



Annual Management Report of Fund Performance

for the financial year ended December 31, 2016

All figures are reported in Canadian dollars unless otherwise noted.

This annual management report of fund performance contains financial highlights but does not contain the complete annual financial statements of the investment fund. If you have not received a copy of the annual financial statements with this annual management report of fund performance, you can get a copy of the annual financial statements at your request, and at no cost, by calling us toll-free at 1-800-465-3863, by writing to us at CIBC, 18 York Street, Suite 1300, Toronto, Ontario, M5J 2T8, or by visiting www.cibc.com/mutualfunds or the SEDAR website at www.sedar.com.

Unitholders may also contact us using one of these methods to request a copy of the investment fund's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure.

Management Discussion of Fund Performance

Investment Objective and Strategies

Investment Objective: CIBC Canadian Equity Fund (the *Fund*) seeks to provide long-term growth through capital appreciation by investing primarily in Canadian equity securities.

Investment Strategies: The Fund identifies stocks with sustainable growth characteristics from among a broad universe of Canadian stocks that trade at reasonable valuations. The Fund aims to add value through prudent security selection based on fundamental, bottom-up analysis.

Risk

The Fund is a Canadian equity fund that is suitable for medium- to long-term investors who can tolerate medium investment risk.

For the period ended December 31, 2016, the Fund's overall level of risk remains as discussed in the simplified prospectus.

Results of Operations

The portfolio advisor of the Fund is CIBC Asset Management Inc. (CAMI or the *Portfolio Advisor*). The commentary that follows provides a summary of the results of operations for the period ended December 31, 2016. All dollar figures are expressed in thousands, unless otherwise indicated.

The Fund's net asset value decreased by 1% during the period, from \$248,951 as at December 31, 2015 to \$245,456 as at December 31, 2016. Net redemptions of \$40,645 were partially offset by positive investment performance, resulting in an overall decrease in net asset value.

Class A units of the Fund posted a return of 16.0% for the period. The Fund's benchmark, the S&P/TSX Composite Index (the *benchmark*), returned 21.1% for the same period. The Fund's return is after the deduction of fees and expenses, unlike the benchmark. See *Past Performance* for the returns of other classes of units offered by the Fund.

The price for crude oil started the year at US\$26 per barrel. From February through December, the price doubled. Extreme volatility for

base metals and precious metals led to disappointing results for a buy-and-hold investment strategy. In both cases, the lowest-quality energy and resource companies performed best as the potential for bankruptcy because of low commodity prices was effectively removed.

A significant underweight allocation to the strong-performing materials sector detracted from the Fund's performance. Most companies in the sector did not satisfy the high-quality criteria required to be included in the Fund; namely, balance sheet strength, predictability of cash flow and a competitive advantage.

Allocation in the health care, financials, consumer staples and energy sectors contributed significantly to the Fund's performance. Security selection in the real estate, consumer discretionary and consumer staples sectors contributed moderately to performance.

Cimarex Energy Co. benefited from the rebound in oil prices combined with strong growth out of its U.S. resource base and contributed to the Fund's performance. ARC Resources Ltd., one of the highest-quality energy exploration and production companies in Canada, contributed significantly.

A new position in Home Capital Group Inc. was added. The company is well-capitalized and is anticipating a rebound from operational hiccups and regulatory changes. The Portfolio Advisor is expecting the company to buy back shares with the excess capital and to increase the payout ratio and dividend.

A core position in Brookfield Asset Management Inc. was increased. Good quarterly results for the third quarter of the year did not align with a decline in the share price reaction. Another core holding, Granite REIT was trimmed to take profits. ProMetic Life Sciences Inc. was eliminated at year-end as its quality deteriorated.

Recent Developments

Effective September 6, 2016, the maximum annual management fee was reduced from 1.85% to 1.75% and the maximum annual trailing commission was reduced from 1.25% to 1.00% for Class A units of the Fund.

