for high levels of security and liquidity while seeking a competitive yield. Because the Sub-Fund’s underlying investments are in high quality short-term securities, the risk to investors’ capital is low.

Profile of the typical investor

This liquidity Sub-Fund uses high quality money market instruments to enhance returns. Investors in the Sub-Fund are therefore likely to be looking for an alternative to cash deposits for their medium-term or temporary cash investments, including seasonal operating cash for pension funds or the liquidity components of investment portfolios.

Launch Date of the Sub-Fund 16/04/96

Total Assets GBP 8.3 billion as at 30/11/09

Investment Manager JPMorgan Asset Management (UK) Limited

Cut-off time 1.30pm London time

Benchmark 7 day Sterling LIBID

Reference Currency Pound Sterling (GBP)

Investment objective

The investment objective of the Sub-Fund is to achieve a competitive level of total return in the Reference Currency consistent with the preservation of capital and a high degree of liquidity.

Investment policy

The Sub-Fund will invest all of its assets, excluding cash and deposits, in high quality transferable short term GBP-denominated fixed and floating rate debt securities.

The Sub-Fund’s portfolio will have a weighted average maturity that will not exceed 60 days. The Sub-Fund will only hold fixed rate securities which, at the time of their acquisition by the Sub-Fund, have an initial or remaining maturity which does not exceed 397 days, taking into account their own terms and conditions and/or the effect of any connected financial instruments. The Sub-Fund may also hold any floating rate or variable rate security that has a reference interest rate which is adjusted at least every 397 days on the basis of market conditions and which at the time of acquisition has a remaining maturity not exceeding 750 days.

For securities that carry a long-term rating the Sub-Fund’s investments will at the time of purchase be restricted to securities rated at least A2 by Moody’s Investors Service (“Moody’s”) or A by Standard & Poor’s Corporation (“S&P”).

For securities that carry a short-term rating the quality will at the time of purchase be at least Prime-1 as rated by Moody’s or A1 by S&P.

The Sub-Fund may also invest in securities of comparable quality, which due to the characteristics of such securities, are unrated. The Investment Manager will seek to maintain the AAA rating assigned by at least one ratings agency.

Cash and cash equivalents may be held on an ancillary basis.

Within the investment restrictions contained in Appendix II – “Investment Restrictions and Powers” in the full Prospectus, this Sub-Fund may at any time enter into repurchase agreements with highly rated financial institutions specialised in this type of transaction. The collateral underlying the repurchase agreements will also comply with the above credit quality restrictions, although no maturity constraints will apply.

The Fund pays to the Management Company an annual management fee calculated as a percentage of the average daily net assets of each Sub-Fund or Share Class under its

management. Annual Management and Advisory Fees are accrued daily and payable monthly in arrears. The Management Company may from time to time, and at its absolute discretion, decide to reduce such rate (which might become 0.0%). The Class X Shares are designed to accommodate an alternative charging structure whereby an Annual Management and Advisory Fee normally charged to the Fund and then passed on in the Share price is instead administratively levied and collected by the Management Company or the appropriate JPMorgan Chase & Co. entity directly from the Shareholder.

In the case of all Share Classes, except Classes X (acc.) and X (dist.) Shares of all Sub-Funds, the Operating and Administrative Expenses are set at a fixed rate specified above and the Management Company bears the portion of such Operating and Administrative Expenses which exceed the rates specified. Conversely, the Management Company is entitled to retain any amount by which the fixed rate of Operating and Administrative Expenses to be borne by the relevant Class, as set out above, exceeds the actual expenses incurred by such Class.

The Operating and Administrative Expenses borne by the X (acc.) and X (dist.) Share Classes of the Sub-Fund will be the lower of the actual expenses allocated to such Share Classes and the maximum rate as specified above. The Management Company will bear the portion of any such Operating and Administrative Expenses which exceed the maximum rate specified. If the Operating and Administrative Expenses allocated to X (acc.) and X (dist.) Share Classes are below the maximum rate specified, the fees will be reduced by the amount of the shortfall.

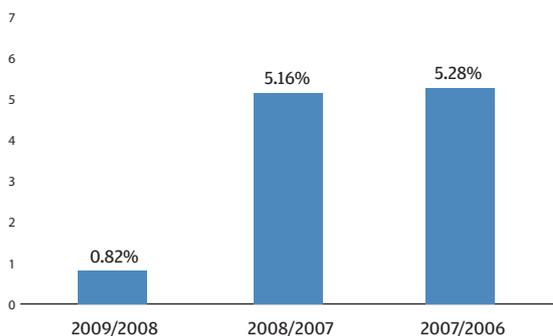
Operating and Administrative Expenses are accrued daily within the Sub-Fund’s Share Classes according to the applicable charging structure of each Class.

Fees are charged to investors when selling Shares in the Sub-Fund. A redemption charge of up to 2% of the net asset value of the Shares redeemed may be applied, or may be waived in whole or in part at the discretion of the Board.

