The offer of the Notes described in these Final Terms is conditional on the Notes being admitted to trading on the Main Market of the London Stock Exchange. The offer of these Notes by the Issuer may be withdrawn without liability to the Issuer if the Notes are not admitted to the Main Market of the London Stock Exchange on the Issue Date.

UK MIFIR product governance / Retail investors, professional investors and ECPs target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is retail clients, 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 ("**EUWA**"), and eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("**COBS**)"), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA ("**UK MiFIR**"); and (ii) all channels for distribution of the Notes are appropriate, including investment advice, portfolio management, non-advised sales and pure execution services, subject to the suitability and appropriateness obligations of the Distributor (as defined below) under COBS, as applicable. Any person subsequently offering, selling or recommending the Notes (a "**Distributor**") should take into consideration the manufacturer's target market assessment; however, a Distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the "**UK MiFIR Product Governance Rules**") is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels, subject to the Distributor's suitability and appropriateness obligations under COBS, as applicable.

PRIIPs Regulation – PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to, and should not be offered, sold or otherwise made available to, any retail investor in the European Economic Area ("**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 MiFID II; (ii) a customer within the meaning of Directive (EU) 2016/97, as amended, 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, as amended (the "**Prospectus Regulation**"). Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

Final Terms dated 19 August 2026

Canadian Imperial Bank of Commerce
Branch of Account: Main Branch, Toronto
Legal Entity Identifier: 2IGI19DL77OX0HC3ZE78

Issue of Up to GBP 2,000,000 Index Linked Interest and Redemption Notes
due October 2032
under a Structured Note Issuance Programme

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions (the "**Conditions**") set forth in the Base Prospectus dated 23 January 2026 and the supplement to the Prospectus dated 17 April 2026, which constitute a base prospectus (the "**Prospectus**") for the purposes of the Prospectus Rules: Admission to Trading on a Regulated Market sourcebook (the "**PRM**"). This document constitutes the Final Terms of the Notes described herein for the purposes of the PRM and must be read in conjunction with such Prospectus as so supplemented. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus as so supplemented. The Prospectus is available for viewing during normal business hours at and copies may be obtained from the registered office of the Issuer at 81 Bay Street, CIBC Square, Toronto, Ontario, Canada M5J 0E7, and at the office of Fiscal Agent, Deutsche Bank AG, London Branch at 21 Moorfields, London EC2Y 9DB, United Kingdom.

1.	(a)	Series Number:	SPUK 142
	(b)	Tranche Number	1
	(c)	Date on which the Notes become fungible:	Not Applicable
2.		Specified Currency:	British Pounds Sterling ("**GBP**")
3.		Aggregate Nominal Amount:	
	(a)	Series:	Up to GBP 2,000,000
	(b)	Tranche:	Up to GBP 2,000,000
	(c)	Description of the arrangements and time for announcing to the public through a primary information provider the definitive amount of the issue/offer:	Up to GBP 2,000,000 in aggregate principal amount of the Notes will be issued and the criterion/condition for determining the final amount of Notes will be investor demand. The offer period during which investors may purchase or subscribe for Notes will commence on (and from) 21 August 2026 and will end on (and including) 9 October 2026 or when the offer is declared unconditional, lapses, or is withdrawn, whichever occurs earlier. The Issuer reserves the right to accept any subscriptions for Notes which would exceed the "up to" aggregate principal amount of the Notes of GBP 2,000,000 and the Issuer may increase the "up to" aggregate principal amount of the Notes to be issued. The Issuer reserves the right, in its absolute discretion, to cancel the offer and the issue of the Notes in the United Kingdom at any time prior to the Issue Date. A notice setting out the final aggregate nominal amount of Notes to be offered and issued will be published by the Issuer on the website of the London Stock Exchange (www.londonstockexchange.com/news) on or before the issue Date and the notice will be available on the Issuer's website at https://www.cibc.com/en/about-cibc/investor-relations/debt-information/structured-note-issuance-programme.html under "Issuance Documents". Acceptances of the purchase or subscription of the Notes may be withdrawn for not less than 2 working days after the amount of Notes to be admitted to trading has been filed.
4.		Issue Price:	100.00 per cent. of the Aggregate Nominal Amount