Effective April 27, 2016, the composition of the Independent Review Committee (*IRC*) changed. John Crow resigned his position as member and Chair. Marcia Lewis Brown was appointed as member and Don Hunter was appointed as Chair.

Related Party Transactions

Canadian Imperial Bank of Commerce (*CIBC*) and its affiliates have the following roles and responsibilities with respect to the Fund, and receive the fees described below in connection with their roles and responsibilities.

Manager

CIBC is the Manager of the Fund. CIBC receives management fees with respect to the day-to-day business and operations of the Fund, calculated based on the net asset value of each respective class of units of the Fund as described in the section entitled *Management Fees*. The Manager also compensates its wholesalers in connection with their marketing activities regarding the Fund. From time to time, CIBC may provide seed capital to the Fund.

Trustee

CIBC Trust Corporation, a wholly-owned subsidiary of CIBC, is the trustee (the *Trustee*) of the Fund. The Trustee holds title to the property (cash and securities) of the Fund on behalf of its unitholders.

Portfolio Advisor

The portfolio advisor provides, or arranges to provide, investment advice and portfolio management services to the Fund. CAMI, a wholly-owned subsidiary of CIBC, is the portfolio advisor of the Fund.

Distributor

Dealers and other firms sell the units of the Fund to investors. These dealers and other firms include CIBC's related dealers such as the principal distributor, CIBC Securities Inc. (*CIBC SI*), the CIBC Investor's Edge discount brokerage division of CIBC Investor Services Inc. (*CIBC ISI*), the CIBC Imperial Service division of CIBC ISI, and the CIBC Wood Gundy division of CIBC World Markets Inc. (*CIBC WM*). CIBC SI, CIBC ISI, and CIBC WM are wholly-owned subsidiaries of CIBC.

CIBC may pay trailing commissions to these dealers and firms in connection with the sale of units of the Fund. These dealers and other firms may pay a portion of these trailing commissions to their advisors who sell units of the Fund to investors.

Brokerage Arrangements and Soft Dollars

The Portfolio Advisor makes decisions, including the selection of markets and dealers and the negotiation of commissions, with respect to the purchase and sale of portfolio securities, certain derivative products and the execution of portfolio transactions. Brokerage business may be allocated by the Portfolio Advisor to CIBC WM and CIBC World Markets Corp., each a subsidiary of CIBC. CIBC WM and CIBC World Markets Corp. may also earn spreads on the sale of fixed income securities and other securities and certain derivative products to the Fund. A spread is the difference between the bid and ask prices

for a security in the applicable marketplace, with respect to the execution of portfolio transactions. The spread will differ based upon various factors such as the type and liquidity of the security.

Dealers, including CIBC WM and CIBC World Markets Corp., may furnish goods and services, other than order execution, to the Portfolio Advisor in partial exchange for processing trades through them (referred to in the industry as "soft dollar" arrangements). These goods and services are paid for with a portion of the brokerage commissions and assist the Portfolio Advisor with investment decision-making services for the Fund or relate directly to the execution of portfolio transactions on behalf of the Fund.

In addition, CIBC may enter into commission recapture arrangements with certain dealers with respect to the Fund. Any commission recaptured will be paid to the Fund.

During the period, the Fund paid brokerage commissions and other fees of \$19,911 to CIBC WM; the Fund did not pay any brokerage commissions or other fees to CIBC World Markets Corp. Spreads associated with fixed income and other securities are not ascertainable and, for that reason, cannot be included when determining these amounts.