Annual performance

Performance for the "A (acc.)" Share Class is shown below. The Sub-Fund may also have other active Share Classes the performance of which is similar to the performance shown below. The performance of other Share Classes may vary due. For further information on the performance of specific Share Classes, please contact your local representative, the Registered Office of the Fund or the website www.jpimgloballiquidity.com.

JPMorgan Liquidity Funds - Sterling Liquidity A (acc.)



Rolling 12 month performance at 30 November 2009.

All performance details are NAV to NAV with gross income reinvested.

Source: JPM/JPMorgan Chase.

Fees and Expenses

Share Class	Min. Initial Investment (GBP)	Annual Total Expenses	Annual Mgmt. & Advisory Fee	Operating & Admin. Expenses
JPM Sterling Liquidity C (acc.)	6,000,000	0.21%	0.16%	0.05%
JPM Sterling Liquidity B (acc.)	3,000,000	0.45%	0.40%	0.05%
JPM Sterling Liquidity A (acc.)	30,000	0.55%	0.40%	0.15%
JPM Sterling Liquidity D (acc.)	6,000	0.65%	0.45%	0.20%
JPM Sterling Liquidity Capital (dist.)	50,000,000	0.16%	0.11%	0.05%
JPM Sterling Liquidity Institutional (dist.)	6,000,000	0.21%	0.16%	0.05%
JPM Sterling Liquidity Agency (dist.)	3,000,000	0.25%	0.20%	0.05%
JPM Sterling Liquidity Premier (dist.)	600,000	0.45%	0.40%	0.05%
JPM Sterling Liquidity Morgan (dist.)	6,000	0.59%	0.50%	0.09%
JPM Sterling Liquidity Reserves (dist.)	6,000,000	0.79%	0.70%	0.09%

The Class X (acc.) and X (dist.) Shares bear their pro-rata share of Operating and Administrative Expenses of the Sub-Fund to a maximum of 0.05%.

Operating and Administrative Expenses include but are not limited to custody and administration fees.

All fees are a % NAV.

Treatment of Income

Accumulating Share Classes - No dividends are paid by the Class A (acc.), B (acc.), C (acc.), D (acc.) and X (acc.) Shares of the Sub-Fund and all net investment income is reinvested.

Distributing Share Classes - All or substantially all of the net investment income attributable to the Premier (dist.), Institutional (dist.), Agency (dist.), Morgan (dist.), Reserves (dist.) and X (dist.) Shares of the Sub-Fund will be declared daily as a dividend and distributed monthly in order to stabilise the net asset value at the initial subscription price per distributing Share. The net investment income attributable to such Shares may not match exactly the net investment income arising on the investments of any Sub-Fund on any day.

Dividend distributions will be automatically reinvested in additional Shares of the same Class, or at the election of a Shareholder, credited to a separate account.

Taxation of the Fund

Under current law and practice, there are no Luxembourg income withholding or capital gains taxes payable by the Fund. However, the Fund is liable in Luxembourg to a subscription tax ("*taxe d'abonnement*") up to a rate of 0.05% per annum based on the Net Asset Value attributed to each Share Class at the end of the relevant quarter. This rate is not applicable for the portion of the assets of the Fund invested in other Luxembourg collective investment undertakings. A reduced tax rate of 0.01% per annum of the net assets will be applicable to Classes which are only sold to and held by Institutional Investors. In addition, those Sub-Funds which invest exclusively in deposits and money market instruments in accordance with the 2002 Law, are liable to the same reduced tax rate of 0.01% per annum of their net assets. Further, Sub-Funds or individual Share Classes that comply with the requirements of the Luxembourg law of December 19, 2003 may

benefit from an exemption of the aforementioned subscription tax. The requirements for a Sub-Fund or a Class of Shares to benefit from this exemption are the following: (i) the Shares of the Sub-Fund or of the Class must be reserved to Institutional Investors (as defined under "Principal Features and Glossary" in the Prospectus); (ii) the exclusive object of the Sub-Fund's portfolio must be the investment in money market instruments and/or deposits with credit institutions; (iii) the remaining average maturity of the Sub-Fund's portfolio must be less than 90 days; and (iv) the Sub-Fund must benefit from the highest possible rating of a recognized rating agency.

Taxation of the Shareholder

The Council of the EU has, on 3 June, 2003, adopted Council Directive 2003/48/EC on taxation of savings income in the form of interest payments (the "Directive"). The

Directive was implemented in Luxembourg by a law of 21 June, 2005 as amended (the “EUSD Law”). Under the EUSD Law, dividend and/or redemption proceeds from shares of a sub-fund paid to individuals may be subject to withholding tax or give rise to exchange of information with tax authorities. Whether the EUSD Law will be applicable in any particular case and the implications arising there from depend on various factors, such as the asset class of the relevant sub-fund, the location of the paying agent used and the tax residency of the shareholders concerned. More details of the implications of the Directive and the EUSD Law are contained in the Prospectus, and investors should also seek advice from their financial or tax adviser.