5.	(a)	Specified Denominations:	GBP 1,000 and integral multiples of GBP 1 in excess thereof Calculation of Interest and Redemption based on the Specified Denomination: Applicable
	(b)	Minimum Trading Size:	Applicable. The Minimum Trading Size is GBP 1,000 in aggregate nominal amount
	(c)	Calculation Amount:	GBP 1
6.	(a)	Issue Date:	23 October 2026
	(b)	Trade Date:	18 August 2026
	(c)	Interest Commencement Date:	Issue Date
7.	Maturity Date:		26 October 2032, subject to an early redemption
8.	Type of Notes:		
	(a)	Interest:	Index Linked Note (Further particulars specified below in "PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE")
	(b)	Redemption:	Index Linked Note (Further particulars specified below in "PROVISIONS RELATING TO REDEMPTION")
	(c)	Bail-inable Notes:	No
9.	Date Board approval for issuance of Notes obtained:		Not Applicable
10.	Method of distribution:		Non-syndicated
11.	Asset Conditions:		Index Linked Asset Conditions applicable in accordance with Annex 1

PROVISIONS RELTING TO INTEREST (IF ANY) PAYABLE

12.	Fixed Rate Note:	Not Applicable
13.	Floating Rate Note:	Applicable
14.	Linked Interest Note:	Applicable - Index Linked Note

		(See paragraph "PROVISIONS RELATING TO THE UNDERLYING(s) IF ANY" for further information in relation to the Underlying Asset)
(a)	Applicable to:	All Interest Accrual Periods
(b)	Interest Payment Date(s):	Each date set forth in the Interest Payment Table in the column entitled "Interest Payment Date(s)"
(c)	Interest Period Date(s):	Not Applicable
(d)	Interest Determination Date(s):	Each date set forth in the Interest Payment Table in the column entitled "Interest Valuation Date(s)"
(e)	Business Day Convention for the purposes of adjustment of "Interest Accrual Periods" in accordance sub-paragraph (h) below:	Not Applicable
(f)	Additional Business Centres:	Not Applicable
(g)	Day Count Fraction:	Not Applicable
(h)	Interest Accrual Periods:	Not Applicable
(i)	Determination Date(s):	Not Applicable
(j)	Calculation Agent responsible for calculating the Linked Interest Rate and the Interest Amount:	Canadian Imperial Bank of Commerce, Toronto
(k)	Interest Payoff:	Applicable
	(i) Interest Payoff Condition:	Phoenix Without Memory
	(ii) Coupon Barrier Event:	**Less than** applies
	- Calculation Amount (CA):	GBP 1
	- Interest Rate	0.835 per cent.
	- Interest Valuation Date(s):	Each date set forth in the Interest Payment Table in the column entitled "Interest Valuation Date(s)"
	- Coupon Barrier Level:	As set out in the Interest Payment Table below

Interest Payment Table:

t:	Coupon Barrier Level:	Interest Valuation Date(s):	Interest Payment Date(s):
1	75% x Initial Price	09 November 2026	23 November 2026
2	75% x Initial Price	09 December 2026	23 December 2026
3	75% x Initial Price	12 January 2027	26 January 2027
4	75% x Initial Price	09 February 2027	23 February 2027
5	75% x Initial Price	09 March 2027	23 March 2027
6	75% x Initial Price	09 April 2027	23 April 2027
7	75% x Initial Price	10 May 2027	24 May 2027
8	75% x Initial Price	09 June 2027	23 June 2027
9	75% x Initial Price	09 July 2027	23 July 2027
10	75% x Initial Price	09 August 2027	23 August 2027
11	75% x Initial Price	09 September 2027	23 September 2027
12	75% x Initial Price	12 October 2027	26 October 2027
13	75% x Initial Price	09 November 2027	23 November 2027
14	75% x Initial Price	09 December 2027	23 December 2027
15	75% x Initial Price	11 January 2028	25 January 2028
16	75% x Initial Price	09 February 2028	23 February 2028
17	75% x Initial Price	09 March 2028	23 March 2028
18	75% x Initial Price	10 April 2028	26 April 2028
19	75% x Initial Price	09 May 2028	23 May 2028
20	75% x Initial Price	09 June 2028	23 June 2028
21	75% x Initial Price	10 July 2028	24 July 2028
22	75% x Initial Price	09 August 2028	23 August 2028
23	75% x Initial Price	11 September 2028	25 September 2028
24	75% x Initial Price	10 October 2028	24 October 2028
25	75% x Initial Price	09 November 2028	23 November 2028
26	75% x Initial Price	11 December 2028	27 December 2028
27	75% x Initial Price	09 January 2029	23 January 2029

