



CIBC International Small Companies Fund

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 International Small Companies Fund (the *Fund*) seeks to provide long-term growth through capital appreciation by investing primarily in smaller companies located around the world.

Investment Strategies: The Fund uses a bottom-up approach for company selection based on individual merits, giving consideration to themes and trends that may impact future performance. The approach identifies companies that exhibit extraordinary growth potential or that are undervalued based on established parameters.

Risk

The Fund is an international equity fund that is suitable for long-term investors who can tolerate medium to high 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 sub-advisor of the Fund is American Century Investment Management, Inc. (the *sub-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 21% during the period, from \$44,964 as at December 31, 2015 to \$35,578 as at December 31, 2016. Net redemptions of \$4,981 and negative investment performance resulted in an overall decrease in net asset value.

Class A units of the Fund posted a return of -9.9% for the period. The Fund's benchmarks are the MSCI EAFE Index and the MSCI EAFE Small-Cap Index (the *benchmarks*), which returned -2.0% and -1.0%, respectively, for the same period. The Fund's return is after the deduction of fees and expenses, unlike the benchmarks.

Global equity markets were affected by several external events over the period. These included changes to U.S. Federal Reserve Board policy, divergent central bank policies, currency volatility, the U.K. vote

to exit the European Union (*Brexit*), the Italian referendum and the U.S. presidential election.

These external events contributed to higher market volatility, changes in investor sentiment and significant sector rotation. As a result, risk factors significantly affected stock price performance. Value-oriented stocks outperformed growth stocks in the second half of the period, after several years of growth stocks outperforming value stocks.

Commodity prices rose throughout the year. Oil prices further benefited from an agreement in late November by members of the Organization of Petroleum Exporting Countries (*OPEC*) to cut production.

The outcome of the U.S. presidential election in November led to a rotation towards sectors, industries and stocks expected to benefit from the new U.S. administration's policies. These included stocks in the industrials, materials and financials sectors. The materials sector rose significantly towards the end of the period on the prospect that the President's pro-growth policies might boost demand for raw materials. The top-performing sectors in the MSCI EAFE Index, as measured in Canadian dollar terms, included the energy and materials sectors.

The health care sector was the worst-performing sector in a challenging year for pharmaceutical stocks. More interest-rate-sensitive sectors, such as the telecommunication services, utilities and consumer staples sectors, also had negative performance as interest rates increased in the fourth quarter.

From a geographic perspective, stock selection in Japan and the U.K. was a significant detractor from the Fund's performance. A number of non-benchmark holdings in China detracted moderately from performance.

In terms of sectors, the Fund's significant overweight allocation to the consumer discretionary sector was a moderate detractor from performance. Stock selection within the sector, particularly in the household durables, textiles, apparels and luxury goods, and media

segments, was a significant detractor. A moderate overweight allocation to the information technology sector was a modest detractor, while stock selection in the sector significantly detracted, specifically stock selection in the semiconductors segment and a significant overweight allocation to the Internet software and services segment.

Individual detractors included U.K. consumer discretionary company Bellway PLC, U.K. information technology company Auto Trader Group PLC and Canadian generic pharmaceutical company Concordia Healthcare Corp.

Residential property developer Bellway, which is not held by MSCI EAFE Index, was a moderate detractor from performance. The company's share price fell as a result of currency pressures and economic concerns stemming from Brexit. Auto Trader, a provider of online and mobile device-based classified advertising for automotive sales, was a moderate detractor. The stock, which declined sharply on concerns about weaker discretionary spending in the U.K. following Brexit. Concordia, which is not held by MSCI EAFE Index, also detracted moderately. The company's stock price declined after it missed earnings expectations.

From a country perspective, holdings in extractive industries in Canada and Norway contributed to performance. Stock selection and a slight underweight allocation to Switzerland moderately contributed. In terms of sectors, a significant underweight allocation to and stock selection in the health care sector contributed to performance, as did stock selection in the energy sector.

Individual contributors included Norwegian energy company Aker BP ASA, Australian gaming-machine manufacturer Aristocrat Leisure Ltd. and Finnish stainless steel producer Outokumpu OYJ.

