



Imperial Pools

Annual Management Report of Fund Performance

December 31, 2006

Imperial Registered U.S. Equity Index Pool

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 1-888-357-8777, by writing to us at CIBC, 5650 Yonge Street, 19th floor, Toronto, Ontario, M2M 4G3, or by visiting 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.



Imperial Registered U.S. Equity Index Pool

Management Report of Fund Performance

for the financial year ended December 31, 2006

All figures are reported in Canadian dollars unless otherwise noted.

Management Discussion of Fund Performance

Objective and Strategies

- Imperial Registered U.S. Equity Index Pool (the *Pool*) seeks to provide long-term growth through capital appreciation by investing primarily in options, futures, and forward contracts based on the S&P 500 Index, options, futures and forward contracts based on the exchange rate between U.S. and Canadian dollars, Government of Canada Treasury Bills, and other high-quality money market instruments. The Pool may also invest directly in equity securities, index participation units, and other similar instruments. The Pool is managed to obtain a return approximating the performance of the S&P 500 Index calculated on a total return basis. The S&P 500 Index represents the U.S. equity market and includes 500 stocks representing all major industries in the United States.
- Investment decisions in the Pool are limited to those necessary for daily implementation of index matching. The S&P 500 Index is synthetically replicated to create a portfolio of similar characteristics. The Pool will invest simultaneously in cash and S&P 500 Index futures, positioning it as Canadian property while providing returns that match the S&P 500 Index in Canadian dollars.

Risk

- The Pool is a U.S. equity fund that is suitable for long-term investors who can tolerate moderate investment risk.
- The risk classification of the Pool has been revised from 'moderate to high' to 'moderate' based on the recommendations of the Fund Volatility Classification Working Group of the Investment Funds Institute of Canada (*IFIC*). The potential for risk volatility was determined by using the standard deviation method (i.e., dispersion in a fund's returns over a given period from its mean). The review was performed on the rolling three-year and five-year standard deviations. Notably, the IFIC Working Group recommendations are intended to introduce a consistent methodology for fund volatility risk classification by mutual fund managers.
- Despite changing the risk classification of the Pool, over the one-year period ending December 31, 2006, no significant changes had an impact on the overall risk level of the Pool.

The risks of investing in the Pool remain as discussed in the Simplified Prospectus.

Results of Operations

The portfolio sub-adviser of the Pool is CIBC Global Asset Management Inc. (*the sub-adviser*). The commentary that follows reflects the views of the sub-adviser and provides a summary of the results of operations of the Pool for the 12-month period ended December 31, 2006.

The Pool returned 15.10% for the period and underperformed the S&P 500 Index (*the benchmark*), which returned 15.35% over the same period.

Uncertainty about the U.S. Federal Reserve Board's (*the Fed*) interest rate, through the first half of the year, gave stock markets a slightly bearish tinge. Investors worried that further rate hikes, designed to quell a core inflation rate that consistently hovers above the 2% comfort level, could derail the Fed's attempts at a soft landing.

Investor anxiety evaporated in the second half of the year as the Fed announced a hold on interest rate hikes. Commodity prices eased, especially in the energy complex, where a milder-than-average fall and winter in the northeast U.S. dampened demand.

U.S. equities surged to record highs in the second half of the year, led by the telecommunication services, energy, and utilities sectors, as investors anticipated a rosier economic outlook with slower-but-still-steady economic growth, low interest rates, robust job gains, and strong corporate profits. A flood of liquidity that fuelled dividend increases, merger and acquisition activity, and share buybacks also boosted stock prices.

The U.S. stock market rally late in the year points to an increased appetite for risk that often signals a market vulnerable to higher levels of volatility.

Effective January 13, 2006, the Pool's total net assets were affected by a tactical asset allocation shift in CIBC Personal Portfolio Services, a discretionary investment service provided by CIBC Trust Corporation (*CIBC Trust*). The asset allocation changes to

the program caused the assets of the Pool at that time to fall by approximately 11%.