28	75% x Initial Price	09 February 2029	23 February 2029
29	75% x Initial Price	09 March 2029	23 March 2029
30	75% x Initial Price	09 April 2029	23 April 2029
31	75% x Initial Price	09 May 2029	23 May 2029
32	75% x Initial Price	11 June 2029	25 June 2029
33	75% x Initial Price	09 July 2029	23 July 2029
34	75% x Initial Price	09 August 2029	23 August 2029
35	75% x Initial Price	10 September 2029	24 September 2029
36	75% x Initial Price	09 October 2029	23 October 2029
37	75% x Initial Price	09 November 2029	23 November 2029
38	75% x Initial Price	10 December 2029	24 December 2029
39	75% x Initial Price	09 January 2030	23 January 2030
40	75% x Initial Price	12 February 2030	26 February 2030
41	75% x Initial Price	11 March 2030	25 March 2030
42	75% x Initial Price	09 April 2030	25 April 2030
43	75% x Initial Price	09 May 2030	23 May 2030
44	75% x Initial Price	10 June 2030	24 June 2030
45	75% x Initial Price	09 July 2030	23 July 2030
46	75% x Initial Price	09 August 2030	23 August 2030
47	75% x Initial Price	09 September 2030	23 September 2030
48	75% x Initial Price	09 October 2030	23 October 2030
49	75% x Initial Price	11 November 2030	25 November 2030
50	75% x Initial Price	09 December 2030	23 December 2030
51	75% x Initial Price	09 January 2031	23 January 2031
52	75% x Initial Price	10 February 2031	24 February 2031
53	75% x Initial Price	10 March 2031	24 March 2031
54	75% x Initial Price	09 April 2031	25 April 2031
55	75% x Initial Price	09 May 2031	23 May 2031
56	75% x Initial Price	09 June 2031	23 June 2031
57	75% x Initial Price	09 July 2031	23 July 2031

58	75% x Initial Price	12 August 2031	27 August 2031
59	75% x Initial Price	09 September 2031	23 September 2031
60	75% x Initial Price	09 October 2031	23 October 2031
61	75% x Initial Price	10 November 2031	24 November 2031
62	75% x Initial Price	09 December 2031	23 December 2031
63	75% x Initial Price	09 January 2032	23 January 2032
64	75% x Initial Price	09 February 2032	23 February 2032
65	75% x Initial Price	09 March 2032	23 March 2032
66	75% x Initial Price	09 April 2032	23 April 2032
67	75% x Initial Price	10 May 2032	24 May 2032
68	75% x Initial Price	09 June 2032	23 June 2032
69	75% x Initial Price	09 July 2032	23 July 2032
70	75% x Initial Price	09 August 2032	23 August 2032
71	75% x Initial Price	09 September 2032	23 September 2032
72	75% x Initial Price	12 October 2032 (the "**Final Valuation Date**")	26 October 2032 (the "**Maturity Date**")

