

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Post-Effective Amendment No. 8 to
Form S-11

FOR REGISTRATION UNDER THE SECURITIES ACT OF 1933
OF SECURITIES OF CERTAIN REAL ESTATE COMPANIES

J.P. Morgan Real Estate Income Trust, Inc.
(Exact Name of Registrant as Specified in its Governing Instruments)

390 Madison Avenue
New York, NY 10017
(212) 270-6000

(Address, Including Zip Code, and Telephone Number, Including Area Code, of Registrant's Principal Executive Offices)

J.P. Morgan Investment Management Inc.
Chad Tredway
270 Park Avenue
New York, NY 10017
(212) 270-6000

(Name, Address, Including Zip Code, and Telephone Number, Including Area Code, of Agent for Service)

With copies to:

Jason W. Goode
Lindsey L. G. Magaro
Alston & Bird LLP
1201 West Peachtree Street
Atlanta, GA 30309-3424
(404) 881-7000

Approximate date of commencement of proposed sale to the public: As soon as practicable after this registration statement becomes effective.

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, check the following box.
☒

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☒ 333-288565

If delivery of the prospectus is expected to be made pursuant to Rule 434, check the following box. ☐

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act:

Large accelerated filer	☐	Accelerated filer	☐
Non-accelerated filer	☒	Smaller reporting company	☒
		Emerging growth company	☒

If an emerging growth company, indicate by check mark if the Registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act. ☒

EXPLANATORY NOTE

This Post-Effective Amendment No. 8 to the Registration Statement on Form S-11 (No. 333-288565) is filed pursuant to Rule 462(d) under the Securities Act of 1933, as amended, solely to add exhibits not previously filed with respect to such Registration Statement.

PART II
INFORMATION NOT REQUIRED IN PROSPECTUS

Item 36. Financial Statements and Exhibits

(b) Exhibits.

- 10.1 [Fifth Amended and Restated Advisory Agreement by and among J.P. Morgan Real Estate Income Trust, Inc., J.P. Morgan REIT Operating Partnership, L.P. and J.P. Morgan Investment Management Inc., dated August 10, 2026 \(filed as Exhibit 10.1 to the Registrant's Quarterly Report on Form 10-Q filed on August 12, 2026 and incorporated herein by reference\).](#)
- 10.2 [Fourth Amended and Restated Limited Partnership Agreement of J.P. Morgan REIT Operating Partnership, L.P., dated August 10, 2026 \(filed as Exhibit 10.3 to the Registrant's Quarterly Report on Form 10-Q filed on August 12, 2026 and incorporated herein by reference\).](#)
- 23.1* [Consent of Independent Valuation Advisor](#)
- 99.1* [Policy with Respect to Repurchase of Adviser Shares](#)

* Filed herewith.

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-11 and has duly caused this amended Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, in the State of New York, on August 14, 2026.

J.P. Morgan Real Estate Income Trust, Inc.

By: /s/ Lawrence A. Goodfield, Jr.
Lawrence A. Goodfield, Jr.
Chief Financial Officer and Treasurer

Pursuant to the requirements of the Securities Act of 1933, as amended, this amended Registration Statement has been signed by the following persons in the capacities and on the dates as indicated.

Name	Title	Date
<u>/s/ Chad Tredway</u>	Chairperson of the Board and Chief Executive	August 14, 2026
Chad Tredway	Officer (Principal Executive Officer)	
<u>/s/ Lawrence A. Goodfield, Jr.</u>	Chief Financial Officer and Treasurer (Principal	August 14, 2026
Lawrence A. Goodfield, Jr.	Financial Officer and Principal Accounting Officer)	
<u>*</u>	Independent Director	August 14, 2026
Randy A. Daniels		
<u>*</u>	Independent Director	August 14, 2026
Justin M. Murphy		
<u>*</u>	Independent Director	August 14, 2026
Yvonne D. Nelson		
<u>*</u>	Independent Director	August 14, 2026
William L. Ramseyer		
*By: <u>/s/ Lawrence A. Goodfield, Jr.</u>	Attorney-in-Fact	August 14, 2026
Lawrence A. Goodfield, Jr.		

CONSENT OF INDEPENDENT VALUATION ADVISOR

We hereby consent to (1) the reference to our name (including under the heading “Experts”) and the description of our role in the valuation process of any properties of J.P. Morgan Real Estate Income Trust, Inc. (the “Company”) in the Company’s Registration Statement on Form S-11, the prospectus included therein (the “Prospectus”) and in any future amendments or supplements thereto, under the headings “Net Asset Value Calculation and Valuation Guidelines – Independent Valuation Advisor” and “Net Asset Value Calculation and Valuation Guidelines – Valuation of Properties”, and (2) the disclosure on page 3 of Supplement No. 5 to the Prospectus and in any future amendments or supplements thereto that the amount presented in the line item “Investments in real estate” represents the sum of the estimated values of the Company’s properties we have provided to the Company, as of the date presented.

/s/ SitusAMC Real Estate Valuation Services, LLC

SitusAMC Real Estate Valuation Services, LLC

West Des Moines, Iowa

August 14, 2026

**Policy with Respect to Repurchase of Adviser Shares
August 7, 2026**

It shall be a policy of J.P. Morgan Real Estate Income Trust, Inc. (the “Company”) with respect to any shares of common stock held by J.P. Morgan Investment Management Inc. (the “Adviser”) that are not subject to the share repurchase plan of the Company (the “SRP”), that the independent directors of the Company provide oversight of the repurchase activity of the Adviser and its remaining position in the Company in the form of a quarterly review. In addition, the approval of the independent directors of the Company is required for any repurchase request of the Adviser that, when combined with any repurchase requests submitted by stockholders of the Company through the SRP, would cause the Company to exceed the limit on repurchases set forth in the SRP of 2% of the Company’s aggregate net asset value (“NAV”) per month and 5% of the Company’s aggregate NAV per calendar quarter. Any such approval must find that the repurchase would not impair the capital or operations of the Company consistent with the fiduciary duties of the independent directors.