

This Swiss Prospectus has been approved by SIX Exchange Regulation Ltd in its capacity as review body pursuant to article 52 of the Swiss Financial Services Act on 4 May 2022.



## CANADIAN IMPERIAL BANK OF COMMERCE

(a Canadian chartered bank)

### CHF 200,000,000

### 0.9675 per cent. Covered Bonds due April 2029

This Swiss prospectus (the **Swiss Prospectus**) relates to (i) the offering of CHF 200,000,000 in aggregate principal amount of 0.9675 per cent. Covered Bonds due April 2029 (the **Covered Bonds**) to be issued by Canadian Imperial Bank of Commerce (the **Issuer** or **CIBC**) and unconditionally and irrevocably guaranteed as to payments by CIBC Covered Bond (Legislative) Guarantor Limited Partnership (the **Guarantor**) under CIBC's CAD 60,000,000,000 Global Covered Bond Programme (the **Programme**), and (ii) the admission to trading and listing of the Covered Bonds on the SIX Swiss Exchange. The terms and conditions of the Covered Bonds (the **Conditions** and each a **Condition**) consist of the general terms and conditions of covered bonds set forth in the Base Prospectus relating to the Programme dated 22 July 2021, as supplemented by the supplements to it dated 27 August 2021, 24 September 2021, 6 December 2021 and 25 February 2022 (collectively, the **Base Prospectus**), as completed, amended and/or supplemented by the Final Terms relating to the Covered Bonds set out in this Swiss Prospectus beginning on page 19 hereof (the **Final Terms**). Capitalized terms used but not defined below have the meanings assigned to such terms in the Conditions or elsewhere in this Swiss Prospectus. The Covered Bonds are expected to be rated **Aaa** by Moody's Investors Service, Inc. and **AAA** by Fitch Ratings, Inc.

Issuer:	Canadian Imperial Bank of Commerce, Toronto, Ontario, Canada
Guarantor:	CIBC Covered Bond (Legislative) Guarantor Limited Partnership, Toronto, Ontario, Canada
Interest Rate and Interest Payment Dates:	(i) 0.9675 per cent. per annum, payable annually in arrears on 26 April of each year (each, an <b>Interest Payment Date</b> ), commencing on 26 April 2023, up to and including the Maturity Date.  (ii) 0.9675 per cent. per annum, payable monthly in arrears on the 26 <sup>th</sup> day of each month, commencing on 26 May 2029 up to and including the earlier of (x) the date on which the Covered Bonds are redeemed in full and (y) the Extended Due for Payment Date.
Issue Price:	The Managers have purchased the Covered Bonds at 100 per cent. of the principal amount of the Covered Bonds (before commission).
Placement Price:	The placement price will be fixed in accordance with supply and demand.
Issue Date:	26 April 2022
Final Maturity Date:	26 April 2029
Extended Due for Payment Date:	The interest payment date falling in or nearest to 26 April 2030 as further described in the Conditions.
Final Redemption Amount:	100 per cent. of the aggregate principal amount of the Covered Bonds.
Early Redemption:	For taxation reasons only in accordance with the Conditions.
Further Issues:	The Issuer reserves the right to issue further Covered Bonds of this series.
Denomination:	CHF 5,000 nominal and multiples thereof.
Form of the Covered Bonds:	The Covered Bonds will be represented by a Permanent Global Covered Bond. Holders of interests in the Permanent Global Covered Bond do not have the right to request the printing and delivery of the definitive Bonds.
Status of the Covered Bonds:	The Covered Bonds will constitute deposits for purposes of the <i>Bank Act</i> (Canada) and will constitute legal, valid and binding direct, unconditional, unsubordinated and unsecured obligations of the Issuer and will rank at least <i>pari passu</i> with all deposit liabilities of the Issuer without any preference among themselves and (save for any applicable statutory provisions) at least equally with all other present and future unsecured and unsubordinated obligations of the Issuer, from time to time outstanding. The Covered Bonds will not be deposits insured under the <i>Canada Deposit Insurance Corporation Act</i> (Canada).

**THE COVERED BONDS HAVE NOT BEEN APPROVED OR DISAPPROVED BY CANADA MORTGAGE AND HOUSING CORPORATION (“CMHC”) NOR HAS CMHC PASSED UPON THE ACCURACY OR ADEQUACY OF THIS SWISS PROSPECTUS. THE COVERED BONDS ARE NOT INSURED OR GUARANTEED BY CMHC OR THE GOVERNMENT OF CANADA OR ANY OTHER AGENCY THEREOF.**

- Cross Default:** If a Guarantor Acceleration Notice is served in respect of any one Series of Covered Bonds, then the obligation of the Guarantor to pay Guaranteed Amounts in respect of all Series of Covered Bonds outstanding will be accelerated.
- Covered Bond Guarantee:** Payment of interest and principal in respect of the Covered Bonds when due for payment will be irrevocably guaranteed by the Guarantor. The obligations of the Guarantor to make payment in respect of the guaranteed amounts when due for payment are subject to the condition that a Covered Bond Guarantee activation event has occurred. The obligations of the Guarantor under the Covered Bond Guarantee will accelerate against the Guarantor upon the service of a Guarantor acceleration notice. The obligations of the Guarantor under the Covered Bond Guarantee constitute direct obligations of the Guarantor secured against the assets of the Guarantor, including the covered bond portfolio. Payments made by the Guarantor under the Covered Bond Guarantee will be made subject to, and in accordance with, the applicable priorities of payments.
- Admission to Trading and Listing:** The Covered Bonds have been provisionally admitted to trading on the SIX Swiss Exchange as of 22 April 2022. Application will be made for definitive admission to trading and listing of the Covered Bonds on the SIX Swiss Exchange as soon as practicable thereafter and (if granted) will only be granted after the Issue Date. The last trading day for the Covered Bonds on the SIX Swiss Exchange is expected to be the day falling two SIX Swiss Exchange trading days prior to the Maturity Date.
- Selling Restrictions:** The Covered Bonds are subject to restrictions on their offering, sale and delivery both generally and specifically in the United States of America (the **U.S.**) and to U.S. persons, Canada, in the European Economic Area (the **EEA**), the United Kingdom (the **UK**) the Republic of Italy, France, Japan, Hong Kong, Singapore, Belgium, Australia, Denmark, The Netherlands and general restrictions, in each case as further described in the Base Prospectus beginning on page 314 under “Subscription and Sale”).
- Governing Law and Jurisdiction:** The Covered Bonds are governed by, and construed in accordance with, the laws of the Province of Ontario and the laws of Canada. Ontario courts will have non-exclusive jurisdiction for the Covered Bonds and all related contractual documentation.