PROVISIONS RELATING TO REDEMPTION

15.	Redemption Determination Date(s):	For the purposes of determining the Final Redemption Amount, the Final Valuation Date For the purposes of determining an Early Redemption Amount, the relevant Early Redemption Observation Date
16.	Call Option:	Not Applicable
17.	Put Option:	Not Applicable
18.	Bail-inable Notes – TLAC Disqualification Event Call Option:	Not Applicable
19.	Early Redemption Amount: Early Redemption Amount(s) of each Note: payable on redemption for tax reasons, on Event of Default or Illegality and Force Majeure or other	Fair Market Redemption Amount calculated in accordance with General Condition 5.4. For the purposes hereof the provision "The Fair Market Value Redemption Amount specified above shall be determined taking into account any amounts in respect of accrued but unpaid interest, and accordingly no other amount of" shall be deemed to be deleted

	early redemption in accordance with the Conditions	from General Condition 5.4(a) and replaced with "No amount of".
	(a) Hedge Amount	Not Applicable
	(b) Fair Market Value Redemption Amount Percentage:	Not Applicable
20.	Automatic (Autocall) Early Redemption for the purposes of General Condition 5.2 and Automatic Early Redemption Conditions (Annex 3):	Applicable
	- Performance ER	For the purposes of Performance ER in the definition of Automatic Early Redemption Event, **greater than or equal to** applies.
	- Early Redemption Amount:	Determined in accordance with **Barrier Reverse Convertible**
	- Redemption Unwind Costs:	Not Applicable
	- Reference Price Percentage:	Not Applicable
	- Early Redemption Barrier (ERB):	As specified in the Early Redemption Table in the column entitled "Early Redemption Barrier (ERB))"
	- Early Redemption Date(s):	Each date set forth in the Early Redemption Table in the column entitled "Early Redemption Date(s)"
	- Early Redemption Observation Date(s):	Each date set forth in the Early Redemption Table in the column entitled "Early Redemption Observation Date(s) / Valuation Date(s)"
	- Early Redemption Observation Period:	Not Applicable
	- Initial Price:	Official closing price of the Underlying Asset on the Strike Date (as specified in Paragraph 22)
	- Relevant Timing:	On each Early Redemption Observation Date
	- Underlying Performance Type:	Single Asset
	- Valuation Date(s):	Each date set forth in the Early Redemption Table in the column entitled "Early Redemption Observation Date(s) / Valuation Date(s)"

- Valuation Price: Official closing price of the Underlying Asset on the Valuation Date

Early Redemption Table:

t:	Early Redemption Barrier (ERB):	Early Redemption Observation Date(s) / Valuation Date(s):	Early Redemption Date(s):
1	100% x Initial Price	12 October 2027	26 October 2027
2	100% x Initial Price	10 October 2028	24 October 2028
3	100% x Initial Price	9 October 2029	23 October 2029
4	100% x Initial Price	9 October 2030	23 October 2030
5	100% x Initial Price	9 October 2031	23 October 2031

21. Final Redemption Amount for the purposes of General Condition 5.1 (Final Redemption) determined in accordance with: Applicable

(a) Redemption Payoff: Determined in accordance with Barrier Reverse Convertible

- Final Redemption Percentage: 100 per cent.
- Redemption Unwind Costs: Not Applicable
- Reference Price Percentage: Not Applicable
- Initial Price: Official closing price of the Underlying Asset on the Strike Date (as specified in Paragraph 22)
- Strike Price: Not Applicable
- Kick-in Event: In the definition of Kick-in Event, **less than** applies
- Kick-in Level: The product of (a) 65% per cent. and (b) the Initial Price of the Underlying Asset
- PL ("Protection Level"): Not Applicable