Fund Transactions

The Fund may enter into one or more of the following transactions (the *Related Party Transactions*) in reliance on the standing instructions issued by the IRC:

- invest in or hold equity securities of CIBC or issuers related to a portfolio sub-advisor;
- invest in or hold non-exchange-traded debt securities of CIBC or an issuer related to CIBC in a primary offering and in the secondary market;
- make an investment in the securities of an issuer for which CIBC WM, CIBC World Markets Corp., or any affiliate of CIBC (a *Related Dealer*) acts as an underwriter during the offering of the securities at any time during the 60-day period following the completion of the offering of such securities (in the case of a "private placement" offering, in accordance with the exemptive relief order granted by the Canadian securities regulatory authorities and in accordance with the policies and procedures relating to such investment);
- purchase equity or debt securities from or sell them to a Related Dealer, where it is acting as principal;
- undertake currency and currency derivative transactions where a Related Dealer is the counterparty; and
- purchase securities from or sell securities to another investment fund or a managed account managed by the Manager or an affiliate of the Manager.

At least annually, the IRC reviews the Related Party Transactions for which they have issued standing instructions. The IRC is required to advise the Canadian securities regulatory authorities, after a matter has been referred or reported to the IRC by the Manager, if it

determines that an investment decision was not made in accordance with conditions of its approval.

Custodian

CIBC Mellon Trust Company is the custodian of the Fund (the *Custodian*). The Custodian holds all cash and securities for the Fund and ensures that those assets are kept separate from any other cash or securities that the Custodian might be holding. The Custodian also provides other services to the Fund including record-keeping and processing of foreign exchange transactions. The Custodian may hire sub-custodians for the Fund. The fees and spreads for services of the Custodian directly related to the execution of portfolio transactions by the Fund are paid by CAMI and/or dealer(s) directed by CAMI, up to the amount of the credits generated under soft dollar arrangements from trading on behalf of the Fund during that month. All other fees and spreads for the services of the Custodian are paid by the Manager and charged to the Fund on a recoverable basis. CIBC owns a 50% interest in the Custodian.

Service Provider

CIBC Mellon Global Securities Services Company (*CIBC GSS*) provides certain services to the Fund, including securities lending, fund accounting and reporting, and portfolio valuation. Such servicing fees are paid by the Manager, and charged to the Fund on a recoverable basis. CIBC indirectly owns a 50% interest in CIBC GSS.

Financial Highlights

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for the period ended December 31.

The Fund's Net Assets per Unit¹ - Class A Units

	2016	2015	2014	2013	2012
Net Assets, beginning of period	\$ 23.72	\$ 25.72	\$ 25.67	\$ 22.84	\$ 21.98
Increase (decrease) from operations:					
Total revenue	\$ 0.69	\$ 0.73	\$ 0.79	\$ 0.73	\$ 0.69
Total expenses	(0.63)	(0.63)	(0.67)	(0.58)	(0.53)
Realized gains (losses) for the period	2.27	0.27	2.51	0.74	0.56
Unrealized gains (losses) for the period	1.44	(2.23)	(0.66)	1.87	0.41
Total increase (decrease) from operations²	\$ 3.77	\$ (1.86)	\$ 1.97	\$ 2.76	\$ 1.13
Distributions:					
From income (excluding dividends)	\$ —	\$ —	\$ —	\$ —	\$ —
From dividends	—	—	—	—	—
From capital gains	0.52	—	1.81	—	0.28
Return of capital	—	—	—	—	—
Total Distributions³	\$ 0.52	\$ —	\$ 1.81	\$ —	\$ 0.28
Net Assets, end of period	\$ 27.01	\$ 23.72	\$ 25.72	\$ 25.67	\$ 22.81

¹ This information is derived from the Fund's audited annual financial statements. The Fund adopted International Financial Reporting Standards (*IFRS*) on January 1, 2014. Previously, the Fund prepared its financial statements in accordance with Canadian Generally Accepted Accounting Principles (*GAAP*) as defined in Part V of the CPA Canada Handbook. Under Canadian GAAP, the Fund measured fair values of its investments in accordance with CICA Handbook Section 3855 which required the use of bid prices for long positions and ask prices for short positions. As such, the net assets per unit figure presented in the financial statements may differ from the net asset value calculated for fund pricing purposes. An explanation of these differences can be found in the notes to the financial statements issued prior to January 1, 2014. Upon adoption of IFRS, the Fund measures the fair value of its investments by using the close market prices, where the close market price falls within the bid-ask spread. As such, the Fund's accounting policies for measuring the fair value of investments in the financial statements are consistent with those used in measuring the net asset value for transactions with unitholders. Accordingly, the opening net asset figure as at January 1, 2013 was restated to reflect accounting policy adjustments made in accordance with IFRS. All figures presented for periods prior to January 1, 2013 were prepared in accordance with Canadian GAAP and subsequent thereto were prepared in accordance with IFRS.

