

**FIRST SUPPLEMENTARY PROSPECTUS
DATED 31 AUGUST 2018**



CANADIAN IMPERIAL BANK OF COMMERCE
(a Canadian chartered bank)

This supplement (the “**Supplement**”) dated 31 August 2018 has been prepared in connection with the base prospectus dated 14 June 2018, as supplemented by the first combined supplementary prospectus dated 24 August 2018 (the “**First Combined Supplementary Prospectus**”), in relation to CIBC’s USD 20,000,000,000 Note Issuance Programme (the “**Prospectus**”), as issued by Canadian Imperial Bank of Commerce (“**CIBC**” or the “**Issuer**”). The Prospectus comprises a base prospectus under Article 5.4 of the Prospectus Directive for CIBC. This Supplement is a base prospectus supplement in respect of the Prospectus, for the purposes of Section 87G of the Financial Services and Markets Act 2000, as amended (the “**FSMA**”).

The purpose of this Supplement is to incorporate by reference into the Prospectus the section entitled “*Terms and Conditions of the Notes*” set out in CIBC’s base prospectus dated 7 June 2017.

This Supplement has been approved by the United Kingdom Financial Conduct Authority, which is the United Kingdom competent authority for the purposes of the Prospectus Directive and relevant implementing measures in the United Kingdom, as a supplement to the Prospectus.

Terms defined in the Prospectus have the same meaning when used in this Supplement. This Supplement is supplemental to, and shall be read in conjunction with the Prospectus and the documents incorporated by reference therein. To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Prospectus by this Supplement and (b) any other statement in, or incorporated by reference in the Prospectus, the statements in (a) above will prevail.

Investors should be aware of their rights under Section 87Q(4)-(6) of the FSMA. An investor which has agreed, prior to the date of publication of this Supplement, to purchase or subscribe for Programme Notes issued under the Note Issuance Programme where the securities have not been delivered prior to the publication of this Supplement, may withdraw such acceptance before the end of the period of two working days beginning with the first working day after the date on which this Supplement is published in accordance with the Prospectus Directive. This right to withdraw shall expire by close of business on 4 September 2018. Investors wishing to withdraw their acceptance should contact their brokers for details.

CIBC accepts responsibility for the information in this Supplement. To the best of the knowledge of CIBC, having taken reasonable care to ensure that such is the case, the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Save as disclosed in this Supplement or in any document incorporated by reference in the Prospectus by virtue of this Supplement, no significant new factor, material mistake or inaccuracy relating to the information included in the Prospectus which is capable of affecting the assessment of the Programme Notes under the Note Issuance Programme has arisen or been noted, as the case may be, since the publication of the First Combined Supplementary Prospectus.

I. By virtue of this Supplement, the Prospectus shall be supplemented as follows:

Documents Incorporated by Reference

The section entitled “*Terms and Conditions of the Notes*” set out in the Issuer’s base prospectus dated 7 June 2017 on pages 45 to 76; and for the avoidance of doubt, the applicable Final Terms for a Tranche of the Notes will indicate the Terms and Conditions applicable to such Tranche of Notes.

GENERAL

If a document which is incorporated by reference into this Supplement itself incorporates any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement or the Prospectus for purposes of the Prospectus Directive except where such information or other documents are specifically incorporated by reference into the Prospectus by virtue of this Supplement or where this Supplement is specifically defined as including such information.

Copies of this Supplement and the Prospectus and the documents incorporated by reference in each have been filed with Morningstar plc (appointed by the United Kingdom Financial Conduct Authority to act as the National Storage Mechanism) and are available for viewing at www.morningstar.co.uk/uk/NSM and can be (i) viewed on the website of the Regulatory News Service operated by the London Stock Exchange at www.londonstockexchange.com/exchange/news/market-news/market-news-home.html under the name of Canadian Imperial Bank of Commerce and the headline “Publication of Prospectus” and (ii) obtained on written request and without charge from CIBC at the registered office of CIBC at 199 Bay Street, Toronto, Ontario Canada M5L 1A2, 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. The websites referred to above and their content are not incorporated by reference into and do not form part of this Supplement or the Prospectus.