



CIBC Annual and Special Meeting of Shareholders

Thursday, April 16, 2026

The meeting was held on April 16, 2026, at 9:30 a.m. (Eastern Daylight Time), both in person at CIBC Square and via a live webcast. Shareholders and proxyholders could attend, vote, and ask questions either in the meeting room or through the webcast. Other guests joined the meeting through the webcast, and telephone access was also provided.

Chantal St-George, Senior Product Owner in Digital Banking, opened the meeting with a land acknowledgement.

Katharine Stevenson, Chair of the CIBC Board of Directors, chaired the meeting. She confirmed that proper notice had been given to shareholders and that a quorum was present. With these requirements met, she declared the Annual and Special Meeting of Shareholders duly constituted for the transaction of business. The Chair then welcomed all shareholders, proxyholders, and guests.

The Chair introduced Mr. Harry Culham, President and Chief Executive Officer, and Ms. Natalie Biderman, Vice-President and Corporate Secretary, who served as Secretary of the meeting. Ms. Biderman explained the procedures for shareholders and proxyholders to vote, comment, and ask questions during the meeting.

The Chair appointed Ms. Anoosheh Farzanegan and Ms. Jennifer Andersen of TSX Trust Company, CIBC's stock transfer agent, to act as Scrutineers for the meeting.

The Chair referred to the agenda, which was made available to shareholders both in the meeting room and through the webcast.

Presentation of Annual Financial Statements and Auditors' Report

The Chair presented CIBC's Annual Financial Statements and Auditors' Report for the year ended October 31, 2025. These documents were mailed on March 17, 2026 to registered shareholders and non-registered shareholders who had requested them. There were no comments or questions regarding the financial statements.

President and Chief Executive Officer's Remarks

Mr. Culham addressed the meeting. The complete text of Mr. Culham's remarks is available on the CIBC Investor Relations website at www.cibc.com.

The Chair thanked Mr. Culham for his strong leadership, dedication to clients, and commitment to creating value for all stakeholders. She also recognized all CIBC team members for their contributions throughout 2025.

Election of Directors

The Chair informed attendees that the Board had fixed the number of directors to be elected at 13. The nominees named in the 2026 Management Proxy Circular were: Ammar Aljoundi, Michelle L. Collins, Harry Culham, Marianne Harrison, Kevin J. Kelly, Christine E. Larsen, Mary Lou Maher, William F. Morneau, François L. Poirier, Mark W. Podlasly, Katharine B. Stevenson, Martine Turcotte, and Barry L. Zubrow.

Jean Robert Pimm Dupuch, Coordinator, Client Complaint Appeals Office, moved the nomination for the election of each of the 13 individuals named in the 2026 Management Proxy Circular as directors of CIBC until the close of the next annual meeting of shareholders or until their successors are elected or appointed, whichever is earlier. Christina Wood, Director, Global Electronic FX, seconded the

motion. The Chair opened the floor for discussion. There were no comments or questions. The Chair then declared nominations closed and called for a vote.

Appointment of Auditors

The Chair requested a motion for the appointment of CIBC's auditors. Victoria Ong, Director, Risk Management, moved that Ernst & Young LLP be appointed as the Auditors of CIBC until the close of the next annual meeting of shareholders. Bahar Suncak, Banking Centre Leader, Personal and Business Banking, seconded the motion. The Chair opened the meeting for discussion. There were no comments or questions. The Chair then called for a vote.

Advisory Resolution on Executive Compensation Approach

The Chair introduced the next item of business, an advisory resolution regarding CIBC's executive compensation approach. She noted that the Board considers this vote an important part of CIBC's shareholder engagement process and reviews the results when making future executive compensation decisions.

Frederic Buruiana, Executive Director, Government Solutions Group, moved that shareholders accept the approach to executive compensation disclosed in CIBC's Management Proxy Circular for the 2026 Annual and Special Meeting of Shareholders. Geneviève Carisse, Consultant, Corporate Secretary Division, seconded the motion. The Chair opened the meeting for discussion. There were no comments or questions. The Chair then called for a vote.

Resolution to Amend CIBC's Employee Stock Option Plan

The Chair introduced the next item of business, an ordinary resolution to increase the number of common shares available for issuance under the Employee Stock Option Plan by an additional 10 million common shares, bringing the total number of reserved shares to 115,269,000.

Romonica Morrison, Director, Capacity Planning and Operational Effectiveness in Personal Banking and Imperial Service, moved that the resolution as disclosed in CIBC's Management Proxy Circular for the 2026 Annual and Special Meeting of Shareholders be confirmed. Analisa Allen, Senior Manager, Communications & Publications Private Wealth, seconded the motion. The Chair opened the meeting for discussion. There were no comments or questions. The Chair then called for a vote.

Special Resolution to Amend By-Law No. 1 Regarding Directors' Remuneration

The Chair introduced the next item of business, a special resolution to amend By-Law No. 1 regarding directors' remuneration, proposing to increase the maximum aggregate amount that directors can be paid in a fiscal year from \$6 million to \$8 million, as set out in the 2026 Management Proxy Circular.

Shelley Nigh, Director, Regional Sales, moved that the special resolution as disclosed in CIBC's Management Proxy Circular for the 2026 Annual and Special Meeting of Shareholders be confirmed. Baran Emam, Director, Liquidity Management, seconded the motion. The Chair opened the meeting for discussion. There were no comments or questions. The Chair then called for a vote.

Shareholder Proposals

The Chair advised that shareholders would be asked to vote on seven shareholder proposals. Le Mouvement d'éducation et de défense des actionnaires (MÉDAC) submitted seven shareholder proposals and, after discussions and correspondence with CIBC, decided to submit all seven proposals for a vote.

