

**FOURTH COVERED BOND PROSPECTUS SUPPLEMENT  
DATED 1 JUNE 2021**



**CANADIAN IMPERIAL BANK OF COMMERCE**  
*(a Canadian chartered bank)*

**CAD 60,000,000,000**

**Global Covered Bond Programme**

**unconditionally and irrevocably guaranteed as to payments by  
CIBC COVERED BOND (LEGISLATIVE) GUARANTOR LIMITED PARTNERSHIP**  
*(a limited partnership formed under the laws of Ontario)*

This fourth prospectus supplement (the “**Fourth Prospectus Supplement**”) dated 1 June 2021 is supplemental to, forms part of and must be read in conjunction with the base prospectus dated 13 July 2020, as supplemented by the first prospectus supplement dated 28 August 2020, the second prospectus supplement dated 9 December 2020 and the third prospectus supplement dated 1 March 2021 (the “**Third Prospectus Supplement**”) in relation to CIBC’s CAD 60,000,000,000 Global Covered Bond Programme, unconditionally and irrevocably guaranteed as to payments by CIBC Covered Bond (Legislative) Guarantor Limited Partnership (together, the “**Base Prospectus**”), as prepared by Canadian Imperial Bank of Commerce (“**CIBC**” or the “**Issuer**”). Capitalised terms used but not otherwise defined in this Fourth Prospectus Supplement have the meaning ascribed to them in the Base Prospectus. This Fourth Prospectus Supplement constitutes a supplement to the Base Prospectus for purposes of Article 23.1 of Regulation (EU) 2017/1129 (as amended, the “**Prospectus Regulation**”), and has been approved as such by the Luxembourg *Commission de Surveillance du Secteur Financier* (“**CSSF**”) in its capacity as the competent authority under the Prospectus Regulation.

THE COVERED BONDS HAVE NOT BEEN APPROVED OR DISAPPROVED BY CANADA MORTGAGE AND HOUSING CORPORATION (“**CMHC**”) NOR HAS CMHC PASSED UPON THE ACCURACY OR ADEQUACY OF THIS SUPPLEMENTARY PROSPECTUS. THE COVERED BONDS ARE NOT INSURED OR GUARANTEED BY CMHC OR THE GOVERNMENT OF CANADA OR ANY OTHER AGENCY THEREOF.

The purpose of this Fourth Prospectus Supplement is to:

- a) incorporate by reference in the Base Prospectus: (i) the most recent unaudited interim financial results of CIBC (including CIBC’s management’s discussion & analysis thereof) for the period ended 30 April 2021 (the “**CIBC Second Quarter 2021 Report to Shareholders**”); and (ii) the latest monthly investor reports for the months of February 2021, March 2021 and April 2021 containing information on the Covered Bond Portfolio, as set out under Heading I;
- b) update (i) the statement regarding legal proceedings; and (ii) the no significant change statement in the section of the Base Prospectus entitled “*General Information*” in relation to the CIBC Second Quarter 2021 Report to Shareholders, as set out under Heading II; and

- c) amend “*Part B – Other Information*” in the form of the final terms to include additional credit rating and use of proceeds details, as set out under Heading III.

**The amendments included in this Fourth Prospectus Supplement shall only apply to Final Terms, the date of which falls on or after the approval of this Fourth Prospectus Supplement.**

Terms defined in the Base Prospectus have the same meaning when used in this Fourth Prospectus Supplement. This Fourth Prospectus Supplement is supplemental to, and shall be read in conjunction with the Base Prospectus and the documents incorporated by reference therein. To the extent that there is any inconsistency between (a) any statement in this Fourth Prospectus Supplement or any statement incorporated by reference into the Base Prospectus by this Fourth Prospectus Supplement and (b) any other statement in, or incorporated by reference in, the Base Prospectus, the statements in (a) above will prevail.

CIBC and the Guarantor each accepts responsibility for the information in this Fourth Prospectus Supplement. To the best of the knowledge of the Issuer and the Guarantor, the information contained in this Fourth Prospectus Supplement is in accordance with the facts and the Fourth Prospectus Supplement contains no omission likely to affect its import.

