CANADIAN IMPERIAL BANK OF COMMERCE
(a Canadian chartered bank)

Final Terms dated 18 December, 2012

Canadian Imperial Bank of Commerce

Issue of AUD 125,000,000 4.25% Senior Unsecured Notes due 24 January 2018

under a US$20,000,000,000 Note Issuance Programme

The Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that any offer of Notes in any Member State of the European Economic Area which has implemented the Prospectus Directive (each, a "Relevant Member State") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Notes. Accordingly, any person making or intending to make an offer in that Relevant Member State of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer. Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

The expression "**Prospectus Directive**" means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive) and the expression "**2010 PD Amending Directive**" means Directive 2010/73/EU provided, however, that all references in this document to the "**Prospectus Directive**" in relation to any Member State of the European Economic Area refer to Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive) to the extent implemented in the relevant Member State and include any relevant implementing measure in the relevant Member State.

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 Prospectus dated 18 June 2012 and the supplemental Prospectuses dated 10 September 2012 and 7 December 2012 which together constitute a base prospectus (the "Prospectus") for the purposes of the Prospectus Directive. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive 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 and the supplemental Prospectuses are available for viewing during normal business hours at and copies may be obtained from the registered office of the Issuer at 199 Bay St., Toronto, Canada M5L 1A2, and at the office of the Fiscal Agent, Deutsche Bank AG, London Branch at Winchester House, 1 Great Winchester Street, London EC2N 2DB and may also be viewed on the website of the Regulatory News Service operated by the London Stock Exchange at http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html under the name of the Issuer.

1.	(i)	Issuer:	Canadian Imperial Bank of Commerce
	(ii)	Branch of Account:	Head Office, Toronto

	(iii)	Definitive N Registered Notes (*Namensschuldverschreibungen)*:	No
2.	(i)	Series Number:	147
3.		Specified Currency or Currencies:	Australian Dollars ("AUD")
4.		Aggregate Nominal Amount of Notes:	AUD125,000,000
5.		Issue Price:	101.342 per cent. of the Aggregate Nominal Amount
6.	(i)	Specified Denominations:	AUD2,000 and integral multiples of AUD2,000 in excess thereof
	(ii)	Calculation Amount:	AUD2,000
7.	(i)	Issue Date:	21 December 2012
	(ii)	Interest Commencement Date:	Issue Date
8.		Maturity Date:	24 January 2018
9.		Interest Basis:	4.25 per cent. Fixed Rate (further particulars specified below)
10.	(i)	Redemption/Payment Basis:	Redemption at par
	(ii)	Protection Amount:	Not Applicable
11.		Change of Interest or Redemption/Payment Basis:	Not Applicable
12.		Put/Call Options:	Not Applicable
13.		Status of the Notes:	Deposit Notes
14.		Method of distribution:	Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15.		**Fixed Rate Note Provisions:**	Applicable
	(i)	Rate of Interest:	4.25 per cent. per annum payable annually in arrear
	(ii)	Interest Payment Date(s):	Interest is payable on the 24th of January in each year, commencing on 24th January 2014, and ending on the Maturity Date, adjusted in accordance with the Business Day Convention, for which the Business Centres are Sydney, London, New York and Toronto. There will be a long first coupon from and including the Issue Date to but excluding 24 January 2014
	(iii)	Fixed Coupon Amount:	On each Interest Payment Date other than the Interest Payment Date falling on 24 January 2014, the following Fixed Coupon Amount shall be payable: AUD85.00 per Calculation Amount