**CIBC Capital Markets**

**Commerzbank**  
(the **Managers**)

**Credit Suisse**

Swiss Security Number: 117 953 495

ISIN: CH1179534958

Common Code: 246990905

Swiss Prospectus dated 22 April 2022

## Important Information

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**This Swiss Prospectus will not be updated for any developments that occur after its date. In particular, this Swiss Prospectus is not required to be updated as of the date of the approval by SIX Exchange Regulation Ltd in its capacity as Swiss review body pursuant to article 52 of the Swiss Financial Services Act of 15 June 2018 (the FinSA). Consequently, neither the delivery of this Swiss Prospectus nor the offering, sale or delivery of any Covered Bonds shall in any circumstances imply that the information contained herein concerning the Issuer is correct at any time subsequent to the date hereof or that any other information supplied in connection with the issue of the Covered Bonds is correct as of any time subsequent the date indicated in the document containing the same.**

This Swiss Prospectus has been prepared by the Issuer solely for use in connection with the offering of the Covered Bonds in Switzerland and for the admission to trading and listing of the Covered Bonds on the SIX Swiss Exchange. The Issuer has not authorized the use of this Swiss Prospectus for any other purpose, in particular, the Covered Bonds will neither be offered or sold within the EEA or the UK, nor admitted to trading on a regulated market in the EEA or the UK. This Swiss Prospectus has not been reviewed or approved by any competent authority in the EEA or the UK.

This Swiss Prospectus is to be read in conjunction with all documents incorporated by reference herein. This Swiss Prospectus shall be read and construed on the basis that such documents are incorporated into and form part of this Swiss Prospectus. See *"About this Swiss Prospectus – Documents Incorporated by Reference"* on page 17 of this Swiss Prospectus.

**An investment in the Covered Bonds will involve certain risks, including the risk that holders of Covered Bonds will lose their entire investment in the Covered Bonds. For a discussion of certain risks that potential investors should carefully consider before deciding to invest in any Covered Bonds, see *"Risk Factors"* beginning on page 32 of the Base Prospectus, which is incorporated herein by reference.**

No person is or has been authorized by the Issuer or the Managers to give any information or to make any representation not contained in or not consistent with this Swiss Prospectus or any other information supplied in connection with the Covered Bonds and, if given or made, such information or representation must not be relied upon as having been authorized by the Issuer or the Managers.

Neither this Swiss Prospectus nor any other information supplied in connection with the Covered Bonds (i) is intended to provide the basis of any credit or other evaluation or (ii) should be considered as a recommendation by the Issuer or the Managers that any recipient of this Swiss Prospectus or any other information supplied in connection with the Covered Bonds should purchase any Covered Bonds. Each potential investor contemplating purchasing any Covered Bonds should make its own independent investigation of the financial condition and affairs, and its own appraisal of the creditworthiness, of the Issuer. Neither this Swiss Prospectus nor any other information supplied in connection with the issue of the Covered Bonds constitutes an offer or invitation by or on behalf of the Issuer or the Managers to any person to subscribe for or to purchase any Covered Bonds.

### The Managers

The Managers have not verified the information contained herein. Additionally, no representation, warranty or undertaking, express or implied, is made and no responsibility or liability is accepted by the Managers as to the accuracy or completeness of the information contained or incorporated in this Swiss Prospectus or any other information provided by the Issuer in connection with the Covered Bonds.

To the fullest extent permitted by law, the Managers accept no responsibility whatsoever for the contents of this Swiss Prospectus or for any other statement, made or purported to be made by the Managers or on their behalf in connection with the Issuer or the issuance, offering and admission to trading or listing of the Covered Bonds. The Managers accordingly disclaim all and any liability whether arising in tort or contract or otherwise (save as referred to above) that they might otherwise have in respect of this Swiss Prospectus or any such statement.

The Managers and certain of their respective affiliates have provided, and/or may provide in the future, investment banking, commercial banking, advisory and other financial services for the Issuer and its affiliates in the ordinary course of business for which they have received and will receive customary fees and reimbursement of expenses.

Furthermore, in the ordinary course of their business activities, the Managers and their respective affiliates may make or hold a broad array of investments and actively trade debt and equity securities (or related derivative securities) and financial instruments (which may include bank loans and/or credit default swaps) for their own account and for the accounts of their customers and may, at any time, hold long or short positions in such investments and securities. Such investment and securities activities may involve the securities and/or instruments of the Issuer. The Managers and their respective affiliates may also make investment recommendations and/or publish or express independent research views in respect of such securities or instruments and may at any time hold (for their own account or for the account of their customers), or recommend to clients that they acquire, long and/or short positions in such securities and instruments.

## Notice to Investors

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This Swiss Prospectus does not constitute an offer to sell or the solicitation of an offer to buy any Covered Bonds in any jurisdiction to any person to whom it is unlawful to make an offer or solicitation in such jurisdiction. The distribution of this Swiss Prospectus and the offer or sale of the Covered Bonds may be restricted by law in certain jurisdictions. Neither the Issuer nor the Managers represent that this Swiss Prospectus may be lawfully distributed, or that any Covered Bonds may be lawfully offered, in compliance with any applicable registration or other requirements in any such jurisdiction, or pursuant to an exemption available thereunder, or assume any responsibility for facilitating any such distribution or offering. In particular, no action has been taken by the Issuer or the Managers that is intended to permit a public offering of any Covered Bonds or distribution of this Prospectus in any jurisdiction where action for that purpose is required other than Switzerland. Accordingly, no Covered Bonds may be offered or sold, directly or indirectly, and neither this Prospectus nor any advertisement or other offering material may be distributed or published in any jurisdiction, except under circumstances that will result in compliance with any applicable laws and regulations. Persons into whose possession this Swiss Prospectus or any Covered Bonds may come must inform themselves about, and observe, any such restrictions on the distribution of this Prospectus and the offering and sale of Covered Bonds. In addition to “United States”, “Prohibition of Sales to EEA Retail Investors” and “Prohibition of Sales to UK Retail Investors” below, see “Subscription and Sale – Selling Restrictions” beginning on page 314 of the Base Prospectus.

### United States

The Covered Bonds have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the **Securities Act**) and are subject to U.S. tax law requirements. Subject to certain exceptions, the Covered Bonds may not be offered, sold or delivered within the United States or to or for the account or benefit of U.S. persons (as such terms are defined in Regulation S under the Securities Act).