Save as disclosed in this Fourth Prospectus Supplement or in any document incorporated by reference into the Base Prospectus by virtue of this Fourth Prospectus Supplement, no significant new factor, material mistake or material inaccuracy relating to the information included in the Base Prospectus which may affect the assessment of the Covered Bonds under the Global Covered Bond Programme has arisen or been noted, as the case may be, since the publication of the Third Prospectus Supplement.

## **I. DOCUMENTS INCORPORATED BY REFERENCE**

The following information supplements the table on pages 77 to 80 of the Base Prospectus and further updates the list of documents incorporated by reference in the Base Prospectus. The following documents, each of which has been previously published or is simultaneously published and filed with the CSSF and the Luxembourg Stock Exchange, shall be incorporated in, and form part of, this Base Prospectus:

- a) the sections of CIBC’s Second Quarter 2021 Report to Shareholders [https://www.cibc.com/content/dam/about\\_cibc/investor\\_relations/pdfs/quarterly\\_results/2021/q221report-en.pdf](https://www.cibc.com/content/dam/about_cibc/investor_relations/pdfs/quarterly_results/2021/q221report-en.pdf) identified in the following cross-reference list, which includes, among other things, the comparative unaudited interim consolidated financial statements for the three and six month period ended 30 April 2021 with comparative unaudited interim consolidated financial statements for the three and six month period ended 30 April 2020, prepared in accordance with International Accounting Standard (IAS) 34 “Interim Financial Reporting”:

<i>Information</i>	<i>Page numbers refer to the CIBC Second Quarter 2021 Report to Shareholders</i>
Management’s discussion and analysis	1 – 39
Comparative unaudited interim consolidated financial statements	40 – 65
Consolidated balance sheet	41

Consolidated statement of income	42
Consolidated statement of comprehensive income	43
Consolidated statement of changes in equity	44
Consolidated statement of cash flows	45
Notes to the interim consolidated financial statements	46

- b) CIBC’s monthly (unaudited) Investor Report dated 15 March 2021 (the “**February 2021 Investor Report**”) [https://www.cibc.com/content/dam/about\\_cibc/investor\\_relations/pdfs/debt\\_info/covered\\_bonds/legislative/monthly\\_reports/legislative-covered-bond-monthly-investor-report-feb-2021-en.pdf](https://www.cibc.com/content/dam/about_cibc/investor_relations/pdfs/debt_info/covered_bonds/legislative/monthly_reports/legislative-covered-bond-monthly-investor-report-feb-2021-en.pdf) containing information on the Covered Bond Portfolio as at the Calculation Date falling on 26 February 2021 including the information in the following cross-reference list:

<i>Information</i>	<i>Page numbers refer to the February 2021 Investor Report</i>
Cover pool summary statistics	3
Asset coverage test	3
Valuation calculation	3
Pre-Maturity test	3
Reserve fund	3-4
Amortisation test	4
Cover pool – Loans	4-5
Cover pool – Substitute Assets	5

- c) CIBC’s monthly (unaudited) Investor Report dated 15 April 2021 (the “**March 2021 Investor Report**”) [https://www.cibc.com/content/dam/about\\_cibc/investor\\_relations/pdfs/debt\\_info/covered\\_bonds/legislative/monthly\\_reports/legislative-covered-bond-monthly-investor-report-mar-2021-en.pdf](https://www.cibc.com/content/dam/about_cibc/investor_relations/pdfs/debt_info/covered_bonds/legislative/monthly_reports/legislative-covered-bond-monthly-investor-report-mar-2021-en.pdf) containing information on the Covered Bond Portfolio as at the Calculation Date falling on 31 March 2021 including the information in the following cross-reference list:

<i>Information</i>	<i>Page numbers refer to the March 2021</i>
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*Investor Report*

Cover pool summary statistics	3
Asset coverage test	3
Valuation calculation	3
Pre-Maturity test	3
Reserve fund	3-4
Amortisation test	4
Cover pool – Loans	4-5
Cover pool – Substitute Assets	5