	(iv)	Broken Amount(s):	In respect of the Interest Payment Date falling on 24 January 2014, the following Broken Amount shall be payable: AUD92.90 per Calculation Amount
	(v)	Day Count Fraction:	Actual/Actual (ICMA)
	(vi)	Determination Dates:	24th January in each year
	(vii)	Business Day Convention:	Following Business Day Convention
	(viii)	Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16.	**Floating Rate Note Provisions:**		Not Applicable
17.	**Zero Coupon Note Provisions:**		Not Applicable
18.	**Index-Linked Interest Note Provisions:**		Not Applicable
19.	**Equity Linked Interest Note Provisions:**		Not Applicable
20.	**Commodity Linked Interest Note Provisions:**		Not Applicable
21.	**Other variable-linked interest Note Provisions:**		Not Applicable
22.	**Dual Currency Note Provisions:**		Not Applicable
23.	**Additional Disruption Events:**		Not Applicable

PROVISIONS RELATING TO REDEMPTION

24.	**Call Option:**	Not Applicable
25.	**Put Option:**	Not Applicable
26.	**Final Redemption Amount of each Note:**	AUD2,000 per Calculation Amount
27.	**Index Linked Redemption Notes:**	Not Applicable
28.	**Equity Linked Redemption Notes:**	Not Applicable
29.	**Additional Disruption Events:**	Not Applicable
30.	**Commodity Linked Redemption Notes:**	Not Applicable
31.	**Credit Linked Redemption Notes:**	Not Applicable
32.	**Early Redemption Amount:**	As set out in the Conditions

GENERAL PROVISIONS APPLICABLE TO THE NOTES

33.	Form of Notes:	Bearer Notes Temporary Global Note exchangeable for a permanent Global Note which is exchangeable for definitive Notes in the limited circumstances specified in the permanent Global Note
34.	Exclusion of set-off	Not Applicable
35.	New Global Note:	No
36.	Financial Centre(s) or other special provisions relating to payment dates:	Not Applicable
37.	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
38.	Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment:	Not Applicable
39.	Details relating to Instalment Notes: Instalment Amount, Instalment Date(s) (on which each payment is to be made):	Not Applicable
40.	Redenomination, renominalisation, and reconventioning provisions	Not Applicable
41.	Consolidation provisions:	Not Applicable
42.	Other final terms:	Not Applicable

43. (i) If syndicated, names and addresses of Managers and underwriting commitments:

Lead Managers:

Australia and New Zealand Banking Group Limited
28th Floor
40 Bank Street
Canary Wharf
London E14 5EJ
United Kingdom
AUD 59,000,000 Underwriting Commitment

CIBC World Markets plc
150 Cheapside
London EC2V 6ET
United Kingdom
AUD 59,000,000 Underwriting Commitment

Co- Lead Managers:
Bank Vontobel AG, Zürich
Gotthardstrasse 43
CH-8001 Zurich
Switzerland
AUD 1,000,000 Underwriting Commitment

Daiwa Capital Markets Europe Limited
5 King William Street
London EC4N 7AX
United Kingdom
AUD 1,000,000 Underwriting Commitment

Danske Bank A/S
Holmens Kanal 2-12
1092 Copenhagen K
Denmark
AUD 1,000,000 Underwriting Commitment

National Australia Bank Limited ABN 12 004044 937
88 Wood Street
London EC2V 7QQ
United Kingdom
AUD 1,000,000 Underwriting Commitment

RBC Europe Limited
Riverbank House
2 Swan Lane
London EC4R 3BF
United Kingdom
AUD 1,000,000 Underwriting Commitment

The Toronto-Dominion Bank
60 Threadneedle Street
London EC2R 8AP
United Kingdom
AUD 1,000,000 Underwriting Commitment

Zürcher Kantonalbank
Bahnhofstrasse 9
CH-8001 Zurich
Switzerland
AUD 1,000,000 Underwriting Commitment

(ii) Date of Subscription Agreement: 18 December 2012

(iii) Stabilising Manager(s) (if any): Not Applicable

44. If non-syndicated, name of Dealer: Not Applicable

45. US Selling Restrictions: Reg. S Compliance Category 2; D Rules

46. Non-exempt Offer: Not Applicable

47. Additional Selling Restrictions:

Australia:

The Prospectus has not and no prospectus or other disclosure document (as defined in the Corporations Act 2001 (Cth)) in relation to the Programme or the Notes has been or will be lodged with the Australian Securities and Investments Commission ("**ASIC**"). Each Manager represents and agrees that, in connection with the primary distribution of the Notes, it:

(a) has not (directly or indirectly) offered or invited applications, and will not offer or invite applications, for the issue, sale or purchase of the Notes in Australia (including an offer or invitation which is received by a person in Australia) and

(b) has not distributed or published, and will not distribute or publish, the Prospectus or any other offering material or advertisement relating to the Notes in Australia,

unless (i) the aggregate consideration payable by each offeree is at least A$500,000 (or its equivalent in an alternate currency, in either case disregarding moneys lent by the offeror or its associates) or the offer or invitation otherwise does not require disclosure to investors in accordance with Part 6D.2 or Part 7.9 of the Corporations Act 2001 of Australia, (ii) the offer or invitation does not constitute an offer to a "retail client" as defined for the purposes of section 761G of the Corporations Act 2001 (Cth), (iii) such action complied with all applicable laws and regulations and directives in Australia, and (iv) such action does not require any document to be lodged with ASIC.

AGENTS

48. Calculation Agent: Deutsche Bank AG, London Branch

49. Fiscal Agent: Deutsche Bank AG, London Branch

50. Paying Agent: Deutsche Bank AG, London Branch

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required for issue and admission to trading on the Regulated Market of the London Stock Exchange of the Notes described herein pursuant to the US$20,000,000,000 Note Issuance Programme of Canadian Imperial Bank of Commerce.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms. The information regarding the meaning of the ratings in paragraph 2 of Part B of these Final Terms has been extracted from the websites of Standard and Poor's Financial Services LLC ("S&P"), Moody's Investors Service, Inc. ("Moody's") and Fitch, Inc. ("Fitch"). The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from the information published by S&P, Moody's and Fitch, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of the Issuer:

By: .....

Duly authorised

PART B – OTHER INFORMATION

1. LISTING

(i) Admission to trading: Application has been made by the Issuer for the Notes to be admitted to trading on the Regulated Market of the London Stock Exchange with effect from 21 December 2012

2. RATINGS

Ratings: The Issuer may, after the Issue Date, apply for ratings of the Notes.

The Issuer's long-term credit ratings are :

Moody's:	Aa2 (under review for possible downgrade)
S&P:	A+ (stable)
Fitch:	AA- (stable)

As defined by Moody's, long-term obligations rated "Aa" are judged to be of high quality and are subject to very low credit risk. The modifier "2" indicates that the rating ranks in the mid-range of the generic rating category.

As defined by S&P, an "A" long-term issuer credit rating means an obligor has strong capacity to meet its financial commitments but is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligors in higher-rated categories The modifier "+" indicates that the rating is in the higher end of the rating category.

As defined by Fitch, an "AA" long-term issuer credit rating denotes very high credit quality and expectations of very low default risk. It indicates very strong capacity for payment of financial commitments that is not significantly vulnerable to foreseeable events. The modifier "-" indicates that the rating is in the lower end of the rating category.

None of Moody's, S&P or Fitch is established in the European Union and none has applied for registration under Regulation (EU) No. 1060/2009.

The ratings of Moody's are endorsed by Moody's Investors Service Ltd., in accordance with Regulation (EU) No. 1060/2009. Moody's Investors Service Ltd., is established in the European

Union and registered under Regulation (EU) No. 1060/2009.

The ratings of S&P are endorsed by Standard and Poor's Credit Market Services Europe Ltd., in accordance with Regulation (EU) No. 1060/2009. Standard and Poor's Credit Market Services Europe Ltd. is established in the European Union and registered under Regulation (EU) No. 1060/2009.The ratings of Fitch are endorsed by Fitch Ratings Limited, in accordance with Regulation (EU) No. 1060/2009. Fitch Ratings Limited is established in the European Union and registered under Regulation (EU) No. 1060/2009.

