



CIBC Supplier Code of Conduct

At CIBC we are committed to creating enduring value for all our stakeholders – our clients, team members, communities, and shareholders. We are guided by our purpose – to help make your ambition a reality, and we are activating our resources to create positive change and contribute to a more secure, equitable, and sustainable future. We strive to work with Suppliers¹ who share our values, comply with applicable laws, and employ high standards of ethical and professional behaviour. This Supplier Code of Conduct (“Supplier Code”) sets out the principles, standards, and behaviours we expect our Suppliers to adhere to.



Environmental and social practices

To align with CIBC's sustainability ambitions, we encourage Suppliers to implement environmental and social practices to minimize adverse impacts on the natural environment, and the livelihoods, health, and rights of individuals and communities. Suppliers are also encouraged to publicly disclose their commitments and ongoing progress.

Protecting Human Rights

We expect our suppliers to treat their clients, employees, agents, contingent workers, subcontractors, and others in a fair and inclusive manner, free of discrimination, harassment, including sexual harassment, or violence, where different backgrounds are leveraged as a strength. This includes a commitment to providing products and services designed to be accessible to persons with disabilities. Suppliers who cannot demonstrate

these commitments to protecting human rights may become ineligible to do business with CIBC.

Supply chain diversity

CIBC aims to do business with Suppliers who reflect our employees, clients, and the communities we serve. We encourage Suppliers to adopt and report on inclusive procurement practices that promote equal opportunities for businesses owned and operated by Indigenous peoples, persons with disabilities, members of the LGBTQ+ community, Black individuals, people of colour, and women.

Responsible and ethical business practices

Compliance with applicable laws

Suppliers must adhere to all applicable law, rules, and regulations of the jurisdictions in which they operate, including, but not limited to, those related to business practices, labour and employment, immigration, human rights, modern slavery and human trafficking, health, and safety, building codes, privacy, bribery and corruption, record keeping, and the environment (“applicable laws”). Additionally, Suppliers must not engage in conduct that puts CIBC at risk of violating any applicable laws.

Conflicts of interest

Suppliers are expected to exercise reasonable care and diligence to prevent any actions or conditions that could result in actual, potential, or perceived conflicts of interest. Suppliers must not attempt to gain advantage or preferential treatment because of the conflict situation.

¹ A Supplier is defined as an organization, including their representatives, employees, and subcontractors, who supply goods and services to the Canadian Imperial Bank of Commerce (CIBC), its subsidiaries, or affiliates.

Anti-bribery and anti-corruption

We do not participate in bribery, kickbacks, corrupt business practices or other financial crimes. Suppliers must not directly, or indirectly, engage in any such activity or use any other means to obtain an undue or improper benefit or advantage in their business relationships, whether with CIBC or otherwise.

Gifts and entertainment

Gifts and entertainment from current or potential Suppliers (or anyone acting on their behalf) given to CIBC or to a CIBC employee or contingent worker must be lawful, of reasonable value, and comply with CIBC's relevant policies (for example employees and contingent workers must adhere to prescribed gift limits). Gifts and entertainment should be given in connection with the recipient's CIBC work, services, or intended to foster a business or professional relationship and should not be given with the intent of influencing the recipient's business decision-making. If a Supplier is unsure as to whether a gift or entertainment offer complies with CIBC's policies, they should consult with the intended recipient or the intended recipient's manager.



Managing insider information

Suppliers are expected to have appropriate processes in place to comply with applicable laws regarding the management of inside information. Suppliers in possession of insider information must not trade in securities of CIBC or another company to which the information pertains, inappropriately communicate the information to others, or otherwise take advantage of the information.

Representations

Suppliers must not knowingly cause, assist, or engage in any activity that contributes towards, or facilitates, any financial or other material misrepresentation, including providing inaccurate, incomplete, or otherwise misleading information about its financial condition or the financial effect of a transaction.

Safeguarding information, systems, and other assets

We protect CIBC information and assets; including intellectual property, technology systems, facilities and the personal information of our clients, employees, contingent workers, and applicants; and we expect our Suppliers to do the same.

