

**SECOND PROSPECTUS SUPPLEMENT
DATED 27 AUGUST 2021**



CANADIAN IMPERIAL BANK OF COMMERCE
(a Canadian chartered bank)

US\$7,500,000,000
Note Issuance Programme

This second prospectus supplement (the "**Second Prospectus Supplement**") dated 27 August 2021 is supplemental to, and must be read in conjunction with, the base prospectus dated 7 May 2021 as supplemented by the first prospectus supplement dated 31 May 2021 (the "**First Prospectus Supplement**") and, together with the base prospectus, the "**Prospectus**") in relation to the US\$7,500,000,000 Note Issuance Programme (the "**Programme**") of Canadian Imperial Bank of Commerce ("**CIBC**"). The Prospectus comprises a base prospectus for the purposes of Article 8 of Regulation (EU) 2017/1129 (as amended, the "**Prospectus Regulation**").

This Second Prospectus Supplement constitutes a supplement to the Prospectus for purposes of Article 23 of the Prospectus Regulation and has been approved by the *Commission de surveillance du secteur financier* (the "**CSSF**"), in its capacity as competent authority in Luxembourg under the Prospectus Regulation and the Luxembourg Act dated 16 July 2019 relating to prospectuses for securities.

This Second Prospectus Supplement shall not affect any Notes issued prior to the date hereof.

The purpose of this Second Prospectus Supplement is to:

- a) incorporate by reference in the Prospectus the most recent unaudited interim financial results of CIBC (including CIBC's management's discussion & analysis thereof) for the period ended 31 July 2021 set out in CIBC's Third Quarter 2021 Report to Shareholders (the "**Third Quarter 2021 Report to Shareholders**"); and
- b) update paragraphs 5 and 6 in the General Information section of the Prospectus.

Terms defined in the Prospectus have the same meaning when used in this Second Prospectus Supplement. To the extent that there is any inconsistency between (a) any statement in this Second Prospectus Supplement or any statement incorporated by reference into the Prospectus by this Second Prospectus Supplement and (b) any other statement in, or incorporated by reference in the Prospectus, the statements in (a) above will prevail.

CIBC accepts responsibility for the information in this Second Prospectus Supplement. To the best of the knowledge of CIBC the information contained in this Second Prospectus Supplement is in accordance with the facts and makes no omission likely to affect its import.

Save as disclosed in this Second Prospectus Supplement or in the Third Quarter 2021 Report to Shareholders incorporated by reference in the Prospectus by virtue of this Second Prospectus Supplement no significant new factor, material mistake or material inaccuracy relating to the information included in the Prospectus which may affect the assessment of the Notes under the Programme has arisen or been noted, as the case may be, since the publication of the First Prospectus Supplement.

In accordance with Article 23(2) of Prospectus Regulation, investors who have already agreed to purchase or subscribe for the Notes before this Second Prospectus Supplement is published have the

right, exercisable within three working days after publication of this Second Prospectus Supplement, to withdraw their acceptances. The final date of the right of withdrawal will be 1 September 2021.

DOCUMENTS INCORPORATED BY REFERENCE

The following information supplements the section entitled "Documents Incorporated by Reference" at pages 88 to 90 of the Prospectus and further updates the list of documents incorporated by reference in the Prospectus.

The sections of the Third Quarter 2021 Report to Shareholders identified in the following cross-reference list, which includes, among other things, the comparative unaudited interim consolidated financial statements for the three and nine month periods ended 31 July 2021 with comparative unaudited interim consolidated financial statements for the three and nine month periods ended 31 July 2020, prepared in accordance with International Accounting Standard (IAS) 34 "Interim Financial Reporting", are hereby incorporated by reference in, and form part of the Prospectus:

<i>Information</i>	<i>Page numbers refer to the Third Quarter 2021 Report to Shareholders</i>
Management's discussion and analysis, including:	1 – 40
Funding:	37
Comparative unaudited interim consolidated financial statements	41 – 66
Consolidated balance sheet	42
Consolidated statement of income	43
Consolidated statement of comprehensive income	44
Consolidated statement of changes in equity	45
Consolidated statement of cash flows	46
Notes to the consolidated financial statements, including:	47 – 66
Note 2 - Impact of COVID-19	48
Note 13 - Contingent liabilities and provision	64

The Third Quarter 2021 Report to Shareholders has previously been published or is published and filed simultaneously with the CSSF and the Luxembourg Stock Exchange and can be found at [Report to Shareholders for the Third Quarter, 2021 \(cibc.com\)https://www.cibc.com/content/dam/about_cibc/investor_relations/pdfs/quarterly_results/2021/q221report-en.pdf](https://www.cibc.com/content/dam/about_cibc/investor_relations/pdfs/quarterly_results/2021/q221report-en.pdf).

Any information in the Third Quarter 2021 Report to Shareholders that is not listed in the cross-reference list is not incorporated by reference in the Prospectus. Such information is either not relevant for prospective investors or is covered elsewhere in the Prospectus.

GENERAL INFORMATION

Paragraph 5 of the section entitled "General Information" found at page 475 of the Prospectus is deleted and replaced with the following:

"(5) Since 31 July 2021, 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, there has been no significant change in the financial performance or the financial position of the Issuer and its subsidiaries taken as a whole. Since 31 October 2020, the date of its last published comparative audited consolidated financial statements, there has been no material adverse change in the prospects of the Issuer and its subsidiaries taken as a whole."

Paragraph 6 of the section entitled "General Information" found at page 475 of the Prospectus is deleted and replaced with the following:

"(6) Save as disclosed in Note 23 - "Contingent liabilities and provision" to the Audited Consolidated Financial Statements set out at pages 179-182 of the 2020 Annual Report as updated by Note 13 - "Contingent liabilities and provision" to the Unaudited Interim Consolidated Financial Statements set out on page 64 of the Issuer's Third Quarter 2021 Report to Shareholders, each incorporated herein by reference, there are no 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 twelve months preceding the date of this Prospectus, individually or in the aggregate, a significant effect on the financial position or profitability of the Issuer and its subsidiaries taken as a whole."

GENERAL

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

In accordance with Article 21.2 of the Prospectus Regulation, copies of this Second Prospectus Supplement, the Prospectus and the documents incorporated by reference in each (i) can be viewed on the website of the Luxembourg Stock Exchange at www.bourse.lu under the name of Canadian Imperial Bank of Commerce (ii) can be viewed on the Issuer's website at [Structured Note Issuance Programme | CIBC](#) and (iii) 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. Please note that information on the websites or URL's referred to herein does not form part of this Second Prospectus Supplement or the Prospectus unless the information has been incorporated by reference into this Second Prospectus Supplement or the Prospectus.