As well, effective June 23, 2006, the Pool's total net assets were also affected by a concurrent strategic and tactical asset allocation change in CIBC Personal Portfolio Services, which caused the assets of the Pool at that time to fall by approximately 15%.

In addition, the Pool also experienced client redemptions, further reducing its assets. Over the period, the Pool's assets fell by approximately 21% in total. Although these cash flows are notable, the impact on the Pool is considered to be nominal.

Recent Developments

Over the period, there were no events or activities that had a material impact on the Pool.

Related Party Transactions

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

Manager of the Pool

CIBC is the manager (*Manager*) of the Pool. CIBC will receive management fees with respect to the day-to-day business and operations of the Pool. The Pool may pay the Manager an annual maximum management fee of up to 0.25% of the net asset value of the Pool, as described in the section entitled *Management Fees*.

Trustee of the Pool

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

Portfolio Adviser of the Pool

CIBC Asset Management Inc. (*CAMI*), a wholly-owned subsidiary of CIBC, is the portfolio adviser of the Pool. As portfolio adviser, CAMI provides, or arranges to provide, investment advice and portfolio management services to the Pool.

Sub-adviser of the Pool

CAMI has retained CIBC Global Asset Management Inc. (*CIBC Global*), a wholly-owned subsidiary of CIBC, as the sub-adviser of the Pool, to provide investment advice and portfolio management services to the Pool. CAMI will pay a fee to CIBC Global.

Discretionary Managers

As at the date of this report, units of the Pool are exclusively offered through discretionary investment management services

provided by CIBC Trust, CIBC Private Investment Counsel Inc. (*CIBC PIC*), and CIBC Global (the "Discretionary Managers"), each a wholly-owned subsidiary of CIBC. The Discretionary Managers purchase units of the Pool on behalf of their clients and are registered unitholders of the Pool. CIBC Investor Services Inc. (*CIBC ISI*) and CIBC Securities Inc. (*CIBC SI*), each a wholly-owned subsidiary of CIBC, are the dealers through which clients are referred to CIBC Trust and the CIBC Personal Portfolio Services. There are no compensation arrangements with these dealers in respect of the sale of units of the Pool. However, CIBC Trust receives fees from its clients for offering discretionary managed accounts, which may hold units of the Pool. CIBC receives fees from CIBC Trust for the services of CIBC advisers with CIBC ISI and CIBC SI, in assisting clients in opening discretionary investment management accounts with CIBC Trust, and for acting as clients' ongoing relationship manager. CIBC is responsible for the remuneration of the CIBC advisers and may pay the CIBC advisers out of such fees. Further details of the arrangement between CIBC and CIBC Trust are disclosed in the discretionary investment management account agreement between CIBC Trust and clients.

CIBC PIC and CIBC Global receive fees from their clients for offering discretionary managed accounts, which may hold units of the Pool, and may pay a portion of such fees to their investment counselors.

Brokerage Arrangements and Soft Dollars

Sub-advisers make decisions, including the selection of markets and dealers and the negotiation of commissions, with respect to the purchase and sale of portfolio securities and the execution of portfolio transactions. Brokerage business may be allocated by sub-advisers, including CIBC Global, to CIBC World Markets Inc. (*CIBC WM*) and CIBC World Markets Corp., each a subsidiary of CIBC. CIBC WM and CIBC World Markets Corp. may also earn spreads on sale of fixed income and other securities to the Pool. 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 nature and liquidity of the security.

Dealers, including CIBC WM and CIBC World Markets Corp., may furnish research, statistical, and other services to sub-advisers, including CIBC Global, that process trades through them (referred to in the industry as "soft-dollar" arrangements). These services assist the sub-advisers with investment decision-making services to

the Pool. As per the terms of the sub-advisory agreement, such soft dollar arrangements are in compliance with applicable laws. In addition, the Manager may enter into commission recapture arrangements with certain dealers with respect to the Pool. Any commission recaptured will be paid to the Pool.

During the period, no brokerage commissions or other fees were paid by the Pool to CIBC WM or CIBC World Markets Corp.