### PRIPs – Prohibition of Sales to EEA Retail Investors

The Covered Bonds are not intended to be offered, sold or otherwise made available and should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of the Markets in Financial Instruments Directive 2014/65/EU (as amended or replaced from time to time) (**MiFID II**), (ii) a customer within the meaning of Directive (EU) 2016/97 (the **IDD**), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II, or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129 (the **Prospectus Regulation**). The expression **offer** includes the communication in any form by any means of sufficient information on the terms of the offer and the Covered Bonds to be offered so as to enable an investor to decide to purchase or subscribe for the Covered Bonds.

Consequently, no key information document required by Regulation (EU) No 1286/2014 (the **PRIPs Regulation**) for offering or selling the Covered Bonds or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Covered Bonds or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIPs Regulation.

### Prohibition of Sales to UK Retail Investors

The Covered Bonds are not intended to be offered, sold or otherwise made available and should not be offered, sold or otherwise made available to any retail investor in the UK. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the **EUWA**), (ii) a customer within the meaning of the provisions of the United Kingdom Financial Services and Markets Act 2000 (the **FSMA**) and any rules or regulations made under the FSMA to implement the IDD, where that customer would not qualify as a professional client as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA, or (iii) not a qualified investor as defined in the Prospectus Regulation as it forms part of domestic law by virtue of the EUWA.

Consequently no key information document required by the PRIPs Regulation as it forms part of domestic law by virtue of the EUWA (the **UK PRIPs Regulation**) for offering or selling the Covered Bonds or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Covered Bonds or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIPs Regulation.

### Target Market

A distributor subject to the Markets in Financial Instruments Directive 2014/65/EU (as amended or replaced from time to time) or the UK Financial Conduct Authority Handbook Product Intervention and Product Governance Sourcebook is responsible for undertaking its own target market assessment in respect of the Covered Bonds and determining appropriate distribution channels.

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## Summary

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**This summary should be read as an introduction to this Swiss Prospectus. Any decision to invest in the Covered Bonds should be based on a consideration of this Swiss Prospectus as a whole, including any documents incorporated by reference into this Swiss Prospectus. Potential investors in the Covered Bonds should be aware that liability under article 69 of the FinSA for any false or misleading information contained in this summary is limited to any such information that is false or misleading when read together with, or that is inconsistent with, the other parts of this Swiss Prospectus.**

### A. Information on the Issuer and the Guarantor

Issuer; legal form; registered office;	Canadian Imperial Bank of Commerce  Canadian Imperial Bank of Commerce is a diversified financial institution governed by the provisions of the Bank Act, which constitutes its charter. Its registered and head office is located at Commerce Court, 199 Bay St., Toronto, Canada M5L 1A2.
Legal Entity Identifier (LEI):	2IGI19DL77OX0HC3ZE78
Issuer's auditors:	Ernst & Young LLP
Guarantor; legal form; registered office;	CIBC Covered Bond (Legislative) Guarantor Limited Partnership is a limited partnership formed on 10 April 2013 and existing under the <i>Limited Partnerships Act</i> (Ontario). The registered and principal place of business of the Guarantor is Commerce Court, 199 Bay Street, Toronto, Ontario, Canada M5L 1A2.
Legal Entity Identifier (LEI):	549300P5KCLQKBRPP437

### B. Information on the Terms of the Covered Bonds

Covered Bonds:	CHF 200,000,000 0.9675 per cent. Covered Bonds due April 2029
Interest Rate and Interest Payment Dates:	(i) 0.9675 per cent. per annum, payable annually in arrears on 26 April of each year, commencing on 26 April 2023, up to and including the Maturity Date.  (ii) 0.9675 per cent. per annum, payable monthly in arrears on the 26 <sup>th</sup> day of each month, commencing on 26 May 2029 up to and including the earlier of (x) the date on which the Covered Bonds are redeemed in full and (y) the Extended Due for Payment Date.
Issue Date:	26 April 2022
Final Maturity Date:	26 April 2029
Extended Due for Payment Date:	The interest payment date falling in or nearest to 26 April 2030 as further described in the Conditions.
Final Redemption Amount:	100 per cent. of the aggregate principal amount of the Covered Bonds.
Early Redemption:	For taxation reasons only in accordance with the Conditions.
Further Issues:	The Issuer reserves the right to issue further Covered Bonds of this series.
Denomination:	CHF 5,000 nominal and multiples thereof.
Form of the Covered Bonds:	The Covered Bonds will be represented by a Permanent Global Covered Bond. Holders of interests in the Permanent Global Covered Bond do not have the right to request the printing and delivery of the definitive Bonds.
Status of the Covered Bonds:	The Covered Bonds will constitute deposits for purposes of the <i>Bank Act</i> (Canada) and will constitute legal, valid and binding direct, unconditional, unsubordinated and unsecured obligations of the Issuer and will rank at least <i>pari passu</i> with all deposit liabilities of the Issuer without any preference among themselves and (save for any applicable statutory provisions)

## Summary

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at least equally with all other present and future unsecured and unsubordinated obligations of the Issuer, from time to time outstanding. The Covered Bonds will not be deposits insured under the *Canada Deposit Insurance Corporation Act* (Canada).

**THE COVERED BONDS HAVE NOT BEEN APPROVED OR DISAPPROVED BY CANADA MORTGAGE AND HOUSING CORPORATION (“CMHC”) NOR HAS CMHC PASSED UPON THE ACCURACY OR ADEQUACY OF THIS SWISS PROSPECTUS. THE COVERED BONDS ARE NOT INSURED OR GUARANTEED BY CMHC OR THE GOVERNMENT OF CANADA OR ANY OTHER AGENCY THEREOF.**

Cross Default:	If a Guarantor Acceleration Notice is served in respect of any one Series of Covered Bonds, then the obligation of the Guarantor to pay Guaranteed Amounts in respect of all Series of Covered Bonds outstanding will be accelerated.
Covered Bond Guarantee:	Payment of interest and principal in respect of the Covered Bonds when due for payment will be irrevocably guaranteed by the Guarantor. The obligations of the Guarantor to make payment in respect of the guaranteed amounts when due for payment are subject to the condition that a Covered Bond Guarantee activation event has occurred. The obligations of the Guarantor under the Covered Bond Guarantee will accelerate against the Guarantor upon the service of a Guarantor acceleration notice. The obligations of the Guarantor under the Covered Bond Guarantee constitute direct obligations of the Guarantor secured against the assets of the Guarantor, including the covered bond portfolio. Payments made by the Guarantor under the Covered Bond Guarantee will be made subject to, and in accordance with, the applicable priorities of payments.
Governing Law and Jurisdiction:	The Covered Bonds are governed by, and construed in accordance with, the laws of the Province of Ontario and the laws of Canada. Ontario courts will have non-exclusive jurisdiction for the Covered Bonds and all related contractual documentation.