² Net assets and distributions are based on the actual number of units outstanding at the relevant time. The total increase (decrease) from operations is based on the weighted average number of units outstanding during the period.

³ Distributions were paid in cash, reinvested in additional units of the Fund, or both.

Ratios and Supplemental Data - Class A Units

	2016	2015	2014	2013	2012
Total Net Asset Value (000s)⁴	\$ 245,429	\$ 238,319	\$ 286,505	\$ 299,209	\$ 307,127
Number of Units Outstanding⁴	9,087,594	10,046,558	11,138,325	11,654,827	13,447,268
Management Expense Ratio⁵	2.33%	2.38%	2.39%	2.40%	2.38%
Management Expense Ratio before waivers or absorptions⁶	2.35%	2.38%	2.39%	2.41%	2.39%
Trading Expense Ratio⁷	0.14%	0.07%	0.07%	0.07%	0.04%
Portfolio Turnover Rate⁸	66.19%	31.31%	32.21%	26.22%	17.24%
Net Asset Value per Unit	\$ 27.01	\$ 23.72	\$ 25.72	\$ 25.67	\$ 22.84

⁴ This information is presented as at December 31 of the period(s) shown.

⁵ Management expense ratio is based on the total expenses of the fund (excluding commissions and other portfolio transaction costs), incurred by or allocated to a class of units for the period shown, expressed as an annualized percentage of the daily average net asset value of that class during the period.

⁶ The decision to waive and/or absorb management fees and operating expenses is at the discretion of the Manager. The practice of waiving and/or absorbing management fees and operating expenses may continue indefinitely or may be terminated at any time without notice to unitholders.

⁷ The trading expense ratio represents total commissions and other portfolio transaction costs before income taxes expressed as an annualized percentage of the daily average net asset value during the period. Spreads associated with fixed income securities trading are not ascertainable and, for that reason, are not included in the trading expense ratio calculation.

⁸ The portfolio turnover rate indicates how actively the portfolio advisor and/or portfolio sub-advisor manages the portfolio investments. A portfolio turnover rate of 100% is equivalent to a fund buying and selling all of the securities in its portfolio once in the course of the period. The higher a portfolio turnover rate in a period, the greater the trading costs payable by a fund in the period, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

CIBC Canadian Equity Fund

The Fund's Net Assets per Unit¹ - Class O Units

	2016	2015	2014	2013	2012 ^a
Net Assets, beginning of period	\$ 10.96	\$ 11.61	\$ 11.30	\$ 9.82	\$ 10.00 ^b
Increase (decrease) from operations:					
Total revenue	\$ 0.34	\$ 0.33	\$ 0.35	\$ 0.32	\$ 0.31
Total expenses	(0.02)	(0.01)	(0.01)	(0.01)	—
Realized gains (losses) for the period	0.86	0.13	1.11	0.33	0.17
Unrealized gains (losses) for the period	1.08	(1.00)	(0.29)	0.88	(0.15)
Total increase (decrease) from operations²	\$ 2.26	\$ (0.55)	\$ 1.16	\$ 1.52	\$ 0.33
Distributions:					
From income (excluding dividends)	\$ —	\$ —	\$ —	\$ —	\$ —
From dividends	—	—	—	—	—
From capital gains	—	—	0.81	—	0.37
Return of capital	—	—	—	—	—
Total Distributions³	\$ —	\$ —	\$ 0.81	\$ —	\$ 0.37
Net Assets, end of period	\$ 12.97	\$ 10.96	\$ 11.61	\$ 11.30	\$ 9.81

^a Information presented is for the period from January 25, 2012 to December 31, 2012.

