



**AMENDMENT NO. 2 DATED AUGUST 26, 2015
TO THE ANNUAL INFORMATION FORM DATED DECEMBER 15, 2014**

In respect of Class A units of:

**IMPERIAL GLOBAL EQUITY INCOME POOL
IMPERIAL INTERNATIONAL EQUITY POOL
IMPERIAL OVERSEAS EQUITY POOL**

(individually, a "Pool" and collectively, the "Pools")

This is Amendment No. 2 to the annual information form dated December 15, 2014 (the "Annual Information Form"), as amended by Amendment No. 1 dated February 24, 2015, which should be read subject to this information.

All capitalized terms used herein and not otherwise defined shall have the same meanings given to such terms in the Annual Information Form.

SUMMARY OF AMENDMENT

CIBC Asset Management Inc., as portfolio advisor of Imperial Global Equity Income Pool, has engaged Newton Capital Management Limited to provide services to the Pool effective on or about October 1, 2015, replacing BlackRock Financial Management LLC as a portfolio sub-advisor to the Pool. Kleinwort Benson Investors Dublin Ltd. will continue to provide portfolio management services to the Pool.

CIBC Asset Management Inc., as portfolio advisor of Imperial International Equity Pool, has engaged JPMorgan Asset Management (Canada) Inc. and WCM Investment Management to provide services to the Pool effective on or about October 1, 2015, replacing Fidelity Investments Canada Limited and Pyramis Global Advisors, LLC as portfolio sub-advisors to the Pool. American Century Investment Management, Inc., Causeway Capital Management LLC, and Pzena Investment Management, LLC will continue to provide portfolio management services to the Pool.

CIBC Asset Management Inc., as portfolio advisor of Imperial Overseas Equity Pool has engaged JPMorgan Asset Management (Canada) Inc. and WCM Investment Management to provide services to the Pool effective on or about October 1, 2015, replacing Fidelity Investments Canada Limited and Pyramis Global Advisors, LLC as portfolio sub-advisors to the Pool. American Century Investment Management, Inc., Causeway Capital Management LLC, INTECH Investment Management LLC, and Pzena Investment Management, LLC will continue to provide portfolio management services to the Pool.

As a result, the Annual Information Form is amended as set out below.

SPECIFIC AMENDMENTS

Imperial Global Equity Income Pool

The disclosure with respect to the Pool under the section "Name, Formation and History of the Imperial Pools" is supplemented with the following:

"• Effective on or about October 1, 2015, Newton Capital Management Limited will replace BlackRock Financial Management LLC as a portfolio sub-advisor of the Pool; and"



The disclosure with respect to the Pool under the sub-section "Portfolio Sub-advisors" under the section "Responsibility for Operations of the Pools" is deleted and replaced with the following:

Imperial Global Equity Income Pool	BlackRock Financial Management LLC ⁽¹⁾ Princeton, U.S.A. (until on or about September 30, 2015) Kleinwort Benson Investors Dublin Ltd. ⁽¹⁾ Dublin, Ireland Newton Capital Management Limited ⁽¹⁾ London, U.K. (effective on or about October 1, 2015)
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⁽¹⁾Non-resident portfolio sub-advisor, not registered as an advisor in Ontario.

The following disclosure for Newton Capital Management Limited is added under the sub-section "Portfolio Sub-advisors" under the section "Responsibility for Operations of the Pools", to appear beneath Metropolitan West Capital Management, LLC:

Newton Capital Management Limited, London, U.K. (effective on or about October 1, 2015)

Name of Individual	Position and Office	Details of Experience
Nick Clay	Portfolio manager	Associated with this sub-advisor since 2000
James Harries	Portfolio manager	Associated with this sub-advisor since 2005

The portfolio sub-advisory agreement between CAMI and Newton Capital Management Limited may be terminated by either party on 30 days' prior written notice to the other party.

Effective on or about October 1, 2015, the disclosure with respect to the names, titles, and length of service of individuals employed by BlackRock Financial Management LLC, under the sub-section "Portfolio Sub-advisors" under the section "Responsibility for Operations of the Pools", is deleted.

Imperial International Equity Pool

The disclosure with respect to the Pool under the section "Name, Formation and History of the Imperial Pools" is supplemented with the following:

"• Effective on or about October 1, 2015, JPMorgan Asset Management (Canada) Inc. and WCM Investment Management will replace Pyramis Global Advisors, LLC as portfolio sub-advisors of the Pool;"

The disclosure with respect to the Pool under the sub-section "Portfolio Sub-advisors" under the section "Responsibility for Operations of the Pools" is deleted and replaced with the following:

Imperial International Equity Pool	American Century Investment Management, Inc. ⁽¹⁾ Kansas City, U.S.A. Causeway Capital Management LLC ⁽¹⁾ Los Angeles, U.S.A.
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	<p>JPMorgan Asset Management (Canada) Inc.⁽²⁾ Vancouver, Canada (effective on or about October 1, 2015)</p> <p>Pyramis Global Advisors, LLC Boson, U.S.A. (until on or about September 24, 2015)</p> <p>Pzena Investment Management, LLC⁽¹⁾ New York, U.S.A.</p> <p>WCM Investment Management⁽¹⁾ Laguna Beach, U.S.A. (effective on or about October 1, 2015)</p>
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⁽¹⁾Non-resident portfolio sub-advisor, not registered as an advisor in Ontario.

⁽²⁾Under the portfolio sub-advisory agreement, subject to the consent of CAMI, the sub-advisor may delegate any or all of its responsibilities, obligations and discretionary authority to JPMorgan Asset Management (UK) Limited.