(b) Early Redemption Level: Not Applicable

(c) Fair Market Value Redemption Amount: Not Applicable

PROVISIONS RELATING TO THE UNDERLYING(S) IF ANY

22. (a) Index Linked Note:	Index Linked Interest and Redemption Note: Applicable in accordance with Annex 1, Chapter 1
(i) Single Underlying:	Applicable
- Applicable for the purposes of:	Interest Payoff Condition: Phoenix without Memory Redemption Payoff: Barrier Reverse Convertible Automatic (Autocall) Early Redemption
- Index:	Nikkei 225 Index
- Exchange:	Tokyo Stock Exchange ("TSE")
- Multiple Exchange:	Applicable
- Index Sponsor:	Nikkei Inc.
- Related Exchange:	All Exchanges
- Valuation Time:	Closing
- Bloomberg Ticker:	NKY Index
- Initial Level:	Official closing price of the Underlying Asset on the Strike Date.
- Strike Date:	9 October 2026
(ii) Basket:	Not Applicable
(iii) Additional Disruption Event:	The following Additional Disruption Events apply to the Notes: Change in Law Hedging Disruption Increased Cost of Hedging Dividend Disruption
(iv) Other Events:	Not Applicable
(v) Correction of Index Levels:	Applicable The Reference Price shall be calculated without regard to any subsequently published correction
(vi) Correction Cut-Off Date:	2 Business Days prior to the Maturity Date
(vii) Observation Date(s):	As per the definition in Index Linked Asset Condition 2
(viii) Observation Period:	Not Applicable
(ix) Averaging Date Disruption:	Not Applicable

(x)	Maximum Days of Disruption:	8 Scheduled Trading Days
(xi)	Payment Extension Days:	2 Payment Business Days
(xii)	Clearance System:	As per the definition in Index Linked Asset Condition 2
(xiii)	Multiplier:	Not Applicable
(b)	Equity Linked Note:	Not Applicable
(c)	Fund Linked Note:	Not Applicable
(d)	Preference Share Linked Note:	Not Applicable
(e)	Delivery:	Cash Settlement

GENERAL PROVISIONS APPLICABLE TO THE NOTES

23.	(a) Form:	**Registered Form:** Registered Global Note registered in the name of a nominee for a common depositary for Euroclear and Clearstream, Luxembourg
	(b) Notes in New Global Note form	No
24.	Business Day Convention for the purposes of "Payment Business Day" election in accordance with General Condition 6.6 (*Payment Business Day*):	Following Business Day Convention
25.	Additional Financial Centre(s):	Not Applicable
26.	Additional Business Centre(s):	Not Applicable
27.	Talons for future Coupons or Receipts to be attached to Definitive Bearer Notes and dates on which such Talons mature:	No
28.	Redenomination (for the purposes of General Condition 11):	Not Applicable
29.	(a) Calculation Agent:	Canadian Imperial Bank of Commerce, Toronto 81 Bay Street, CIBC Square, Toronto, Ontario M5J 0E7, Canada

30.	(a)	Governing Law	English Law
31.	(a)	Relevant Index Benchmark:	As per the definition in Index Linked Asset Condition 2
	(b)	Specified Public Source:	As per the definition in the Definitions Condition
	(c)	Impacted Index:	Not Applicable
	(d)	Close of Business:	Not Applicable

THIRD PARTY INFORMATION

The information included herein with respect to indices and/or formulas comprising, based on or referring to variations in the prices of one or more shares in companies, any other equity or non-equity securities, currencies or currency exchange rates, interest rates, credit risks, fund units, shares in investment companies, term deposits, life insurance contracts, loans, commodities or futures contracts on the same or any other underlying instrument(s) or asset(s) or the occurrence or not of certain events not linked to the Issuer or any other factors to which the Notes are linked (the "**Underlying**") consists only of extracts from, or summaries of publicly available information. The Issuer accepts responsibility that such extracts or summaries have been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published by the issuer, owner or sponsor, as the case may be, of such Underlying, no facts have been omitted that would render the reproduced extracts or summaries inaccurate or misleading. No further or other responsibility in respect of such information is accepted by the Issuer. In particular, neither the Issuer nor any Dealer accepts responsibility in respect of the accuracy or completeness of the information set forth herein concerning the Underlying of the Notes or that there has not occurred any event which would affect the accuracy or completeness of such information.

Signed on behalf of the Issuer:

By:

Duly authorized

PART B – OTHER INFORMATION

1. **LISTING AND ADMISSION TO TRADING**

Listing and admission to trading:	Application is expected to be made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's main market with effect from the Issue date and to be listed on the Official List of the FCA.

2. **RATINGS:**

Ratings:	The Notes to be issued have not been rated.

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

Save as discussed in "Subscription and Sale" in the Base Prospectus and save for any fees payable in connection with the issue of Notes, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer in the ordinary course.