### C. Information on the Offering

Offering:	The offering described herein consists of a public offering of Covered Bonds in Switzerland in compliance with applicable laws and regulations.	
Issue Price:	100 per cent. of the aggregate principal amount of the Covered Bonds (before commission).	
Placement Price:	The placement price will be fixed in accordance with supply and demand.	
Net Proceeds/Use of Proceeds:	The Net Proceeds from the issue of the Covered Bonds, being the amount of CHF 199,375,000 will be used by the Issuer for its corporate purposes.	
Clearing and Settlement:	SIX SIS.	
Security Numbers:	Swiss Security Number:	117 953 495
	ISIN (International Securities Identification Number):	CH1179534958
	Common Code:	246990905
Selling Restrictions:	The Covered Bonds are subject to restrictions on their offering, sale and delivery both generally and specifically in the United States of America (the <b>U.S.</b> ) and to U.S. persons, Canada, in the European Economic Area (the <b>EEA</b> ), the United Kingdom (the <b>UK</b> ) the Republic of Italy, France, Japan, Hong Kong, Singapore, Belgium, Australia, Denmark, The Netherlands and general restrictions, in each case as further described in the Base Prospectus beginning on page 314 under “Subscription and Sale”).	
The Managers:	Canadian Imperial Bank of Commerce, London Branch // Commerzbank Aktiengesellschaft // Credit Suisse AG	

## Summary

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### D. Information on the Admission to Trading and Listing

Swiss Trading Venue: SIX Swiss Exchange.

Admission to Trading and Listing: The Covered Bonds have been provisionally admitted to trading on the SIX Swiss Exchange as of 22 April 2022. Application will be made for definitive admission to trading and listing of the Covered Bonds on the SIX Swiss Exchange as soon as practicable thereafter and (if granted) will only be granted after the Issue Date. The last trading day for the Covered Bonds on the SIX Swiss Exchange is expected to be the day falling two SIX Swiss Exchange trading days prior to the Maturity Date.

### E. Information on Swiss Prospectus Approval

Review Body: SIX Exchange Regulation Ltd, Hardturmstrasse 201, 8005 Zurich, Switzerland (the **Review Body**).

Prospectus Date and Approval: This Swiss Prospectus is dated 22 April 2022 and has been approved by the Review Body on the date of the stamp appearing on the cover page of this Swiss Prospectus.

This Swiss Prospectus will not be updated for any developments that occur after its date. In particular, this Swiss Prospectus is not required to be updated as of the date of the approval by the Review Body.

## General Information

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### Authorisation and Subscription

The establishment of the Programme and the issue of the Covered Bonds have been authorized by the Issuer. Pursuant to a subscription agreement dated 22 April 2022 between the Issuer and the Managers, the Issuer has decided to issue the Covered Bonds in the aggregate principal amount of CHF 200,000,000 to be paid for on 26 April 2022, and the Managers have agreed to subscribe such aggregate principal amount of Covered Bonds.

### Use of Net Proceeds

The net proceeds from the issue of the Covered Bonds, being the amount of CHF 199,375,000 (the **Net Proceeds**), will be used by the Issuer for its corporate purposes.

None of the Managers shall have any responsibility for, nor be obliged to concern itself with, the application of the Net Proceeds.

### Notices

All notices in relation to the Covered Bonds will be published in electronic form on the internet site of the SIX Swiss Exchange under the section headed "Official Notices".

### Representative

In accordance with article 58a of the Listing Rules of the SIX Swiss Exchange, the Issuer has appointed Credit Suisse AG to file the listing application with SIX Exchange Regulation Ltd in its capacity as competent authority for the admission to trading (including the provisional admission to trading) and listing of the Covered Bonds on the SIX Swiss Exchange.

### Listing requirements of SIX Swiss Exchange

The Guarantor does not fulfil the listing requirements as set out in the listing rules of the SIX Swiss Exchange (the **Listing Rules**), the additional rules for the listing of bonds (the **Additional Rules**) and their implementing provisions. Therefore, the obligations for obtaining and maintaining a listing on the SIX Swiss Exchange contained in the Listing Rules, the Additional Rules and their implementing provisions are not applicable to the Guarantor.

### Court, Arbitral and Administrative Proceedings

Save as disclosed in this Swiss Prospectus (including all documents incorporated by reference herein), neither the Issuer nor the Guarantor is or has been involved in any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware) which may have, or have had in the recent past, significant effects on the financial position or profitability of the Issuer or the Guarantor.

### No Material Change

Except as disclosed in this Swiss Prospectus (including all documents incorporated by reference), there has been no significant change in the financial performance or financial position of the Issuer and its subsidiaries, including the Guarantor, taken as a whole since 31 January 2022, the last day of the financial period in respect of which the most recent interim unaudited published consolidated financial statements of the Issuer have been prepared

## Additional Information on the Issuer

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### General Information

The Issuer is a diversified financial institution, incorporated as a bank pursuant to and governed by the Bank Act which constitutes its charter. The Bank was formed through the amalgamation of The Canadian Bank of Commerce and Imperial Bank of Canada on 1 June 1961. The Canadian Bank of Commerce was originally incorporated as Bank of Canada by special act of the legislature of the Province of Canada in 1858. Subsequently, the name was changed to The Canadian Bank of Commerce and it opened for business under that name in 1867. Imperial Bank of Canada was incorporated in 1875 by special act of the Parliament of Canada and commenced operations in that year. The address of the registered and head office of the Bank is Commerce Court, 199 Bay St., Toronto, Canada M5L 1A2 and the telephone number is 1-416-980-3096.

### Purpose

The Issuer is a leading North American financial institution. As set out in the Bank Act, its corporate purpose is to act as a financial institution throughout Canada and can carry on business, conduct its affairs and exercise its powers in any jurisdiction outside Canada to the extent and in the manner that the laws of that jurisdiction permit.

### By-Laws

The currently valid version of the By-Laws of the Issuer is dated 15 April 2016.

### Operational Structure

CIBC serves its clients through four main strategic business units: Canadian Personal and Business Banking, Canadian Commercial Banking and Wealth Management, U.S. Commercial Banking and Wealth Management and Capital Markets.

Information about the intercorporate relationships among CIBC and its significant subsidiaries is provided in Note 27 to the consolidated financial statements included in the Annual Report 2021 which is incorporated by reference herein.

### Auditor/Auditor Supervision

Ernst & Young LLP (the **Auditor**), Chartered Professional Accountants, Licensed Public Accountants, Ernst & Young Tower, 100 Adelaide Street West, Toronto, Ontario M5H 0B3, Canada.