Investors should consult their professional advisers on the possible tax or other consequences of buying, holding, transferring or selling the Sub-Fund’s Shares under the laws of their countries of citizenship, residence or domicile.

How to buy, sell and switch shares

Applications for subscriptions, redemptions and switches should be sent to one of the sales agents at the address given under Appendix I in the Prospectus or to the Management Company or, in either case, at the address given in the annual reports. Payment for Shares must be received by the Management Company in the reference currency of the relevant Sub-Fund, by bank transfer on the relevant valuation day (a “Valuation Day”)¹ specified for the Class of

Shares concerned under “Cut-Off Time” above. Shares of each Class shall be allotted at the Net Asset Value per Share of such Class determined on the Valuation Day on which the application has been accepted (please consult the Prospectus for further information on the calculation of prices). The number of shares issued upon a switch will be based upon the respective net asset values of the two Classes concerned on the common Valuation Day on which the switch request is accepted. If there is no common Valuation Day for any two Classes, the switch will be made on the basis of the net asset value calculated on the next following Valuation Day of each of the two Classes concerned (requests received after the relevant cut-off time being deferred to the next Valuation Day in the same manner as for issue and redemption of shares).

To mitigate the risk of error and fraud, the Management Company may have to verify, confirm or clarify shareholder payment instructions relating to redemption applications and dividend payments.

Availability of the net asset value

The net asset value per share of each class and the issue and redemption prices thereof are available at the registered office of the Fund.

Additional important information

Financial year end of the Fund 30/11

Structure The Fund operates separate Sub-Funds, each of which is represented by one or

more Share Classes. The Sub-Funds are distinguished by their specific investment policy or any other specific features. The Prospectus comprises a description of all Sub-Funds.

Legal Structure A Sub-Fund of the Fund governed by Part I of the Luxembourg law of December 20, 2002 (the “2002 Law”), as amended.

Incorporation Date of the Fund 09/12/86
Management Company, Domiciliary Agent and Promoter JPMorgan Asset Management (Europe) S.à r.l., European Bank & Business Centre, 6, route de Trèves, L-2633 Senningerberg, Grand Duchy of Luxembourg. Tel No: (352) 34 101 Fax No: (352) 3410 8000

Registered Office European Bank & Business Centre, 6, route de Trèves, L-2633 Senningerberg, Grand Duchy of Luxembourg. Net Asset Values of shares are available from the Registered Office of the Fund.

Supervisory Authority Commission de Surveillance du Secteur Financier, Grand Duchy of Luxembourg.

Custodian Bank J.P. Morgan Bank Luxembourg S.A., European Bank & Business Centre, 6, route de Trèves, L-2633 Senningerberg, Grand Duchy of Luxembourg.

Independent Auditor PricewaterhouseCoopers S.à r.l., 400, route d’Esch, BP 1443 L-1014 Luxembourg, Grand Duchy of Luxembourg.

¹ The Net Asset Value per Share of each Class is determined on each day which is a Valuation Day for that Sub-Fund. A “Valuation Day” is a Business Day other than, in relation to a Sub-Fund’s investments, a day on which any exchange or market on which a substantial portion of the relevant Sub-Fund’s investments is traded, is closed or while dealings on any such exchange or market are restricted or suspended. Requests for issue, redemption, transfer and switch of Shares of any Class are accepted by the Fund in Luxembourg on any Valuation Day of the relevant Sub-Fund. A list of expected non-valuation days for each Sub-Fund is available from the Management Company on request. A Business Day is every day the Bank of England and the London Stock Exchange are open and any additional day determined by the Management Company. Any additional day determined by the Management Company to be a Business Day in respect of any Sub-Fund will be notified to Shareholders in the relevant Sub-Fund by an announcement published on the Luxembourg Stock Exchange, by publication on the JPMorgan Global Cash Portal website (www.jpmmorgan.com/assetmanagement/globalcash) and by e-mail communication to all Shareholders appearing on a current distribution list maintained on the Register of Shareholders at least forty eight (48) hours in advance of such day. Information will also be available during normal office hours from the Registered Office of the Fund.

This simplified prospectus contains only basic information on the Sub-Fund and the SICAV. Subscriptions may only be based on the latest available Prospectus and local offering document (if applicable) of the relevant Sub-Funds which contain more information regarding charges, entry fees and minimum investment amount. Past performance is not a guide to the future and investors may not get back the full amount invested. For more detailed information, please ask for the latest Prospectus and annual and semi-annual reports, which are freely available from the Management Company or directly at the following web site: www.jpmmorgan.com/assetmanagement/liquidity or alternatively, e-mail: fundinfo@jpmmorgan.com