4. **REASONS FOR THE OFFER AND ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**

(a) Reasons for the offer:	See the "Use of Proceeds" section of the Base Prospectus.
(b) Estimated net proceeds:	An amount equal to 99.00 per cent. of the final Aggregate Principal Amount of the Notes issued on the Issue Date. For the avoidance of doubt, the estimated net proceeds reflect the proceeds to be received by the Issuer on the Issue Date.
(c) Estimated total expenses related to admission to trading:	GBP 625 (listing fee)

5. **YIELD**

Indication of yield:	Not Applicable

6. **PERFORMANCE OF RATES**

Not Applicable

7. **PERFORMANCE OF UNDERLYING AND OTHER INFORMATION CONCERNING THE UNDERLYING**

(a) Underlying:	Nikkei 225 Index (Bloomberg Ticker: NKY Index)

(b)	Where past and future performance and volatility of the Underlying can be obtained from, free of charge::	The performance of the Notes is linked to the performance of the Nikkei 225 Index. Information about the past and future performance of the Nikkei 225 Index and its volatility can be obtained from, free of charge: **https://indexes.nikkei.co.jp/en/nkave/index/profile**

Post-issuance information

The Issuer does not intend to publish post-issuance information in relation to any underlying element to which the Notes are linked.

8. **PERFORMANCE OF UNDERLYING PREFERENCE SHARE AND OTHER INFORMATION CONCERNING THE PREFERENCE SHARE**

Not Applicable

9. **DISTRIBUTION**

(a)	Method of distribution	Non-syndicated
(b)	If syndicated:	Not Applicable
(c)	If non-syndicated, name and address of Dealer	The following Dealer is procuring subscribers for the Notes: Canadian Imperial Bank of Commerce, London Branch, 150 Cheapside, London, EC2V 6ET
(d)	Indication of the overall amount of the underwriting commission and of the placing commission:	No commissions are payable by the Issuer to the Dealer
(e)	U.S. Selling Restrictions:	Reg. S Compliance Category 2 TEFRA Not Applicable
(f)	Prohibition of Sales to EEA Retail Investors:	Applicable
(g)	Prohibition of Sales to UK Retail Investors:	Not Applicable
(h)	U.S. Dividend Equivalent Withholding:	Not Applicable. The Issuer has determined that the Notes (without regard to any other transactions) should not be subject to US withholding tax under

	Section 871(m) of the US Internal Revenue Code and regulations promulgated thereunder.

10. **OPERATIONAL INFORMATION**

(a) ISIN Code:	XS3481706516
(b) Temporary ISIN	Not Applicable
(c) Common Code	348170651
(d) Other applicable Note identification number	Not Applicable
(e) Relevant clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, S.A. and the relevant identification number(s)	Not Applicable
(f) Delivery:	Delivery against payment
(g) Names and addresses of additional Paying Agent(s) (if any)	Not Applicable
(h) Notes intended to be held in a manner which would allow Eurosystem eligibility:	No. While the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them, the Notes may then be deposited with one of the ICSDs as common safekeeper). Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met

11. **UK BENCHMARKS REGULATION**

(a) UK Benchmarks Regulation: Article 29(2) statement on benchmarks:	Amounts payable under the Notes are calculated by reference to a Preference Share which, in turn, references the Nikkei 225 Index which is provided by Nikkei Inc.. As of the date of these Final Terms, Nikkei Inc. is included in the register of administrators and benchmarks established and maintained by the FCA pursuant to Article 36 of the UK Benchmarks Regulation (Regulation (EU) 2016/1011) as it forms part of UK domestic law by virtue of the European (Withdrawal) Act 2018 (as amended) (as amended, the "**UK Benchmarks Regulation**").

ANNEX A

CALCULATION AGENT DISCLAIMER

The Calculation Agent makes no express or implied representations or warranties as to (a) the advisability of investing in or obtaining exposure to the Preference Shares, (b) the value of the Preference Shares at any particular time on any particular date, or (c) any amounts that may become payable in respect of the Preference Shares. The Calculation Agent shall not act as agent or trustee for the holders of the Preference Shares or any Related Financial Product.