Aker, an oil exploration and development company focused on petroleum resources in the North Sea, was a significant contributor to performance. The company's stock price increased in response to higher oil prices and OPEC's production cuts. Aristocrat Leisure was a modest contributor. The company benefited from its acquisition of Video Gaming Technologies and strong earnings growth. Outokumpu OYJ was a moderate contributor, as the company benefited from cost-cutting.

The sub-advisor added Rentokil Initial PLC to the Fund. The U.K. company provides pest control, washroom hygiene and uniform/linen services. The company is expanding globally, particularly its pest and washroom hygiene businesses. Outokumpu OYJ was also added, as the sub-advisor believes the company could benefit from constrained nickel production.

German online advertising provider Stroeer SE was eliminated from the Fund in response to questions about its accounting practices. Aristocrat Leisure was eliminated in response to its strong share price appreciation and growing market capitalization. The Fund's holding in Auto Trader was also eliminated on weak performance.

Recent Developments

Effective September 6, 2016, the maximum annual management fee was reduced from 2.50% to 2.25% and the maximum annual trailing commission was reduced from 1.25% to 1.00%.

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 (the *Portfolio Advisor*) of the Fund.

Portfolio Sub-Advisor

CAMI has retained ACI to provide investment advice and portfolio management services to the Fund. A portion of the portfolio advisory fees CAMI receives from the Manager will be paid to ACI. Although not an affiliate, up until May 19, 2016, CIBC owned a 41% equity interest in ACI. On May 19, 2016, CIBC completed the sale of its minority position in ACI.

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 and any portfolio sub-advisors make 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 and any portfolio sub-advisors, 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 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 and any portfolio sub-advisors, 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 and any portfolio sub-advisors, with investment decision-making services for the Fund or relate directly to the execution of portfolio transactions on behalf of the Fund. As per the terms of the portfolio sub-advisory agreements, such soft dollar arrangements are in compliance with applicable laws.

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 did not pay any brokerage commissions or other fees to CIBC WM or 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 fees and spreads for the services of the Custodian directly related to the execution of portfolio transactions initiated by CAMI as the Portfolio Advisor are paid by CAMI and/or the dealer(s) directed by CAMI, up to the amount of the credits generated under soft dollar arrangements from trading by CAMI 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	\$ 28.31	\$ 21.71	\$ 22.64	\$ 16.69	\$ 14.02
Increase (decrease) from operations:					
Total revenue	\$ 0.43	\$ 0.38	\$ 0.50	\$ 0.44	\$ 0.38
Total expenses	(0.92)	(0.93)	(0.86)	(0.65)	(0.45)
Realized gains (losses) for the period	1.09	3.06	4.99	2.68	0.06
Unrealized gains (losses) for the period	(3.56)	4.18	(5.50)	3.42	2.70
Total increase (decrease) from operations²	\$ (2.96)	\$ 6.69	\$ (0.87)	\$ 5.89	\$ 2.69
Distributions:					
From income (excluding dividends)	\$ —	\$ —	\$ —	\$ —	\$ —
From dividends	—	—	—	—	—
From capital gains	—	—	—	—	—
Return of capital	—	—	—	—	—
Total Distributions³	\$ —	\$ —	\$ —	\$ —	\$ —
Net Assets, end of period	\$ 25.50	\$ 28.31	\$ 21.71	\$ 22.64	\$ 16.69

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	\$ 35,578	\$ 44,964	\$ 39,042	\$ 50,898	\$ 44,139
Number of Units Outstanding⁴	1,395,071	1,588,225	1,798,657	2,247,990	2,644,357
Management Expense Ratio⁵	2.91%	2.96%	2.96%	2.96%	2.96%
Management Expense Ratio before waivers or absorptions⁶	3.71%	3.75%	3.71%	3.61%	3.72%
Trading Expense Ratio⁷	0.49%	0.51%	0.58%	0.23%	0.23%
Portfolio Turnover Rate⁸	135.71%	138.89%	200.78%	58.40%	58.46%
Net Asset Value per Unit	\$ 25.50	\$ 28.31	\$ 21.71	\$ 22.64	\$ 16.69

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.