Pool Transactions

The Pool may purchase and sell securities of CIBC. The Pool may also, from time to time, purchase securities underwritten by a related dealer, such as CIBC WM or CIBC World Markets Corp., each an affiliate of the Manager. Such transactions are currently made pursuant to exemptions the Pool has received from the Canadian securities regulatory authorities.

Custodian

CIBC Mellon Trust Company is the custodian (*Custodian*) that holds all cash and securities for the Pool and ensures that those

assets are kept separate from any other cash or securities that it may be holding. The Custodian may hire sub-custodians for the Pool. The fees for the services of the Custodian are paid by the Manager, and charged to the Pool on a recoverable basis. CIBC owns approximately one-half of CIBC Mellon Trust Company.

Service Provider

CIBC Mellon Global Securities Services Company (*CIBC GSS*) provides certain services to the Pool, including fund accounting and reporting, securities lending, and portfolio valuation. Such servicing fees are paid by the Manager, and charged to the Pool on a recoverable basis. CIBC indirectly owns approximately one-half of CIBC GSS.

Financial Highlights

The following tables show selected key financial information about the Pool and are intended to help you understand the Pool's financial performance for the period ended December 31 of the financial years indicated. This information is derived from the Pool's audited annual financial statements.

The Pool's Net Asset Value per Unit

	2006	2005	2004	2003	2002
Net Asset Value, beginning of period	\$6.42	\$6.76	\$7.14	\$6.82	\$8.81
Increase (decrease) from operations:					
Total revenue	\$0.93	\$0.29	\$0.69	\$1.64	\$(1.90)
Total expenses	(0.01)	(0.01)	(0.01)	(0.01)	(0.01)
Realized gains (losses) for the period	(0.21)	(0.30)	(0.56)	(1.09)	(0.07)
Unrealized gains (losses) for the period	0.14	0.14	(0.01)	(0.20)	—
Total increase (decrease) from operations¹	\$0.85	\$0.12	\$0.11	\$0.34	\$(1.98)
Distributions:					
From income (excluding dividends)	\$0.93	\$0.47	\$0.56	\$—	\$—
From dividends	—	—	—	—	—
From capital gains	—	—	—	—	—
Return of capital	—	—	—	—	—
Total Annual Distributions²	\$0.93	\$0.47	\$0.56	\$—	\$—
Net Asset Value, end of period	\$6.45	\$6.42	\$6.76	\$7.14	\$6.82

¹Net asset values 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.

²Distributions were paid in cash, reinvested in additional units of the Pool, or both.

Ratios and Supplemental Data

	2006	2005	2004	2003	2002
Net Assets (000s)³	\$288,079	\$366,053	\$421,479	\$346,182	\$325,041
Number of Units Outstanding³	44,659,591	57,002,732	62,353,241	48,478,132	47,692,564
Management Expense Ratio⁴	0.12%	0.12%	0.12%	0.12%	0.08%
Management Expense Ratio before waivers or absorptions⁵	0.42%	0.44%	0.41%	0.48%	0.60%
Portfolio Turnover Rate⁶	0.00%	0.00%	0.00%	0.00%	0.00%
Trading Expense Ratio⁷	0.00%	0.00%	0.00%	0.00%	0.00%

³This information is provided as at December 31 of the period shown.

⁴Management expense ratio is based on total expenses of the Pool for the period and is expressed as an annualized percentage of daily average net assets during the period.

⁵The 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.

⁶The Pool's portfolio turnover rate indicates how actively the Pool's portfolio adviser manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Pool buying and selling all of the securities in its portfolio once in the course of the period. The higher a Pool's portfolio turnover rate in a period, the greater the trading costs payable by the Pool 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 Pool.

⁷The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net assets 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.

Management Fees

The Pool, either directly or indirectly, pays an annual management fee to the Manager in consideration for the provision of, or arranging for the provision of, management, distribution, and portfolio advisory services. This fee is calculated as a percentage of the Pool's net assets and is calculated and credited daily, and paid monthly. The Pool is required to pay Goods and Services Tax (GST) on the management fee.