We've built a modern and relationship-oriented bank that is highly resilient in challenging times. We develop strategies to minimize impact to clients in the event of a disruption and we expect our Suppliers to do the same.

Confidentiality, privacy, and information security

Suppliers must maintain appropriate physical, technical, and procedural safeguards to protect the confidentiality, security, integrity, and privacy of CIBC information and assets in accordance with applicable laws, industry standards and the Suppliers' agreements with CIBC.

Suppliers must be transparent about how and where CIBC information will be handled and must promptly notify CIBC of any suspected or actual unauthorized disclosure, confidentiality breach, privacy breach, security breach, alteration or loss of CIBC information and co-operate in the resolution of any such occurrence, in accordance with their agreements with CIBC.

Employment practices

CIBC expects our Suppliers to maintain a safe and inclusive work environment and to comply with all applicable employment and labour laws.

Inclusion at work

We expect our Suppliers to work to remove barriers and promote inclusion for all people regardless of their race, gender, age, sexual orientation, colour, ethnicity, religion, marital or family status, religious beliefs, disabilities, physical characteristics, or other personal characteristic protected by applicable laws.



Employment and labour laws

Suppliers are required to adopt employment practices that comply with employment laws in all jurisdictions in which they operate, including laws regarding minimum wage, minimum age of employment, working hours, overtime, hours free from work, surveillance and privacy, health and safety, human rights, and foreign personnel.

Suppliers must also comply with all local labour laws including laws permitting trade unions or other forms of employee representation.

Modern slavery and human trafficking

CIBC is committed to respecting and protecting human rights, and we do not tolerate modern slavery, including forced labour and child labour, or human trafficking in our business or supply chains. We expect suppliers to uphold human rights by incorporating global best practices like those embodied by the United Nations Guiding Principles on Business and Human Rights. Suppliers must not engage in practices associated with forced or

compulsory labour, including but not limited to wage withholding, identity document retention or restricting an individual's movement. Suppliers are expected to monitor and mitigate risks in their business activities and supply chains.

For more on CIBC's commitment to protecting human rights refer to [CIBC's Modern Slavery and Human Trafficking Statement](#).

Working conditions

Suppliers are expected to provide safe and healthy working environments, recognizing the specific hazards relevant to their operations, and ensuring the structural integrity of their premises. Suppliers must also take reasonable steps to prevent workplace accidents and injuries, including providing access to information on health and safety and hazard prevention.

Compliance with Supplier Code

Failure to comply with the Supplier Code may result in the termination of the Supplier's relationship with CIBC, in accordance with the applicable agreement with CIBC.

An employee, agent, affiliate, or sub-contractor of a Supplier who is considered a CIBC contingent worker is also subject to the [CIBC Code of Conduct](#).

Interpretation and amendments

CIBC reserves the right to interpret the Supplier Code at its discretion. The agreements between CIBC and Suppliers contain detailed requirements addressing many of the topics in the Supplier Code. The provisions of the Supplier Code are in addition to the provisions in these agreements, and, if there are any ambiguities or conflicts, the provisions of the applicable agreement will prevail.

Monitoring compliance

Suppliers are expected to conduct periodic reviews of their programs to ensure compliance in all areas addressed by the Supplier Code.

CIBC reserves the right to assess compliance to the Supplier Code. CIBC may periodically require written confirmation that the Supplier meets the obligations outlined in the Supplier Code. Additionally, CIBC may request copies of policies and reports that demonstrate compliance to Supplier Code.

Reporting violations and non-retaliation

Suppliers must report to CIBC any violations or possible violations of applicable laws and/or the Supplier Code, including by third parties, CIBC employees and CIBC contingent workers. Suppliers must not permit retaliation against any individual who, in good faith, seeks advice or reports a violation or potential violation.

To report violations or potential violations or to inquire about the requirements of the Supplier Code, contact suppliercode@cibc.com. To make an anonymous report, Suppliers or other third parties may contact the confidential [CIBC Whistleblower Hotline](#).