In general, European regulated investors are restricted from using a rating for regulatory purposes if such rating is not issued by a credit rating agency established in the European Union and registered under the Regulation (EU) No 1060/2009 ("CRA Regulation") unless the rating is provided by a credit rating agency operating in the European Union before 7 June 2010 which has submitted an application for registration in accordance with the CRA Regulation and such registration is not refused. Such general restriction will also apply in the case of credit ratings issued by non-EU credit rating agencies, unless the relevant credit ratings are endorsed by an EU-registered credit rating agency or the relevant non-EU credit rating agency is certified in accordance with the CRA Regulation (and such registration, endorsement action or certification, as the case may be, is not refused and has not been withdrawn or suspended).

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

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

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

(i)	Reasons for the offer:	The net proceeds of the Notes will be added to the general funds of the Issuer to be used for general corporate purposes.
(ii)	Estimated net proceeds:	AUD124,583,750
(iii)	Estimated total expenses:	GBP3,600

5. *Fixed Rate Notes only* – YIELD

Indication of yield: 3.952% annual

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6. PERFORMANCE OF [INDEX/BASKET OF INDICES], EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE [INDEX/BASKET OF INDICES] *(Index-Linked Notes only)*

Not Applicable

7. PERFORMANCE OF [THE EQUITY/BASKET OF EQUITIES], EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS [AND OTHER INFORMATION CONCERNING [THE EQUITY/BASKET OF EQUITIES]] *(Equity Linked Notes only)*

Not Applicable

8. PERFORMANCE OF [THE COMMODITY/BASKET OF COMMODITIES], EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS [AND OTHER INFORMATION CONCERNING [THE COMMODITY/BASKET OF COMMODITIES]] *(Commodity Linked Notes only)*

Not Applicable

9. INFORMATION IN RELATION TO THE UNDERLYING, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS [AND OTHER INFORMATION CONCERNING THE REFERENCE ENTITY] *(Credit Linked Notes only)*

Not Applicable

10. [*Dual Currency Notes only* – PERFORMANCE OF RATE[S] OF EXCHANGE

Not Applicable

11. OPERATIONAL INFORMATION

(i)	ISIN Code:	XS0866313264
(ii)	Common Code:	086631326
(iii)	Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking *société anonyme* and the relevant identification number(s):	Not Applicable
(iv)	Delivery:	Delivery against payment
(v)	Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
(vi)	Intended to be held in a manner which would allow Eurosystem eligibility:	No

12. GENERAL

(i)	Governing Law and Jurisdiction:	Laws of the Province of Ontario and the federal laws of Canada applicable therein
(ii)	Applicable TEFRA exemption:	D Rules

(iii)	Additional steps that may only be taken following approval by an Extraordinary Resolution in accordance with Condition 10(a):	Not Applicable
(iv)	The aggregate principal amount of Notes issued has been translated into U.S. dollars at the rate of US$1.0528, producing a sum of:	US$131,600,000

13. PUBLIC OFFERS

(i)	Offer Period:	Not Applicable
(ii)	Offer Price:	Not Applicable
(iii)	Conditions to which the offer is subject:	Not Applicable
(iv)	Description of the application process:	Not Applicable
(v)	Details of the minimum and/or maximum amount of application:	Not Applicable
(vi)	Description of possibility to reduce subscriptions and manner for refunding excess amount paid by applicants:	Not Applicable
(vii)	Details of the method and time limits for paying up and delivering the Notes:	Not Applicable
(viii)	Manner and date in which results of the offer are to be made public:	Not Applicable
(ix)	Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised:	Not Applicable
(x)	Categories of potential investors to which the Notes are offered:	Not Applicable
(xi)	Process for notification to applicants of the amount	Not Applicable

	allotted and the indication whether dealing may begin before notification is made:	
(xii)	Amount of any expenses and taxes specifically charged to the subscriber or purchaser:	Not Applicable
(xiii)	Name(s) and address(es) to the extent known to the Issuer, of the placers in the various countries where the offer takes place:	Not Applicable