Potential Investors are informed that the Auditor is subject to oversight by the Canadian Public Accountability Board which is recognised by the Swiss Federal Council.

### Management

Information on the Board of Directors and the Executive Team of CIBC is provided in the Annual Report 2021 on pages 205 and viii, respectively.

The business address of all members of the Board of Directors and of the Executive Team is Commerce Court, 199 Bay St., Toronto, Canada M5L 1A2.

## **Additional Information on the Guarantor**

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### **Financial Information on the Guarantor**

The Guarantor does not publicly disclose its own financial statements.

### **Monthly Investor Reports**

Monthly investor reports containing detailed information on the cover pool of the Programme are published on the Issuer's website and can be accessed through the following link:

<https://www.cibc.com/en/about-cibc/investor-relations/debt-information/legislative-covered-bond/information.html>

**The Guarantor does not fulfil the listing requirements as set out in the Listing Rules, the Additional Rules and their implementing provisions. Therefore, the obligations for obtaining and maintaining a listing on the SIX Swiss Exchange contained in the Listing Rules, the Additional Rules and their implementing provisions are not applicable to the Guarantor.**

## **Information on the Covered Bond Guarantee**

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For information on the Cover Bond Guarantee and further principal documents, please refer to the section “Overview of the Principal Documents” beginning on page 208 of the Base Prospectus.

## Taxation in Switzerland

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The following statements contain an overview of certain Swiss tax implications resulting from the Covered Bonds. The following statements are based upon Swiss tax laws and administrative practices as currently in force. The following statements apply only to persons who are beneficial owners of Covered Bonds and may not apply to certain classes of persons. Modifications of the applicable legal regulations may necessitate a re-evaluation of the tax consequences. The summary below is not a substitute for legal or tax advice sought by interested parties. Prospective investors should seek advice of their tax advisors to clarify any tax implications resulting from an investment in the Covered Bonds.

### Swiss Federal Withholding Tax

At present, payments of interest on, and repayment of principal of, the Covered Bonds are not subject to Swiss federal withholding tax, provided that the Issuer is at all times resident and managed outside Switzerland for Swiss tax purposes.

On 3 April 2020, the Swiss Federal Council proposed draft legislation and opened the consultation procedure regarding the reform of the Swiss withholding tax regime, which had previously been suspended. A main aspect of the draft legislation is the exemption of Swiss-domiciled legal entities and foreign investors from withholding tax on Swiss domestic interest-based investments. In essence, the draft legislation would replace the current debtor-based regime applicable to interest payments with a paying agent-based regime for Swiss withholding tax. Broadly, this paying agent-based regime would (i) subject all interest payments made through paying agents in Switzerland to individuals resident in Switzerland to Swiss withholding tax and (ii) exempt from Swiss withholding tax interest payments to all other persons, including to Swiss-domiciled legal entities and foreign investors (other than for indirect interest payments via foreign and domestic collective investments vehicles). However, the results of the consultation, which ended on 10 July 2020, were controversial. Consequently, on 15 April 2021, the Swiss Federal Council submitted a new draft on the reform of the Swiss withholding tax system providing for the abolition of Swiss withholding tax on interest payments on bonds for submission to the Swiss Federal Parliament. On 17 December 2021, the Swiss Federal Parliament approved the abolishment of Swiss withholding tax on interest payments on notes in the Act to Strengthen Debt Capital Markets (**ASDCM**). The ASDCM is subject to an optional referendum. If the ASDCM were rejected by the Swiss people, the existing system of withholding tax would remain in place. If nevertheless a new paying agent-based regime were to be enacted as contemplated by the consultation draft published on 3 April 2020 and were to result in the deduction or withholding of Swiss withholding tax on any payments of interest under the Covered Bonds by any person in Switzerland, the holder of such Covered Bonds would not be entitled to receive any additional amounts as a result of such deduction or withholding.

### Swiss Federal Securities Turnover Tax

The issue and the sale of Covered Bonds on the issuance day (primary market transaction) are not subject to Swiss federal securities turnover tax (*Umsatzabgabe*). Secondary market dealings in Covered Bonds may be subject to the Swiss federal securities turnover tax at a rate of up to 0.30 per cent. of the purchase price of the Covered Bonds, however, only if a securities dealer in Switzerland or Liechtenstein, as defined in the Swiss federal stamp duty act (*Bundesgesetz über die Stempelabgaben*), is a party or acts as an intermediary to the transaction and no exemption applies.

The above-mentioned proposal of the Swiss Federal Council of 15 April 2021 proposes to abolish the Swiss federal securities turnover tax on bonds of Swiss issuers.

The bonds of non-Swiss issuers shall remain subject to Swiss federal securities turnover tax.

### Income Taxation on Principal or Interest

#### *Covered Bonds held by non-Swiss holders*

Any payment of interest on, or repayment of principal of, the Covered Bonds made to a holder of a Covered Bonds who (i) is a non-resident of Switzerland, and (ii) during the taxation year in which such payment is made has not engaged in trade or business through a permanent establishment within Switzerland to which the Covered Bond is attributable, will not be subject to any Swiss federal, cantonal or communal income tax.

#### *Covered Bonds held by Swiss resident holders as private assets*

The Covered Bonds are classified as notes "without a predominant one-time interest payment" (**non-IUP**) because the yield-to-maturity of the Covered Bonds at issuance predominantly derives from periodic interest payments and not from a one-time interest payment (such as an original issue discount or redemption premium). A person who (i) is an individual resident in Switzerland holding a Covered Bond as a private asset, and (ii) receives a payment of interest on such Covered Bond, is required to include

## Taxation in Switzerland

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such payment in their personal income tax return for the relevant tax period in which such payment is made, and such person will be taxed on any net taxable income (including such payment) for the relevant tax period. A gain (which may include interest accrued on such Covered Bond) realized by such person on the sale of such Covered Bond is a tax-free private capital gain, and a loss realized by such person on the sale of such Covered Bond is a non-tax deductible private capital loss.

### *Covered Bonds held as assets of a trade or business in Switzerland*

A holder of a Covered Bond who is (i) a Swiss-resident individual taxpayer that holds such Covered Bond as part of Swiss business assets or (ii) a Swiss-resident corporate taxpayer or corporate or individual taxpayer resident outside of Switzerland that holds such Covered Bond as part of a trade or business carried on through a permanent establishment within Switzerland, is required to recognize (A) any payment of interest on such Covered Bond made to such holder, and (B) any capital gain or loss realized by such holder on the sale or other disposition of such Covered Bond, in its income statement for the respective tax period in which the relevant payment or disposition is made, and such holder will be taxed on any net taxable earnings for such period (which tax will, if such holder is a corporate or individual taxpayer resident outside of Switzerland as described in clause (ii) above, be limited to the extent such net earnings are allocable to Switzerland).