^b Initial offering price.

¹ This information is derived from the Fund's audited annual financial statements. The Fund adopted International Financial Reporting Standards (*IFRS*) on January 1, 2014. Previously, the Fund prepared its financial statements in accordance with Canadian Generally Accepted Accounting Principles (*GAAP*) as defined in Part V of the CPA Canada Handbook. Under Canadian GAAP, the Fund measured fair values of its investments in accordance with CICA Handbook Section 3855 which required the use of bid prices for long positions and ask prices for short positions. As such, the net assets per unit figure presented in the financial statements may differ from the net asset value calculated for fund pricing purposes. An explanation of these differences can be found in the notes to the financial statements issued prior to January 1, 2014. Upon adoption of IFRS, the Fund measures the fair value of its investments by using the close market prices, where the close market price falls within the bid-ask spread. As such, the Fund's accounting policies for measuring the fair value of investments in the financial statements are consistent with those used in measuring the net asset value for transactions with unitholders. Accordingly, the opening net asset figure as at January 1, 2013 was restated to reflect accounting policy adjustments made in accordance with IFRS. All figures presented for periods prior to January 1, 2013 were prepared in accordance with Canadian GAAP and subsequent thereto were prepared in accordance with IFRS.

² Net assets and distributions are based on the actual number of units outstanding at the relevant time. The total increase (decrease) from operations is based on the weighted average number of units outstanding during the period.

³ Distributions were paid in cash, reinvested in additional units of the Fund, or both.

Ratios and Supplemental Data - Class O Units

	2016	2015	2014	2013	2012 ^a
Total Net Asset Value (000s)⁴	\$ 27	\$ 10,632	\$ 14,568	\$ 14,966	\$ 11,934
Number of Units Outstanding⁴	2,034	969,667	1,254,790	1,323,859	1,215,385
Management Expense Ratio⁵	0.00%	0.00%	0.00%	0.00%	0.00% *
Management Expense Ratio before waivers or absorptions⁶	0.04%	0.03%	0.03%	0.00%	0.00% *
Trading Expense Ratio⁷	0.14%	0.07%	0.07%	0.07%	0.04%
Portfolio Turnover Rate⁸	66.19%	31.31%	32.21%	26.22%	17.24%
Net Asset Value per Unit	\$ 12.97	\$ 10.96	\$ 11.61	\$ 11.30	\$ 9.82

^a Information presented is for the period from January 25, 2012 to December 31, 2012.

* Ratio has been annualized.

⁴ This information is presented as at December 31 of the period(s) shown.

⁵ Management expense ratio is based on the total expenses of the fund (excluding commissions and other portfolio transaction costs), incurred by or allocated to a class of units for the period shown, expressed as an annualized percentage of the daily average net asset value of that class during the period.

⁶ The decision to waive and/or absorb management fees and operating expenses is at the discretion of the Manager. The practice of waiving and/or absorbing management fees and operating expenses may continue indefinitely or may be terminated at any time without notice to unitholders.

⁷ The trading expense ratio represents total commissions and other portfolio transaction costs before income taxes expressed as an annualized percentage of the daily average net asset value during the period. Spreads associated with fixed income securities trading are not ascertainable and, for that reason, are not included in the trading expense ratio calculation.