Without limiting any of the foregoing, in no event shall the Calculation Agent have any liability (whether in negligence or otherwise) to any Shareholders or Related Financial Product investors for any direct, indirect, special, punitive, consequential or any other damages (including loss of profits) even if notified of the possibility of such damages.

In addition, to providing calculation agency services to the Company, the Calculation Agent or any of its Affiliates, may perform further or alternative roles relating to the Company and any series of Preference Shares. Furthermore, the Calculation Agent or any of its Affiliates may contract with the Company and/or enter into transactions which relate to the Company, the Preference Shares or an Index and as a result the Calculation Agent may face a conflict between its obligations as Calculation Agent and its and/or its Affiliates' interests in other capacities. Subject to all regulatory obligations, neither the Company nor the Calculation Agent in respect of the Preference Shares owes any duty or responsibility to any Shareholder or Related Financial Product investor to avoid any conflict or to act in the interest of any Shareholder or Related Financial Product investor.

INDEX DISCLAIMER

The following Index disclaimer is applicable in respect of the Nikkei 225 Index.

The Nikkei Stock Average is a copyrighted index calculated by a method independently developed by Nikkei Inc. Nikkei Inc holds the copyright, the intellectual property rights, and all other rights associated with the Nikkei Stock Average itself and the method of calculating Nikkei Stock Average. Business of Equity Index Daily Futures contracts, the underlying assets of which are the Nikkei Stock Average ("Nikkei 225 Daily Futures contracts with Reset Date" and "Nikkei 225 Micro Daily Futures contracts with Reset Date"), and the enforcement of trading regulations for such contracts shall be managed under the responsibilities of Tokyo Financial Exchange Inc. ("TFX") and its Trading Members, and Nikkei Inc shall not assume any obligations or responsibilities thereof. In operating Nikkei 225 Daily Futures contracts with Reset Date and Nikkei 225 Micro Daily Futures contracts with Reset Date, TFX is responsible for calculating and publishing the ex-dividend prices of stocks used in the Nikkei Stock Average, which are required for Nikkei 225 Daily Futures contracts with Reset Date and Nikkei 225 Micro Daily Futures contracts with Reset Date. Nikkei Inc has the right to change component stocks in the Nikkei Stock Average, the method of calculation, and other details of the Nikkei Stock Average, and to discontinue the publication of the Nikkei Stock Average. Nikkei Inc shall not be obligated to continuously publish the Nikkei Stock Average, and shall not be liable for any errors, delay or discontinuation of publication.

INDEX SPONSOR DISCLAIMER

The following Index disclaimer is applicable in respect of the Nikkei 225 Index:

The Nikkei Stock Average is a copyrighted index calculated by a method independently developed by Nikkei Inc. Nikkei Inc holds the copyright, the intellectual property rights, and all other rights associated with the Nikkei Stock Average itself and the method of calculating Nikkei Stock Average. Business of Equity Index Daily Futures contracts, the underlying assets of which are the Nikkei Stock Average ("Nikkei 225 Daily Futures contracts with Reset Date" and "Nikkei 225 Micro Daily Futures contracts with Reset Date"), and the enforcement of trading regulations for such contracts shall be managed under the responsibilities of Tokyo Financial Exchange Inc. ("TFX") and its Trading Members, and Nikkei Inc shall not assume any obligations or responsibilities thereof. In operating Nikkei 225 Daily Futures contracts with Reset Date and Nikkei 225 Micro Daily Futures contracts with Reset Date, TFX is responsible for calculating and publishing the ex-dividend prices of stocks used in the Nikkei Stock Average, which are required for Nikkei 225 Daily Futures contracts with Reset Date and Nikkei 225 Micro Daily Futures contracts with Reset Date. Nikkei Inc has the right to change component stocks in the Nikkei Stock Average, the method of calculation, and other details of the Nikkei Stock Average, and to discontinue the publication of the Nikkei Stock Average. Nikkei Inc shall not be obligated to continuously publish the Nikkei Stock Average, and shall not be liable for any errors, delay or discontinuation of publication.