Swiss-resident individuals who hold Covered Bonds and who, for income tax purposes, are classified as “professional securities dealers” for reasons of, among other things, frequent dealings and leveraged transactions in securities will be treated as though they hold Covered Bonds as part of Swiss business assets and be taxed as described in the paragraph immediately above.

### **Automatic Exchange of Information in Tax Matters**

The Automatic Exchange of Information in Tax Matters (**AEI**) is a global initiative led by the Organization of Economic Co-Operation and Development (**OECD**). It aims to establish a universal standard for automatic exchange of tax information and to increase tax transparency. Jurisdictions that are committed to implement or have implemented the AEI (such as Switzerland, the EU member countries and many other jurisdictions worldwide) require their Reporting Financial Institutions in accordance with the respective local implementing law to determine the tax residence(s) of their account holders and controlling persons (as applicable) and, in case of reportable accounts, report certain identification information, account information and financial information (including the account balance and related payments such as interest, dividends, other income and gross proceeds) to the local tax authority which will then exchange the information received with the tax authorities in the relevant reportable jurisdictions.

More specifically, Switzerland has concluded a multilateral AEI agreement with the EU (replacing the EU savings tax agreement) and has concluded bilateral AEI agreements with several non-EU countries. In accordance with such multilateral agreements and bilateral agreements and the implementing laws of Switzerland, Switzerland has begun exchange data so collected, and such data may include data about payments made in respect of the Covered Bonds.

## Responsibility Statement

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The Issuer and the Guarantor accept responsibility for all information contained in this Swiss Prospectus and has taken all reasonable care to ensure that the facts stated herein are true and accurate in all material respects and that there are no other material facts, the omission of which would make misleading any statement herein, whether of fact or opinion.

Toronto, 22 April 2022

*"Wojtek Niebrzydowski"*

**Canadian Imperial Bank of Commerce**

*"Wojtek Niebrzydowski"*

**CIBC Covered Bond (Legislative) Guarantor Limited Partnership,  
by its managing general partner, CIBC Covered Bond (Legislative) GP Inc.**

## About this Swiss Prospectus

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### Documents Incorporated by Reference

The following documents are incorporated by reference into, and form part of, this Swiss Prospectus:

- (1) the Base Prospectus dated 22 July 2021;
- (2) the First Prospectus Supplement to the Base Prospectus dated 27 August 2021;
- (3) the Second Prospectus Supplement to the Base Prospectus dated 28 September 2021;
- (4) the Third Prospectus Supplement to the Base Prospectus dated 6 December 2021;
- (5) the Fourth Prospectus Supplement to the Base Prospectus dated 25 February 2022;
- (6) CIBC's Annual Report for the financial year ended 31 October 2021 (**Annual Report 2021**);
- (7) CIBC's Annual Information Form dated 1 December 2021; and
- (8) CIBC's First Quarter 2022 Report to Shareholders.

Any statement in a document incorporated by reference into this Swiss Prospectus will be deemed to be modified or superseded for purposes of this Swiss Prospectus to the extent that a statement contained herein or in any subsequent document incorporated by reference herein modifies or supersedes that statement. Any statement that is modified or superseded in this manner will no longer be a part of this Swiss Prospectus, except as so modified or superseded.

### Availability of Documents

Copies of this Swiss Prospectus (including the documents incorporated by reference herein) can be obtained in electronic or printed form, free of charge, during normal business hours from Credit Suisse AG at Uetlibergstrasse 231, CH-8070 Zurich, Switzerland, or may be obtained upon request by telephone (+41 44 333 28 86), fax (+41 44 333 57 79) or e-mail to [newissues.fixedincome@credit-suisse.com](mailto:newissues.fixedincome@credit-suisse.com).

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## Final Terms

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### Notice Regarding Offers in the EEA and the UK

#### PROHIBITION OF SALES TO EEA RETAIL INVESTORS.

The Covered Bonds are not intended to be offered, sold or otherwise made available and should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of the Markets in Financial Instruments Directive 2014/65/EU (as amended or replaced from time to time) (MiFID II), (ii) a customer within the meaning of Directive (EU) 2016/97 (the IDD), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II, or (iii) not a qualified investor as defined in Regulation (EU) 2017/1129 (the “Prospectus Regulation”). The expression offer includes the communication in any form by any means of sufficient information on the terms of the offer and the Covered Bonds to be offered so as to enable an investor to decide to purchase or subscribe for the Covered Bonds. Consequently, no key information document required by Regulation (EU) No 1286/2014 (the “PRIIPs Regulation”) for offering or selling the Covered Bonds or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Covered Bonds or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

#### PROHIBITION OF SALES TO UK RETAIL INVESTORS.

The Covered Bonds are not intended to be offered, sold or otherwise made available and should not be offered, sold or otherwise made available to any retail investor in the UK. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “EUWA”), (ii) a customer within the meaning of the provisions of the United Kingdom Financial Services and Markets Act 2000 (the “FSMA”) and any rules or regulations made under the FSMA to implement the IDD, where that customer would not qualify as a professional client as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA, or (iii) not a qualified investor as defined in the Prospectus Regulation as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by the PRIIPs Regulation as it forms part of domestic law by virtue of the EUWA (the “UK PRIIPs Regulation”) for offering or selling the Covered Bonds or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Covered Bonds or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

Final Terms dated April 22, 2022



**CANADIAN IMPERIAL BANK OF COMMERCE**

*(a Canadian chartered bank)*

through its Head office of the Bank in Toronto

Legal Entity Identifier (LEI): 21GI19DL77OX0HC3ZE78

Issue of CHF 200,000,000 0.9675 per cent. Covered Bonds due April 26, 2029  
under the

CAD 60,000,000,000

Global Covered Bond Programme  
unconditionally and irrevocably guaranteed as to payments by  
CIBC COVERED BOND (LEGISLATIVE) GUARANTOR LIMITED PARTNERSHIP  
*(a limited partnership formed under the laws of Ontario)*

THE COVERED BONDS HAVE NOT BEEN APPROVED OR DISAPPROVED BY CANADA MORTGAGE AND HOUSING CORPORATION (“CMHC”) NOR HAS CMHC PASSED UPON THE ACCURACY OR ADEQUACY OF THESE FINAL TERMS. THE COVERED BONDS ARE NOT INSURED OR GUARANTEED BY CMHC OR THE GOVERNMENT OF CANADA OR ANY OTHER AGENCY THEREOF.