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	34.73%
General administration, investment advice, and profit	65.27%

Past Performance

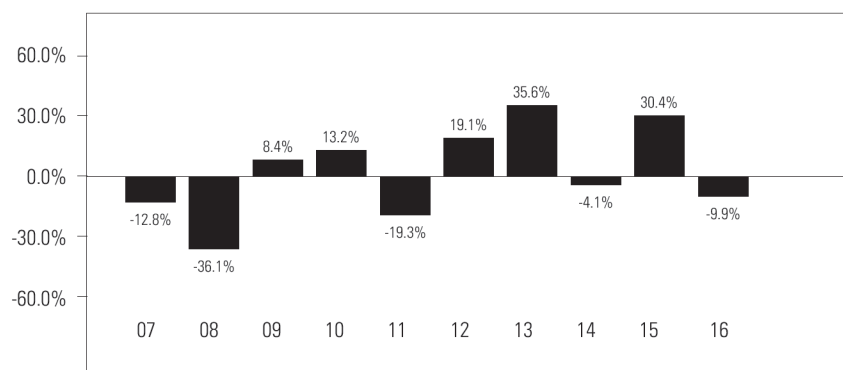
The performance data provided assumes reinvestment of distributions only and does not take into account sales, redemption, distribution, or other optional charges payable by any unitholder that would have reduced returns. Past performance does not necessarily indicate how a fund will perform in the future.

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



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 benchmarks are the MSCI EAFE Index and the MSCI EAFE Small Cap Index.

CIBC International Small Companies Fund

	<i>1 Year</i>	<i>3 Years</i>	<i>5 Years</i>	<i>10 Years*</i>	<i>or</i>	<i>Since Inception*</i>	<i>Inception Date</i>
Class A units	-9.9%	4.1%	12.7%	0.0%			September 22, 1997
MSCI EAFE Index	-2.0%	6.8%	13.1%	2.7%			
MSCI EAFE Small-Cap Index	-1.0%	10.7%	17.2%	4.8%			

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

MSCI EAFE Index is a free float-adjusted market capitalization index of stocks of companies of developed market equity indices covering countries in Europe, Australia, and the Far East.

MSCI EAFE Small Cap Index represents the small-cap segment in 21 developed equity markets outside of North America.

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

CIBC International Small Companies Fund

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.

<i>Portfolio Breakdown</i>	<i>% of Net Asset Value</i>
Other Equities	27.7
Japan	22.3
Canada	10.0
United Kingdom	10.0
Italy	5.6
Germany	5.4
France	5.1
Switzerland	4.7
Sweden	4.4
Taiwan	3.9
Cash	1.4
Other Assets, less Liabilities	-0.5

<i>Top Positions</i>	<i>% of Net Asset Value</i>
RPC Group PLC	2.3
Teleperformance	2.1
Rentokil Initial PLC	1.9
Sartorius AG	1.7
Outokumpu OYJ, Series 'A'	1.7
Davide Campari-Milano SPA	1.7
Canadian Energy Services & Technology Corp.	1.6
Saab AB, Series 'B'	1.5
SSAB AB, Series 'A'	1.5
ASOS PLC	1.4
Temenos Group AG, Registered	1.4
Cash	1.4
Buzzi Unicem SPA	1.4
Domestic Group AB	1.4
Straumann AG, Registered	1.4
Bellway PLC	1.3
Duerr AG	1.3
Amplifon SPA	1.3
Eurofins Scientific SE	1.3
Aker BP ASA	1.3
Bluescope Steel Ltd.	1.3
Rubis SCA	1.2
Parex Resources Inc.	1.2
Nexans SA	1.1
Descartes Systems Group Inc. (The)	1.1

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
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CIBC Securities Inc. is a wholly-owned subsidiary of CIBC and is the principal distributor of the CIBC Mutual Funds and the CIBC Family of Managed Portfolios. CIBC Family of Managed Portfolios are mutual funds that primarily invest in other CIBC Mutual Funds. To obtain a copy of the simplified prospectus, call CIBC Securities Inc. at 1-800-465-3863 or ask your advisor.