

**FOURTH PROSPECTUS SUPPLEMENT
DATED 4 FEBRUARY 2026**



CANADIAN IMPERIAL BANK OF COMMERCE
(a Canadian chartered bank)

**Structured Notes Base Prospectus
Pursuant to the Structured Note Issuance Programme**

This fourth prospectus supplement (the “**Fourth Prospectus Supplement**”) dated 4 February 2026 is supplemental to, and must be read in conjunction with, the base prospectus dated 12 May 2025 as supplemented by the first prospectus supplement dated 30 May 2025, the second prospectus supplement dated 29 August 2025 and the third prospectus supplement dated 4 December 2025 (the “**Third Prospectus Supplement**” and, together with the base prospectus, the first prospectus supplement and the second prospectus supplement, the “**Prospectus**”) in relation to the Structured Note Issuance Programme (the “**Programme**”) of Canadian Imperial Bank of Commerce (“**CIBC**” or the “**Issuer**”). The Prospectus comprises a base prospectus for the purposes of Article 8(1) of Regulation (EU) 2017/1129 (as amended, the “**Prospectus Regulation**”) and admission particulars (“**Admission Particulars**”) in respect of Notes to be admitted to trading on the International Securities Market of the London Stock Exchange plc.

This Fourth Prospectus Supplement constitutes a supplement to the Prospectus for purposes of Article 23(1) 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 and supplementary admission particulars in respect of the Admission Particulars for the purpose of the ISM Rulebook.

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

The purpose of this Fourth Prospectus Supplement is to amend the section of the Prospectus entitled “*Subscription and Sale*”.

Terms defined in the Prospectus have the same meaning when used in this Fourth Prospectus Supplement. To the extent that there is any inconsistency between (a) any statement in this Fourth 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 Fourth Prospectus Supplement. To the best of the knowledge of CIBC the information contained in this Fourth Prospectus Supplement is in accordance with the facts and makes no omission likely to affect its import.

Save as disclosed in this Fourth 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 Third 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 Fourth Prospectus Supplement is published have the right, exercisable within three working days after publication of this Fourth Prospectus Supplement, to withdraw their acceptances. The final date of the right of withdrawal will be 9 February 2026. To exercise the right of withdrawal investors may contact the Issuer at 81 Bay Street, CIBC Square, Toronto, Ontario Canada M5J 0E7, Attention: Investor Relations.

SUBSCRIPTION AND SALE

- (a) The paragraph entitled “Prohibition of sales to UK Retail Investors” in the section entitled “Subscription and Sale” found at page 488 of the Prospectus is deleted in its entirety and replaced with the following:

“Prohibition of sales to UK Retail Investors

Unless the Issue Terms in respect of any Notes specifies “Prohibition of Sales to UK Retail Investors” as “Not Applicable”, each Dealer has represented and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that it has not offered, sold or otherwise made available and will not offer, sell or otherwise make available any Notes which are the subject of this Prospectus as completed by the Issue Terms in relation thereto to any retail investor in the United Kingdom. For the purposes of this provision:

- (a) the expression “**retail investor**” means a person who is neither:
 - (i) a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018 (as amended, the “**EUWA**”); nor
 - (ii) a qualified investor as defined in paragraph 15 of Schedule 1 to the Public Offers and Admissions to Trading Regulations 2024; and
- (b) the expression “**offer**” includes the communication in any form and by any means of sufficient information on the terms of the offer and the Notes to be offered so as to enable an investor to decide to buy or subscribe for the Notes.

If the Issue Terms in respect of any Notes specifies “Prohibition of Sales to UK Retail Investors” as “Not Applicable”, each Dealer has represented and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that it has not made and will not make an offer of Notes which are the subject of this Prospectus as completed by the Issue Terms in relation thereto to the public in the United Kingdom except that it may make an offer:

- (a) at any time where the offer is conditional on the admission of the Notes to trading on the London Stock Exchange plc’s main market (in reliance on the exception in paragraph 6(a) of Schedule 1 to the POATRs);
- (b) at any time to any legal entity which is a qualified investor as defined in paragraph 15 of Schedule 1 to the POATRs;
- (c) at any time to fewer than 150 persons (other than qualified investors as defined in paragraph 15 of Schedule 1 to the POATRs) in the United Kingdom subject to obtaining the prior consent of the relevant Dealer or Dealers nominated by the Issuer for any such offer; or
- (d) at any time in any other circumstances falling within Part 1 of Schedule 1 to the POATRs.

For the purposes of this provision, the expression “**an offer of Notes to the public**” in relation to any Notes means the communication in any form and by any means of sufficient information on the terms of the offer and the Notes to be offered so as to enable an investor to decide to buy or subscribe for the Notes and the expression “**POATRs**” means the Public Offers and Admissions to Trading Regulations 2024.”

- (b) A new paragraph entitled “Korea” is added to the section entitled “Subscription and Sale” following the paragraph entitled “Dubai International Financial Centre” and before the paragraph entitled “General” at page 492 of the Prospectus:

“Korea

The Notes have not been and will not be registered under the Financial Investment Services and Capital Markets Act of Korea (“FSCMA”). Accordingly, the Notes may not be offered, sold or delivered directly or indirectly, or offered or sold to any person for re-offering or resale, directly or indirectly, in Korea or to, or for the account or benefit of, any resident of Korea (as such terms are defined in the Foreign Exchange Transactions Act of Korea and the decrees and regulations thereunder, and hereinafter the same) except pursuant to the applicable laws and regulations of Korea, including the FSCMA and the Foreign Exchange Transactions Act of Korea and the decrees and regulations thereunder. By the purchase of Notes, the relevant holder will be deemed to represent and warrant that, if it is in Korea or is a resident of Korea, it purchased the Notes pursuant to the applicable laws and regulations of Korea. Without prejudice to the foregoing, the number of the certificate of Notes in Korea or to investors who are residents in Korea shall be less than fifty and for a period of one year from the issue date of the Notes, the certificate of the Notes shall not be sub-divided. Notwithstanding anything to the contrary, in cases where Notes are derivative linked securities defined under the FSCMA, they must be offered or sold through the underwriting or brokerage of a qualified Korean financial investment company only to certain professional investors as prescribed under sub-item (Ra) of Article 7(4)(5-2) under the Enforcement Decree of the FSCMA.”

GENERAL

If a document which is incorporated by reference into this Fourth 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 Fourth 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 Fourth Prospectus Supplement or where this Fourth Prospectus Supplement is specifically defined as including such information.

In accordance with Article 21.2 of the Prospectus Regulation, copies of this Fourth Prospectus Supplement, the Prospectus and the documents incorporated by reference in each can be (i) viewed on the website of the Luxembourg Stock Exchange at www.luxse.com under the name of Canadian Imperial Bank of Commerce (ii) viewed on the Issuer’s website at <https://www.cibc.com/en/about-cibc/investor-relations/debt-information/structured-note-issuance-programme.html> and (iii) obtained on written request and without charge from CIBC at the registered office of CIBC at 81 Bay Street, CIBC Square, Toronto, Ontario Canada M5J 0E7, 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 can be retrieved. The address of the site is www.sedarplus.com. Please note that information on the websites or URL’s referred to herein does not form part of this Fourth Prospectus Supplement or the Prospectus unless the information has been incorporated by reference into this Fourth Prospectus Supplement or the Prospectus.