## Final Terms

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THE COVERED BONDS DESCRIBED IN THESE FINAL TERMS HAVE NOT BEEN REGISTERED UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE “**SECURITIES ACT**”) OR THE SECURITIES LAWS OR “BLUE SKY” LAWS OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES AND, ACCORDINGLY, THE COVERED BONDS MAY NOT BE OFFERED, SOLD OR DELIVERED WITHIN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, U.S. PERSONS.

No prospectus is required in accordance with the Prospectus Regulation for this issue of Covered Bonds. The Covered Bonds which are the subject of these final terms are not compliant with the Prospectus Regulation and the Luxembourg Stock Exchange has neither approved nor reviewed the information contained in these final terms.

### PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the “**Conditions**”) set forth in the Prospectus dated July 22, 2021 as supplemented by (i) the 1<sup>st</sup> covered bond supplementary prospectus dated August 27, 2021, (ii) the 2<sup>nd</sup> covered bond supplementary prospectus dated September 24, 2021 (iii) the 3<sup>rd</sup> covered bond supplementary prospectus dated December 6, 2021 and (iv) the 4<sup>th</sup> covered bond supplementary prospectus dated February 25, 2022 (collectively, the “**Prospectus**”) which is incorporated in the Swiss prospectus dated April 22, 2022 (the “**Swiss Prospectus**”). This document constitutes the Final Terms of the Covered Bonds described herein and must be read in conjunction with the Prospectus and the Swiss Prospectus. Full information on the Issuer, the Guarantor and the offer of the Covered Bonds is only available on the basis of the combination of these Final Terms, the Prospectus and the Swiss Prospectus. Copies of the Swiss Prospectus, together with all documents incorporated by reference therein may be obtained from the specified offices or address, respectively of the Issuer and Credit Suisse AG, Uetlibergstrasse 231, CH-8070 Zurich, Switzerland, E-Mail: newissues.fixedincome@credit-suisse.com, as set out at the end of these Final Terms.

- |   |   |
|---|---|
| 1. (i) Series Number:   | CBL41   |
| (ii) Tranche Number:  | 1   |
| (iii) Date on which the Covered Bonds become fungible:  | Not Applicable  |
| 2. Specified Currency or Currencies:  | Swiss Francs (CHF)  |
| (Condition 1.10)  |   |
| 3. Aggregate Principal Amount:  | CHF 200,000,000   |
| (i) Series:   | CHF 200,000,000   |
| (ii) Tranche:   | CHF 200,000,000   |
| 4. Issue Price:   | 100 per cent. of the Aggregate Principal Amount                   |
| 5. (i) Specified Denominations:   |   |
| (Condition 1.08 or 1.09)  | CHF 5,000   |
| (ii) Calculation Amount:  | CHF 5,000   |
| 6. (i) Trade Date:  | April 8, 2022   |
| (ii) Issue Date:  | April 26, 2022  |
| (iii) Interest Commencement Date:   | Issue Date  |
| 7. (i) Final Maturity Date:   | April 26, 2029  |
| (ii) Extended Due for Payment Date of Guaranteed Amounts corresponding to the Final Redemption Amount under the Covered Bond Guarantee: | The Interest Payment Date falling in or nearest to April 26, 2030 |

## Final Terms

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8. Interest Basis:	0.9675 per cent. per annum Fixed Rate from (and including) the Interest Commencement Date to (but excluding) the Final Maturity Date
	0.9675 per cent. per annum Fixed Rate from (and including) the Final Maturity Date to (but excluding) the Extended Due for Payment Date
9. Redemption/Payment Basis:	Redemption at par
10. Change of Interest Basis:	Not Applicable
11. Put/Call Options:	Not Applicable
12. Date of Board approval for issuance of Covered Bonds obtained:	Not Applicable

### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13. Fixed Rate Covered Bond Provisions: (Condition 5.02)	Applicable from (and including) the Interest Commencement Date to (but excluding) the Extended Due for Payment Date
(i) Rate(s) of Interest:	0.9675 per cent. per annum payable annually in arrears on during the period from (and including) the Interest Commencement Date to (but excluding) the Final Maturity Date
	If applicable, 0.9675 per cent. per annum payable monthly in arrears during the period from (and including) the Final Maturity Date to (but excluding) the Extended Due for Payment Date
(ii) Interest Payment Date(s):	April 26 <sup>th</sup> in each year adjusted in accordance with the Business Day Convention up to and including the Final Maturity Date, commencing April 26, 2023
	If applicable, the 26 <sup>th</sup> day of each month adjusted in accordance with the Business Day Convention from (but excluding) the Final Maturity Date to (and including) the earlier of (i) the date on which the covered bonds are redeemed in full and (ii) the Extended Due for Payment Date
(iii) Business Day Convention:	Following Business Day Convention
(iv) Fixed Coupon Amount(s):	CHF 48.375 per Calculation Amount
(v) Broken Amount(s)	Not Applicable
(vi) Day Count Fraction:	30/360
(vii) Determination Dates:	April 26 <sup>th</sup> in each year
14. Floating Rate Covered Bond Provisions: (Condition 5.03)	Not Applicable
15. Zero Coupon Covered Bond Provisions: (Condition 5.11)	Not Applicable

## Final Terms

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### PROVISIONS RELATING TO REDEMPTION

16. Call Option	
(Condition 6.03)	Not Applicable
17. Put Option	
(Condition 6.06)	Not Applicable
18. Final Redemption Amount of each Covered Bond	CHF 5,000 per Calculation Amount
19. Early Redemption Amount:	
Early Redemption Amount(s) payable on redemption for taxation reasons or illegality or upon acceleration following an Issuer Event of Default or Guarantor Event of Default and/or the method of calculating the same:	CHF 5,000 per Calculation Amount
(Conditions 6.02, 6.13 or 7)	

