



**NOTICE OF REDEMPTION OF  
NON-CUMULATIVE CLASS A PREFERRED SHARES SERIES 45  
(NON-VIABILITY CONTINGENT CAPITAL("NVCC"))**

NOTICE IS HEREBY GIVEN that Canadian Imperial Bank of Commerce ("CIBC") will redeem on July 29, 2022 all of its outstanding Non-cumulative Class A Preferred Shares Series 45 (NVCC) (the "Series 45 Shares") for cash. The amount paid on redemption for each such share is \$25.00 (the "Redemption Price"). All of the Series 45 Shares held by the person to whom this notice is addressed are to be redeemed.

The regular dividend for the period from May 1, 2022 to July 31, 2022 will be paid on July 28, 2022 in the amount of \$0.275000 per Series 45 Share to shareholders of record on June 28, 2022. The dividend will be paid separately from the Redemption Price.

Payment of the Redemption Price will be made by CIBC on or after July 29, 2022, on presentation and surrender by the holders of certificates representing the Series 45 Shares together with a completed Letter of Transmittal at any of the offices of TSX Trust Company or its agent set out on the reverse side of the enclosed Letter of Transmittal form. From and after July 29, 2022, the holders of Series 45 Shares will not be entitled to dividends or to exercise any rights of holders of Series 45 Shares in respect of such shares except to receive the amount paid on redemption.

DATED at Toronto, Ontario this 24<sup>th</sup> day of June, 2022.



## CANADIAN IMPERIAL BANK OF COMMERCE ("CIBC")

### Redemption of Non-Cumulative Class A Preferred Shares Series 45 (the "Series 45 Shares")

#### Tax Questions & Answers

**The redemption of the Series 45 Shares will not give rise to a deemed dividend for Canadian income tax purposes. For Canadian-resident individual shareholders (other than trusts) who hold their Series 45 Shares as capital property for purposes of the *Income Tax Act* (Canada), this explains the general tax treatment of the redemption.**

**As the redemption will not give rise to a deemed dividend, the tax consequences that may be expected for such a shareholder from a redemption of the Series 45 Shares would generally be the same as a sale before the redemption date.**

**These comments are provided for general informational purposes only and should not be construed as legal, tax or investment advice. You should consult your tax advisor regarding the appropriate tax treatment of this redemption in your circumstances.**

#### **What amount will be paid on redemption?**

On the redemption date of July 29, 2022, holders of Series 45 Shares will receive \$25.00 per share.

Separately from the redemption amount, a dividend for the period from May 1, 2022 to July 31, 2022 will be paid on July 28, 2022 to shareholders of record on June 28, 2022. The dividend will be \$0.275000 per Series 45 Share.

#### **How will this redemption affect my taxes?**

For Canadian-resident individual shareholders, the redemption may result in a capital gain or capital loss, depending on your cost of the Series 45 Shares.

The dividend for the period from May 1, 2022 to July 31, 2022 will be subject to the gross-up and dividend tax credit rules normally available on dividends from taxable Canadian corporations. Certain "eligible dividends" paid by corporations resident in Canada are eligible for an enhanced gross-up and dividend tax credit if the dividend recipient receives written notice from the paying corporation designating the dividend as an "eligible dividend". **CIBC has provided the required notice in respect of the dividend for the period from May 1, 2022 to July 31, 2022.**

#### **How is the capital gain or loss calculated?**

On redemption, you will dispose of your Series 45 Shares for tax purposes. This disposition may give rise to a capital gain or loss, depending on the cost of your Series 45 Shares for tax purposes (the "adjusted cost base"). The capital gain or loss is determined by calculating the difference between your proceeds of disposition and your cost (i.e., adjusted cost base) of the redeemed Series 45 Shares. Your proceeds of disposition will be \$25.00 per Series 45 Share which is the redemption price.

Assuming that all of your Series 45 Shares were purchased at \$27.00 or \$24.00 per Series 45 Share including acquisition costs, (e.g., brokerage commissions) the capital gain/loss will be calculated as follows:

	<u>Loss</u>	<u>Gain</u>
Proceeds of disposition	\$25.00	\$25.00
Less adjusted cost base	<u>27.00</u>	<u>24.00</u>
<i>Capital gain/ (loss) per share</i>	\$ (2.00)	\$ 1.00

Generally, one-half of a capital loss (an “allowable capital loss”) is deductible only against one-half of capital gains (“taxable capital gains”) in accordance with the detailed provisions of the *Income Tax Act* (Canada). An allowable capital loss may only be claimed against taxable capital gains realized in that year, any future year, or one of the three preceding years. An allowable capital loss cannot be deducted from other income including dividends or deemed dividends.

**What if I sell my Series 45 Shares before the redemption date?**

If you sell your Series 45 Shares to a third party before July 29, 2022, you will realize a capital gain or loss. Your proceeds of disposition will be the sale price of the shares (net of any disposition costs, e.g., brokerage commissions).