For the year ended December 31, 2006, of the management fees collected from the Pool, approximately 100% is attributable to general administration, investment advice, and profit. These amounts do not include waived fees or absorbed expenses.

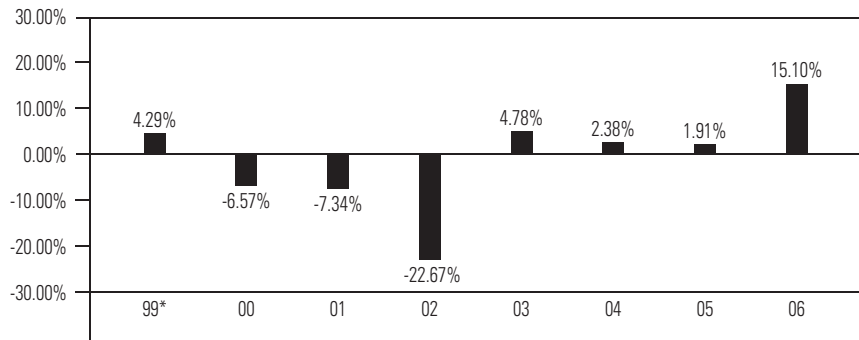
Past Performance

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 Pool's benchmark is S&P 500 Index. The S&P 500 Index is a capitalization-weighted index of 500 stocks, designed to measure performance of the broad U.S. economy representing all major industries. A discussion of the Pool's performance relative to its primary benchmark can be found in the section entitled *Results of Operations*.

Year-by-Year Returns

This bar chart shows the performance of the Pool for the periods shown, and illustrates how the performance has changed from period to period. The bar chart shows in percentage terms how much an investment made on January 1 would have grown or decreased by December 31 of that year, unless otherwise noted.



*1999 return is for the period from June 28, 1999 to December 31, 1999.

Annual Compound Returns

This table shows the annual compound total return of the Pool for each indicated period ending on December 31, 2006. The annual compound total return is also compared to the Pool's benchmark.

	Imperial Registered U.S. Equity Index Pool	S&P 500 Index
Past Year	15.10%	15.35%
Past 3 Years	6.29%	6.64%
Past 5 Years	-0.54%	-0.32%
Since Inception	-1.71%	-1.12%

Summary of Investment Portfolio (as at December 31, 2006)

The *Summary of Investment Portfolio* may change due to ongoing portfolio transactions of the Pool. A quarterly update is available by calling 1-888-357-8777, by writing to us at CIBC, 5650 Yonge Street, 19th floor, Toronto, Ontario, M2M 4G3, or by visiting our website at www.cibc.com.

Portfolio Breakdown	% of Net Assets
Short-Term Investments	99.61%
Futures Contracts	0.34%
Other Assets, Less Liabilities	0.04%
Margin	0.01%

Top Positions	% of Net Assets
Exxon Mobil Corp.	3.51%
General Electric Co.	3.01%
Citigroup Inc.	2.15%
Microsoft Corp.	2.03%
Bank of America Corp.	1.88%
Procter & Gamble Co.	1.60%
Johnson & Johnson	1.50%
Pfizer Inc.	1.47%
American International Group Inc.	1.46%
Altria Group Inc.	1.41%
JPMorgan Chase & Co.	1.32%
Cisco Systems Inc.	1.30%
Chevron Corp.	1.26%
International Business Machines Corp.	1.15%
AT&T Inc.	1.08%
Wells Fargo & Co.	0.94%
ConocoPhillips	0.93%
Intel Corp.	0.92%
Wal-Mart Stores Inc.	0.89%
Hewlett-Packard Co.	0.89%
Verizon Communications Inc.	0.85%
Wachovia Corp.	0.85%
PepsiCo Inc.	0.81%
Google Inc.	0.78%
Coca-Cola Co/The	0.77%

Imperial Pools

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This document 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 Pool, 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 Pool 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.

Commissions, trailing commissions, management fees, and expenses all may be associated with an investment in the Imperial Pools. Please read the Imperial Pools simplified prospectus before investing. The Imperial Pools are not guaranteed, their values change frequently, and past performance may not be repeated.

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