### GENERAL PROVISIONS APPLICABLE TO THE COVERED BONDS

20. Form of the Covered Bonds:	Bearer Covered Bonds:  The Covered Bonds and all rights in connection therewith are documented in the form of a Global Covered Bond which shall be deposited with SIX SIS Ltd. or any other intermediary in Switzerland recognised for such purposes by the SIX Swiss Exchange Ltd (SIX SIS Ltd or any such other intermediary, the "Intermediary"). Once the Global Covered Bond has been deposited with the Intermediary and entered into the accounts of one or more participants of the Intermediary, the Covered Bonds will constitute intermediated securities ( <i>Bucheffekten</i> ) ("Intermediated Securities") in accordance with the provisions of the Swiss Federal Intermediated Securities Act ( <i>Bucheffektengesetz</i> ).  Each holder of the Covered Bonds shall have a quotal co-ownership interest ( <i>Miteigentumsanteil</i> ) in the Global Covered Bond to the extent of the holder's claim against the Issuer, provided that for so long as the Global Covered Bond remains deposited with the Intermediary the co-ownership interest shall be suspended and the Covered Bonds may only be transferred or otherwise disposed of in accordance with the provisions of the Swiss Federal Intermediated Securities Act ( <i>Bucheffektengesetz</i> ), i.e. by entry of the transferred Covered Bonds in a securities account of the transferee.  The records of the Intermediary will determine the number of Covered Bonds held through each participant in that Intermediary. In respect of the Covered Bonds held in the form of Intermediated Securities, the holders of the Covered Bonds will be the persons holding the Covered Bonds in a securities account.  Holders of the Covered Bonds do not have the right to effect or demand the conversion of the Global Covered Bond into, or the delivery of, uncertificated securities ( <i>Wertrechte</i> ) or Definitive Covered Bonds ( <i>Wertpapiere</i> ).
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## Final Terms

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	The Global Covered Bond shall not be exchangeable in whole or in part for definitive bearer Covered Bonds.
21. New Global Covered Bond:	No
22. Financial Centre(s) or other special provisions relating to payment dates:	Zurich, London, New York, Toronto
23. Talons for future Coupons or Receipts to be attached to Definitive Covered Bonds (and dates on which such Talons mature):  (Condition 1.06)	No
24. Details relating to Instalment Covered Bonds: amount of each instalment, date on which each payment is to be made:  (Condition 6.12)	Not Applicable
25. Other final terms:	Applicable  For the purpose of this Series of Covered Bonds only, the following paragraphs shall be added to Condition 9:  “The receipt by the Swiss Principal Paying Agent of the due and punctual payment of funds in Swiss Francs in Zurich, in the manner provided by the Conditions and these Final Terms, shall release the Issuer from its obligations under the Covered Bonds for the payment of interest and principal due on the respective Interest Payment Date and Maturity Date to the extent of such payment.  Condition 14 shall be replaced as follows:  So long as the Covered Bonds are listed on the SIX Swiss Exchange and so long as the rules of the SIX Swiss Exchange so require, notices must be published (i) on the internet website of the SIX Swiss Exchange (currently “ <a href="https://www.six-exchange-regulation.com/en/home/publications/official-notices.html">https://www.six-exchange-regulation.com/en/home/publications/official-notices.html</a> ”) or (ii) otherwise in accordance with the regulations of the SIX Swiss Exchange. Any notices so given will be deemed to have been validly given on the date of such publication or if published more than once, on the first date of such publication.

### THIRD PARTY INFORMATION

The ratings explanations set out in Item 2. “Ratings” of Part B have been extracted from the websites of Moody’s and Fitch (as applicable), as indicated. The Issuer and the Guarantor confirm that such information has been accurately reproduced and that, so far as each is aware, and is able to ascertain from information published by Moody’s Investors Service, Inc. and Fitch Ratings, Inc., no facts have been omitted which would render the reproduced information inaccurate or misleading.

## Final Terms

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Signed on behalf of the Issuer:

Signed on behalf of the Managing GP for and on behalf of the Guarantor:

By: \_\_\_\_\_  
Duly authorized

By: \_\_\_\_\_  
Duly authorized

## Final Terms

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### PART B – OTHER INFORMATION

#### 1. LISTING

- (i) Listing/Admission to trading: Application has been made by the Issuer (or on its behalf) for the Covered Bonds to be provisionally admitted to the SIX Swiss Exchange trading on standard for Bonds with effect from April 22, 2022.
- (ii) Estimate of total expenses related to admission to trading: CHF 4,000

#### 2. RATINGS

The Covered Bonds are expected to be rated:

Moody's: Aaa

Obligations rated "Aaa" are judged to be of the highest quality, subject to the lowest level of credit risk

(Source: Moody's, <https://ratings.moody's.io/ratings>)

Fitch: AAA

Obligations rated "AAA" denote the lowest expectation of default risk. They are assigned only in cases of exceptionally strong capacity for payment of financial commitments. This capacity is highly unlikely to be adversely affected by foreseeable events.

(Source: Fitch, <https://www.fitchratings.com/products/rating-definitions>)

#### 3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Covered Bonds has an interest material to the offer

#### 4. FIXED RATE COVERED BONDS ONLY – YIELD

Indication of yield based on the Issue Price: 0.9675 per cent. per annum in respect of the fixed interest rate payable on the Covered Bonds

#### 5. DISTRIBUTION

- (i) If syndicated, names of Managers: Joint-Lead Managers:  
Credit Suisse AG, Commerzbank AG and Canadian Imperial Bank of Commerce, London Branch
- (ii) Stabilising Manager(s) (if any): Not Applicable
- (iii) US Selling Restrictions: Regulation S compliance Category 2; Rule 144A not eligible
- (iv) Additional Selling Restrictions: The Covered Bonds may not be offered, sold or distributed, directly or indirectly, in Canada or to or for the benefit of, any resident in Canada.
- (v) Prohibition of Sales to EEA Retail Investors: Applicable
- (vi) Prohibition of Sales to UK Retail Investors: Applicable

## Final Terms

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### 6. OPERATIONAL INFORMATION

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|--|---|
| (i) ISIN Code:   | CH1179534958  |
| (ii) Common Code:  | 246990905   |
| (iii) Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking Société Anonyme or DTC, their addresses and the relevant identification number(s): | SIX SIS AG<br>Swiss Security Number: 117 953 495<br><br>and indirectly through:<br>Euroclear Bank S.A./N.V.<br>Clearstream Banking, société anonyme |
| (iv) Delivery:   | Delivery against payment  |
| (v) Name(s) and address(es) of initial Paying Agent(s), Registrars, Exchange Agent and Transfer Agents:  | Credit Suisse AG<br>Uetlibergstrasse 231, CH-8070 Zurich, Switzerland   |
| (vi) Name(s) and address(es) of additional or substitute Paying Agent(s) or Transfer Agent(s):   | Not Applicable  |
| (vii) Intended to be held in a manner which would allow Eurosystem eligibility:  | No  |

### 7. PROCEEDS

- |                             |   |
|-----------------------------|---|
| (a) Use of net proceeds:    | As specified in the Swiss Prospectus    |
| (b) Estimated net proceeds: | Estimated net proceeds: CHF 199,375,000 |

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