

**SECOND PROSPECTUS SUPPLEMENT
DATED 26 AUGUST 2022**



CANADIAN IMPERIAL BANK OF COMMERCE
(a Canadian chartered bank)

US\$7,500,000,000
Note Issuance Programme

This second prospectus supplement (the "**Second Prospectus Supplement**") dated 26 August 2022 is supplemental to, and must be read in conjunction with, the base prospectus dated 10 May 2022 (the "**Prospectus**") and the First Prospectus Supplement dated 27 May 2022 (the "**First Prospectus Supplement**") in relation to the US\$7,500,000,000 Note Issuance Programme (the "**Programme**") of Canadian Imperial Bank of Commerce ("**CIBC**"). 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 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) incorporate by reference in the Prospectus the most recent unaudited interim financial results of CIBC (including CIBC's management's discussion & analysis thereof) for the period ended 31 July 2022 (the "**CIBC Third Quarter 2022 Report to Shareholders**"); and
- (b) update paragraph 5 in the General Information section of the Prospectus.

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 or any statement incorporated by reference into the Prospectus by 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 or in any document incorporated by reference in the Prospectus by virtue of 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 three working days after publication of this Second Prospectus Supplement, to withdraw their acceptances. The final date of the right of withdrawal will be 31 August 2022. 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.

DOCUMENTS INCORPORATED BY REFERENCE

The following information supplements the section entitled "Documents Incorporated by Reference" at pages 91 to 93 of the Prospectus and further updates the list of documents incorporated by reference in the Prospectus. The following document, 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, the Prospectus:

- a) the sections of CIBC's Third Quarter 2022 Report to Shareholders at [Report to Shareholders for the Third Quarter, 2022 \(cibc.com\)](#) identified in the following cross-reference list, which includes, among other things, the comparative unaudited interim consolidated financial statements for the three and nine month periods ended 31 July 2022 with comparative unaudited interim consolidated financial statements for the three and nine month periods ended 31 July 2021 prepared in accordance with International Accounting Standard (IAS) 34 "Interim Financial Reporting":

<i>Information</i>	<i>Page numbers refer to the CIBC Third Quarter 2022 Report to Shareholders</i>
Management's discussion and analysis	1-55
Comparative unaudited interim consolidated financial statements	56-81
Consolidated balance sheet	57
Consolidated statement of income	58
Consolidated statement of comprehensive income	59
Consolidated statement of changes in equity	60
Consolidated statement of cash flows	61
Notes to the interim consolidated financial statements	62-81

Any information in the CIBC's Third Quarter 2022 Report to Shareholders that is not listed in the cross-reference list is not incorporated by reference in the Prospectus. Such information is either not relevant for prospective investors or is covered elsewhere in the Prospectus.

GENERAL INFORMATION

Paragraph 5 of the section entitled "General Information" found at page 481 of the Prospectus is deleted and replaced with the following:

"5. Since 31 July 2022, 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, there has been no significant change in the financial performance or financial position of the Issuer and its subsidiaries, taken as a whole. Since 31 October 2021, the date of its last published comparative audited consolidated financial statements, there has been no material adverse change in the prospects of the Issuer and its subsidiaries taken as a whole."

GENERAL

If a document which is incorporated by reference into this Second 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 Second Prospectus Supplement or the Prospectus for purposes of the Prospectus Regulation except where such information or other documents are specifically incorporated by reference into the Prospectus by virtue of this Second Prospectus Supplement or where this Second Prospectus Supplement is specifically defined as including such information.

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 each (i) can be viewed on the website of the Luxembourg Stock Exchange at www.bourse.lu under the name of Canadian Imperial Bank of Commerce (ii) can be viewed on the Issuer's website at [Structured Note Issuance Programme | CIBC](#) 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 herein by reference that CIBC files electronically, other than the Investor Reports, can be retrieved. The address of the site is www.sedar.com. 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.