⁸ The portfolio turnover rate indicates how actively the portfolio advisor and/or portfolio sub-advisor manages the portfolio investments. A portfolio turnover rate of 100% is equivalent to a fund buying and selling all of the securities in its portfolio once in the course of the period. The higher a portfolio turnover rate in a period, the greater the trading costs payable by a fund in the period, and the greater the chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

Management Fees

The Fund, either directly or indirectly, pays an annual management fee to CIBC to cover the costs of managing the Fund. Management fees are based on the net asset value of the Fund and are calculated daily and paid monthly. Management fees are paid to CIBC in consideration for providing, or arranging for the provision of, management, distribution, and portfolio advisory services. Advertising and promotional expenses, office overhead expenses, trailing commissions, and the fees of the portfolio sub-advisor(s) are paid by CIBC out of the management fees received from the Fund. The Fund is required to pay applicable taxes on the management fees paid to CIBC. Refer to the Simplified Prospectus for the maximum annual management fee rate for each class of units. For Class O units, the management fee is negotiated with and paid by, or as directed by, unitholders or dealers and discretionary managers on behalf of unitholders. Such Class O management fee will not exceed the Class A unit management fee rate.

The following table shows a breakdown of the services received in consideration of the management fees, as a percentage of the management fees collected from the Fund for the period ended December 31, 2016. These amounts do not include waived fees or absorbed expenses.

	Class A Units
Sales and trailing commissions paid to dealers	17.27%
General administration, investment advice, and profit	82.73%

Past Performance

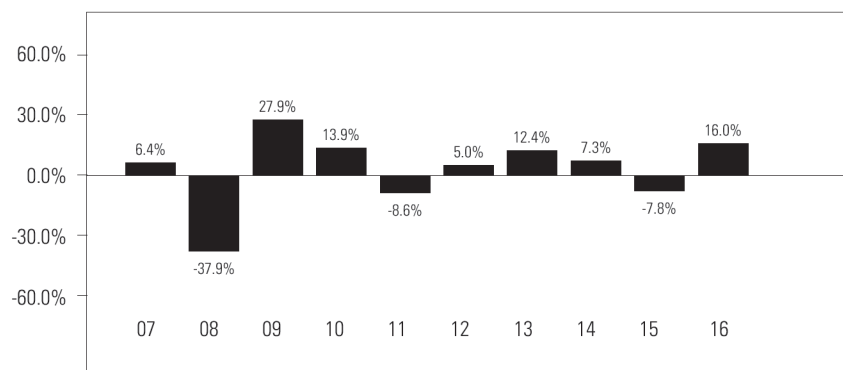
The performance data provided assumes reinvestment of distributions only and does not take into account sales, redemption, distribution, or other optional charges payable by any unitholder that would have reduced returns. Past performance does not necessarily indicate how a fund will perform in the future.

The Fund's returns are after the deduction of fees and expenses, and the difference in returns between classes of units is primarily due to differences in the management expense ratio. See the section entitled *Financial Highlights* for the management expense ratio.

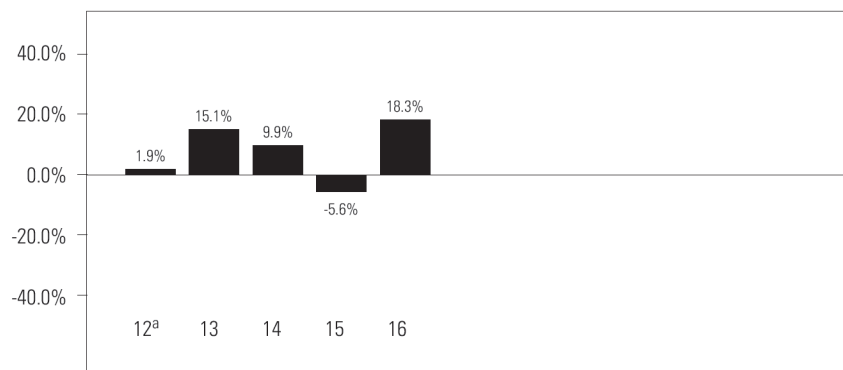
Year-by-Year Returns

The bar chart shows the annual performance of the Fund for each of the periods shown, and illustrates how the performance has changed from period to period. The bar chart shows, in percentage terms, how an investment made on January 1 would have increased or decreased by December 31, unless otherwise indicated.

Class A Units



Class O Units



^a 2012 return is for the period from January 25, 2012 to December 31, 2012.

