

**SECOND PROSPECTUS SUPPLEMENT  
DATED 27 SEPTEMBER 2023**



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

**US\$40,000,000,000**  
**Note Issuance Programme**

This second prospectus supplement (the “**Second Prospectus Supplement**”) dated 27 September 2023 is supplemental to, and must be read in conjunction with, the base prospectus dated 29 June 2023 and the first prospectus supplement dated 1 September 2023 (together, the “**Prospectus**”) in relation to the US\$40,000,000,000 Note Issuance Programme (the “**Programme**”) of Canadian Imperial Bank of Commerce (“**CIBC**” or the “**Issuer**”). The Prospectus comprises a base prospectus for the purposes of Article 8 of Regulation (EU) 2017/1129 (as amended, the “**Prospectus Regulation**”).

This Second Prospectus Supplement constitutes a supplement to the Prospectus for purposes of Article 23(1) of the Prospectus Regulation and has been approved by the Commission de surveillance du secteur financier (the “**CSSF**”), in its capacity as competent authority in Luxembourg under the Prospectus Regulation and the Luxembourg Act dated 16 July 2019 relating to prospectuses for securities.

This Second Prospectus Supplement shall not affect any Notes issued prior to the date hereof.

The purpose of this Second Prospectus Supplement is to:

- (a) amend the link to the second party opinion obtained by the Issuer under the heading “*Use of Proceeds – Green Bonds, Social Bonds and Sustainability Bonds – Impact reporting*”; and
- (b) amend the definition of Floor Price in Condition 10(a) to reflect a stock split.

Terms defined in the Prospectus have the same meaning when used in this Second Prospectus Supplement. To the extent that there is any inconsistency between (a) any statement in this Second Prospectus Supplement and (b) any other statement in, or incorporated by reference in the Prospectus, the statements in (a) above will prevail.

CIBC accepts responsibility for the information in this Second Prospectus Supplement. To the best of the knowledge of CIBC the information contained in this Second Prospectus Supplement is in accordance with the facts and makes no omission likely to affect its import.

Save as disclosed in this Second Prospectus Supplement no significant new factor, material mistake or material inaccuracy relating to the information included in the Prospectus which may affect the assessment of the Notes under the Programme has arisen or been noted, as the case may be, since the publication of the First Prospectus Supplement.

In accordance with Article 23(2) of Prospectus Regulation, investors who have already agreed to purchase or subscribe for the Notes before this Second Prospectus Supplement is published have the right, exercisable within two working days after publication of this Second Prospectus Supplement, to withdraw their acceptances. The final date of the right of withdrawal will be 29 September 2023. To exercise the right of withdrawal investors may contact the Issuer at 81 Bay Street, CIBC Square, Toronto, Ontario Canada M5J 0E7, Attention: Investor Relations.

## **LINK TO SECOND PARTY OPINION**

The link to the Issuer's "second-party opinion" under the heading "*Use of Proceeds – Green Bonds, Social Bonds and Sustainability Bonds – Impact reporting*" at page 155 of the Prospectus is hereby deleted and replaced with the following:

<https://www.cibc.com/content/dam/cibc-public-assets/about-cibc/investor-relations/pdfs/debt-information/green-bond/sustainability-issuance-framework-second-party-opinion-en.pdf>

## **DEFINITION OF FLOOR PRICE**

The definition of "Floor Price" at Condition 10(a) on page 131 is amended to delete "CAD5.00" and replace it with "CAD2.50".

## **GENERAL**

In accordance with Article 21.2 of the Prospectus Regulation, copies of this Second Prospectus Supplement, the Prospectus and the documents incorporated by reference in the Prospectus can be (i) viewed on the website of the Luxembourg Stock Exchange at [www.luxse.com](http://www.luxse.com) under the name of Canadian Imperial Bank of Commerce (ii) viewed on the Issuer's website at <https://www.cibc.com/en/about-cibc/investor-relations/debt-information/note-issuance-programme.html> and (iii) obtained on written request and without charge from CIBC at the registered office of CIBC at 81 Bay Street, CIBC Square, Toronto, Ontario Canada M5J 0E7, Attention: Investor Relations. 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 by reference in the Prospectus that CIBC files electronically can be retrieved. The address of the site is [www.sedarplus.ca](http://www.sedarplus.ca). Please note that information on the websites or URL's referred to herein does not form part of this Second Prospectus Supplement or the Prospectus unless the information has been incorporated by reference into this Second Prospectus Supplement or the Prospectus.