The following disclosure for JPMorgan Asset Management (Canada) Inc. is added under the sub-section "Portfolio Sub-advisors" under the section "Responsibility for Operations of the Pools", to appear beneath Cornerstone Capital Management, Inc.:

**JPMorgan Asset Management (Canada) Inc., Vancouver, Canada
(effective on or about October 1, 2015)**

Name of Individual	Position and Office	Details of Experience
Shane Duffy	Managing Director & Portfolio Manager	Associated with this sub-advisor since 1999
James Fisher	Managing Director & Portfolio Manager	Associated with this sub-advisor since 1985
Tom Murray	Managing Director & Portfolio Manager	Associated with this sub-advisor since 1996

The portfolio sub-advisory agreement between CAMI and JPMorgan Asset Management (Canada) Inc. may be terminated by either party on 30 days' prior written notice to the other party.

The following disclosure for WCM Investment Management is added under the sub-section "Portfolio Sub-advisors" under the section "Responsibility for Operations of the Pools", to appear beneath Sustainable Growth Advisers, LP:



WCM Investment Management, Laguna Beach, U.S.A. (effective on or about October 1, 2015)

Name of Individual	Position and Office	Details of Experience
Paul Black	Portfolio Manager	Associated with this sub-advisor since 1989
Peter Hunkel	Portfolio Manager & Business Analyst	Associated with this sub-advisor since 2001
Michael Trigg	Portfolio Manager & Business Analyst	Associated with this sub-advisor since 2006
Kurt Winrich	Portfolio Manager	Associated with this sub-advisor since 1984

The portfolio sub-advisory agreement between CAMI and WCM Investment Management may be terminated by either party on 30 days' prior written notice to the other party.

Imperial Overseas Equity Pool

The disclosure with respect to the Pool under the section "Name, Formation and History of the Imperial Pools" is supplemented with the following:

"• Effective on or about October 1, 2015, JPMorgan Asset Management (Canada) Inc. and WCM Investment Management will replace Pyramis Global Advisors, LLC as portfolio sub-advisors of the Pool;"

The disclosure with respect to the Pool under the sub-section "Portfolio Sub-advisors" under the section "Responsibility for Operations of the Pools" is deleted and replaced with the following:

Imperial Overseas Equity Pool	<p>American Century Investment Management, Inc.⁽¹⁾ Kansas City, U.S.A.</p> <p>Causeway Capital Management LLC⁽¹⁾ Los Angeles, U.S.A.</p> <p>INTECH Investment Management LLC⁽¹⁾ West Palm Beach, U.S.A.</p> <p>JPMorgan Asset Management (Canada) Inc.⁽²⁾ Vancouver, Canada (effective on or about October 1, 2015)</p> <p>Pyramis Global Advisors, LLC Boston, U.S.A. (until on or about September 24, 2015)</p> <p>Pzena Investment Management, LLC⁽¹⁾ New York, U.S.A.</p> <p>WCM Investment Management⁽¹⁾ Laguna Beach, U.S.A. (effective on or about October 1, 2015)</p>
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⁽¹⁾Non-resident portfolio sub-advisor, not registered as an advisor in Ontario.

⁽²⁾Under the portfolio sub-advisory agreement, subject to the consent of CAMI, the sub-advisor may delegate any or all of its responsibilities, obligations and discretionary authority to JPMorgan Asset Management (UK) Limited.

Effective on or about October 1, 2015, the disclosure with respect to the names, titles, and length of service of individuals employed by Pyramis Global Advisors, LLC, under the sub-section "Portfolio Sub-advisors" under the section "Responsibility for Operations of the Pools", is deleted.



CERTIFICATE OF THE POOLS

**IMPERIAL GLOBAL EQUITY INCOME POOL
IMPERIAL INTERNATIONAL EQUITY POOL
IMPERIAL OVERSEAS EQUITY POOL**

(collectively, the "Pools")

August 26, 2015

This Amendment No. 2 dated August 26, 2015, together with the Annual Information Form dated December 15, 2014, as amended by Amendment No. 1 dated February 24, 2015 and the simplified prospectus dated December 15, 2014, as amended by Amendment No. 1 dated February 24, 2015 and Amendment No. 2 dated August 26, 2015, and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of each of the provinces and territories of Canada, and do not contain any misrepresentations.

CIBC TRUST CORPORATION

the Trustee of the Pools

"Stephen Geist"

Stephen Geist
Chairman

"Peter H. Lee"

Peter H. Lee
President and Chief Executive Officer



CERTIFICATE OF THE MANAGER AND PROMOTER

**IMPERIAL GLOBAL EQUITY INCOME POOL
IMPERIAL INTERNATIONAL EQUITY POOL
IMPERIAL OVERSEAS EQUITY POOL**

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August 26, 2015

This Amendment No. 2 dated August 26, 2015, together with the Annual Information Form dated December 15, 2014 as amended by Amendment No. 1 dated February 24, 2015 and the simplified prospectus dated December 15, 2014, as amended by Amendment No. 1 dated February 24, 2015 and Amendment No. 2 dated August 26, 2015, and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of each of the provinces and territories of Canada, and do not contain any misrepresentations.

CANADIAN IMPERIAL BANK OF COMMERCE

the Manager and Promoter of the Pools

"Victor G. Dodig"

Victor G. Dodig
President and Chief Executive Officer

"Kevin A. Glass"

Kevin A. Glass
Senior Executive Vice-President and
Chief Financial Officer

On behalf of the Board of Directors of
Canadian Imperial Bank of Commerce

"Katharine B. Stevenson"

Katharine B. Stevenson
Director

"John Manley"

John Manley
Director