Annual Compound Returns

This table shows the annual compound return of each class of units of the Fund for each indicated period ended on December 31, 2016. The annual compound total return is also compared to the Fund's benchmark(s).

The Fund's benchmark is the S&P/TSX Composite Index.

	1 Year	3 Years	5 Years	10 Years*	or	Since Inception*	Inception Date
Class A units	16.0%	4.7%	6.3%	1.8%			November 30, 1988
S&P/TSX Composite Index	21.1%	7.1%	8.2%	4.7%			
Class O units	18.3%	7.1%				7.7%	January 25, 2012
S&P/TSX Composite Index	21.1%	7.1%				7.3%	

* If a class of units has been outstanding for less than 10 years, the annual compound return since inception is shown.

S&P/TSX Composite Index is intended to represent the Canadian equity market and includes the largest companies listed on the TSX.

A discussion of the relative performance of the Fund compared to its primary benchmark(s) can be found in *Results of Operations*.

Summary of Investment Portfolio (as at December 31, 2016)

The summary of investment portfolio may change due to ongoing portfolio transactions of the investment fund. A quarterly update is available by visiting www.cibc.com/mutualfunds. The Top Positions table shows a fund's 25 largest positions. For funds with fewer than 25 positions in total, all positions are shown. Cash and cash equivalents are shown in total as one position.

<i>Portfolio Breakdown</i>	<i>% of Net Asset Value</i>
Financials	40.0
Energy	20.7
Consumer Discretionary	9.1
Materials	7.7
Industrials	6.0
Information Technology	5.3
Other Equities	3.2
Cash & Cash Equivalents	3.2
Utilities	3.1
Consumer Staples	1.7
Other Assets, less Liabilities	0.1
Forward & Spot Contracts	-0.1

<i>Top Positions</i>	<i>% of Net Asset Value</i>
Royal Bank of Canada	8.3
Toronto-Dominion Bank (The)	7.0
Bank of Nova Scotia	6.8
Brookfield Asset Management Inc., Class 'A'	5.0
Manulife Financial Corp.	4.4
Canadian Natural Resources Ltd.	4.2
Canadian National Railway Co.	4.2
Suncor Energy Inc.	3.4
Cash & Cash Equivalents	3.2
Enbridge Inc.	3.2
ARC Resources Ltd.	2.6
Canadian Imperial Bank of Commerce	2.6
Quebecor Inc., Class 'B'	2.4
Agnico Eagle Mines Ltd.	2.0
Magna International Inc.	1.9
Seven Generations Energy Ltd., Class 'A'	1.7
Fortis Inc.	1.7
Alimentation Couche-Tard Inc., Class 'B'	1.7
TELUS Corp.	1.7
Franco-Nevada Corp.	1.5
Dollarama Inc.	1.5
Granite REIT, Stapled Units	1.5
CGI Group Inc., Class 'A'	1.5
Home Capital Group Inc.	1.4
Element Fleet Management Corp.	1.4

The management report of fund performance may contain forward-looking statements. Forward-looking statements include statements that are predictive in nature, that depend upon or refer to future events or conditions, or that include words such as “expects”, “anticipates”, “intends”, “plans”, “believes”, “estimates”, or other similar wording. In addition, any statements that may be made concerning future performance, strategies, or prospects and possible future actions taken by the fund, are also forward-looking statements. These statements involve known and unknown risks, uncertainties, and other factors that may cause the actual results and achievements of the fund to differ materially from those expressed or implied by such statements. Such factors include, but are not limited to: general economic, market, and business conditions; fluctuations in securities prices, interest rates, and foreign currency exchange rates; changes in government regulations; and catastrophic events. We do not undertake, and specifically disclaim, any obligation to update or revise any forward-looking statements, whether as a result of new information, future developments, or otherwise prior to the release of the next management report of fund performance.

**CIBC Mutual Funds
CIBC Family of Managed Portfolios**

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