- d) CIBC’s monthly (unaudited) Investor Report dated 13 May 2021 (the “**April 2021 Investor Report**” [https://www.cibc.com/content/dam/about\\_cibc/investor\\_relations/pdfs/debt\\_info/covered\\_bonds/legislative/monthly\\_reports/legislative-covered-bond-monthly-investor-report-apr-2021-en.pdf](https://www.cibc.com/content/dam/about_cibc/investor_relations/pdfs/debt_info/covered_bonds/legislative/monthly_reports/legislative-covered-bond-monthly-investor-report-apr-2021-en.pdf) , and together with the February and March 2021 Investor Reports, the “**Investor Reports**”) containing information on the Covered Bond Portfolio as at the Calculation Date falling on 30 April 2021 including the information in the following cross-reference list:

<i>Information</i>	<i>Page numbers refer to the April 2021 Investor Report</i>
Cover pool summary statistics	3
Asset coverage test	3
Valuation calculation	3
Pre-Maturity test	3
Reserve fund	3-4
Amortisation test	4
Cover pool – Loans	4-5
Cover pool – Substitute Assets	5

Information in a document incorporated by reference that is not included in the cross-reference list is either not relevant for the investors or is covered elsewhere in the Base Prospectus.

## **II. GENERAL INFORMATION**

- a) Paragraph 3 on page 254 of the Base Prospectus is deleted and replaced with the

following:

“3. Save as disclosed in Note 23 - "Contingent liabilities and provision" to the Audited Consolidated Financial Statements set out at pages 179-182 of the 2020 Annual Report as updated by Note 13 - "Contingent liabilities and provision" to the Unaudited Interim Consolidated Financial Statements set out on page 63 of the Issuer's Second Quarter 2021 Report to Shareholders, each incorporated herein by reference, there are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware) which may have, or have had in the twelve months preceding the date of this Prospectus, individually or in the aggregate, a significant effect on the financial position or profitability of the Issuer and its subsidiaries taken as a whole.”

b) Paragraph 4 on page 254 of the Base Prospectus is deleted and replaced with the following:

“4. There has been no significant change in the financial performance or financial position of the Issuer and its subsidiaries, including the Guarantor, taken as a whole since 30 April 2021, the last day of the financial period in respect of which the most recent interim unaudited published consolidated financial statements of the Issuer have been prepared.”

### **III. AMENDMENTS TO THE FORM OF THE FINAL TERMS**

(a) The following new text is added to the end of item 2 of “*Part B – Other Information*” on page 139 of the Base Prospectus:

“*[Brief explanation of the meaning of the ratings if this has been published previously by the rating provider]*”.

(b) The following new item is added immediately after item 6 of “*Part B – Other Information*” as a new item 7 on page 140 of the Base Prospectus and the existing item 7 is renumbered accordingly:

#### **“7. PROCEEDS**

(i) Use of net proceeds: [As specified in the Prospectus/[]]

(ii) Estimated net proceeds: [ ]”.

### **GENERAL**

If a document which is incorporated by reference into this Fourth Prospectus Supplement itself incorporates any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Fourth Prospectus Supplement or the Base Prospectus for the purposes of the Prospectus Regulation except where such information or other documents are specifically incorporated by reference into the Base Prospectus by virtue of this Fourth Prospectus Supplement or where this Fourth Prospectus Supplement is specifically defined as including such information.

In accordance with Article 21.2 of the Prospectus Regulation, copies of this Fourth Prospectus Supplement, the Base Prospectus and the documents incorporated by reference in each have been filed with the CSSF and can be (i) viewed on the website of the Luxembourg Stock Exchange at <https://www.bourse.lu> under the name of the Issuer and the headline “Documents”; (ii) obtained on written request and without charge from CIBC at the registered office of CIBC

at 199 Bay Street, Toronto, Ontario Canada M5L 1A2, Attention: Investor Relations; and (iii) viewed on the Issuer's website maintained in respect of the Programme at <https://www.cibc.com/en/about-cibc/investorrelations/debt-information/legislative-covered-bond.html>. In addition, representatives of the Provincial and Territorial securities regulatory authorities of Canada have engaged a service provider to operate an Internet web site through which all of the documents incorporated herein by reference that CIBC files electronically, other than the Investor Reports, can be retrieved. The address of the site is [www.sedar.com](http://www.sedar.com). No website referred to herein nor any information contained thereon, forms part of this Fourth Prospectus Supplement, nor have the contents of any such website been approved by or submitted to the CSSF, unless, in each case, such website or information is expressly incorporated by reference in this Fourth Prospectus Supplement.