The Chair invited MÉDAC's representative, Mr. Willie Gagnon, to move MÉDAC's seven proposals. Mr. Gagnon made statements to support MÉDAC's proposals.

Mr. Gagnon moved Shareholder Proposals No. 1, 2, 3, 4, 5, 6, and 7.

- Shareholder Proposal No. 1: Improving Shareholder Participation in Annual General Meetings (AGMs).
- Shareholder Proposal No. 2: Including the Younger Generations in Governing Bodies.

- Shareholder Proposal No. 3: Responsible Compensation Policy, Aligned with Performance.
- Shareholder Proposal No. 4: Strategic Diversification of Skills on the Board of Directors.
- Shareholder Proposal No. 5: Formal Recognition of the Systemic Role of the Board of Directors.
- Shareholder Proposal No. 6: Public Disclosure of Non-Confidential Information, Country-by-Country Reporting, Compensation Ratios and Tax Havens.
- Shareholder Proposal No. 7: Advisory Vote on Environmental Policies.

The Chair thanked Mr. Gagnon and MÉDAC for their engagement with CIBC on governance matters.

The Chair then opened the meeting for discussion. As there were no comments or questions on Shareholder Proposals No. 1, 2, 3, 4, 5, 6, or 7, the Chair proceeded to call for a vote.

The Chair declared the polls closed and invited shareholders present in the room who had completed their ballots to submit them to the scrutineers.

The Chair invited Gina Pappano to comment on InvestNow's withdrawn shareholder proposal: Ms. Pappano made statements about the withdrawn proposal.

The Chair thanked Ms. Pappano and InvestNow for their engagement with CIBC.

Comment Period

The Chair opened the meeting for questions and comments. The Chair and the Chief Executive Officer responded to comments and questions from shareholders.

Voting Results

Ms. Biderman received the preliminary vote results from the Scrutineers and read the Scrutineers' Report to the meeting. The vote results were as follows:

On the election of directors, a substantial majority of the votes cast at the meeting were voted in favour of each of the 13 nominees named in the 2026 Management Proxy Circular, with an average 98.54% support, as set out below:

Nominees	Votes for	Votes withheld
Ammar Aljoundi	99.50%	0.50%
Michelle L. Collins	99.64%	0.36%
Harry Culham	99.65%	0.35%
Marianne Harrison	99.63%	0.37%
Kevin J. Kelly	94.91%	5.09%
Christine E. Larsen	98.85%	1.15%
Mary Lou Maher	98.45%	1.55%
William F. Morneau	98.39%	1.61%
Mark W. Podlasly	99.61%	0.39%
François Poirier	99.49%	0.51%
Katharine B. Stevenson	95.86%	4.14%
Martine Turcotte	97.78%	2.22%
Barry L. Zubrow	99.28%	0.72%

Appointment of Auditors

Votes for	Votes withheld
90.24%	9.76%

Advisory resolution regarding our Executive Compensation Approach

Votes for	Votes against
95.59%	4.41%

Amendment to CIBC's Employee Stock Option Plan

Votes for	Votes against	Votes Abstain
95.97%	4.03%	0.00%

Special resolution to amend By-Law No. 1 regarding directors' remuneration.

Votes for	Votes against	Votes Abstain
99.10%	0.90%	0.00%

Shareholder Proposal 1 Improving Shareholder Participation in Annual General Meetings

Votes for	Votes against	Votes abstain
1.32%	98.68%	0.39%

Shareholder Proposal 2
Including the Younger Generations in Governing Bodies

Votes for	Votes against	Votes abstain
2.07%	97.93%	0.34%

Shareholder Proposal 3
Responsible Compensation Policy, Aligned with Performance

Votes for	Votes against	Votes abstain
6.97%	93.03%	0.38%

Shareholder Proposal 4
Strategic Diversification of Skills on the Board of Directors

Votes for	Votes against	Votes abstain
11.50%	88.50%	0.46%

Shareholder Proposal 5
Formal Recognition of the Systemic Role of the Board of Directors

Votes for	Votes against	Votes abstain
8.80%	91.20%	0.85%

Shareholder Proposal 6
Public Disclosure of Non-Confidential Information, Country-by-Country Reporting,
Compensation Ratios and Tax Havens

Votes for	Votes against	Votes abstain
9.95%	90.05%	0.44%

Shareholder Proposal 7
Advisory Vote on Environmental Policies

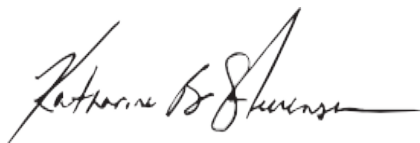
Votes for	Votes against	Votes abstain
17.84%	82.16%	5.59%

The Chair declared that:

- Each of the 13 nominees named in the 2026 Management Proxy Circular was elected as a director of CIBC until the close of the next annual meeting of shareholders or until their successors are elected or appointed, whichever is earlier,
- Ernst & Young LLP was appointed as auditors of CIBC.
- The advisory resolution regarding our executive compensation approach was approved;
- The resolution to amend CIBC's Employee Stock Option Plan was approved.
- The special resolution to amend By-Law No. 1 regarding directors' remuneration was approved.
- Shareholders Proposal No. 1, 2, 3, 4, 5, 6, and 7 were not approved.

The Chair thanked shareholders for their votes and advised that the final vote results would be available after the meeting.

There being no further business, the Chair declared the meeting terminated.

A handwritten signature in black ink, appearing to read "Katherine B. Shivers". The signature is fluid and cursive, with a long horizontal stroke at the end.

Chair

A handwritten signature in black ink, consisting of a stylized monogram or set of initials followed by a horizontal stroke.

Corporate Secretary