



## **CANADIAN IMPERIAL BANK OF COMMERCE**

*(a Canadian chartered bank)*

### **US\$20,000,000,000 Note Issuance Programme**

Canadian Imperial Bank of Commerce ("CIBC") issued a Prospectus dated 18 June 2012, as amended and supplemented by supplementary prospectuses dated 10 September 2012 and 7 December 2012 (collectively, the "Prospectus") which comprises a base prospectus for the purposes of Article 5.4 of the Prospectus Directive (2003/71/EC) and listing particulars for the purposes of the Listing Rules of the UK Listing Authority. This Supplement (the "Supplement") constitutes a supplementary prospectus in respect of the above-referenced base prospectus for CIBC for the purposes of Section 87G of the Financial Services and Markets Act 2000 (U.K.) ("FSMA") and supplementary listing particulars in respect of the listing particulars for the purposes of the Listing Rules and is prepared in connection with the US\$20,000,000,000 Note Issuance Programme established by CIBC.

Terms defined in the Prospectus have the same meaning when used in this Supplement. The Supplement is supplemental to, and shall be read in conjunction with, the Prospectus. To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Prospectus by this Supplement and (b) any other statement in, or incorporated by reference in, the Prospectus, the statements in (a) above will prevail.

The purpose of this Supplement is to incorporate by reference in the Prospectus a press release issued by CIBC dated 31 December 2012 (the "press release") announcing that CIBC has reached a settlement with the estate of Lehman Brothers Holdings, Inc. (the "Lehman Estate") in respect of proceedings instituted by the Lehman Estate in September 2010, whereby CIBC will remit US\$149.5 million (\$110.3 million after tax) to the Lehman Estate.

CIBC accepts responsibility for the information in this Supplement. To the best of the knowledge of CIBC, having taken all reasonable care to ensure that such is the case, the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Save as disclosed in this Supplement, no significant new factor, material mistake or inaccuracy relating to the information included in the Prospectus which is capable of affecting the assessment of Notes issued under the Programme has arisen or been noted, as the case may be, since the publication of the Prospectus.

Investors should be aware of their rights under Section 87Q(4)-(6) of FSMA.

## **DOCUMENTS INCORPORATED BY REFERENCE**

The press release issued by CIBC dated 31 December 2012 is, by virtue of this Supplement, incorporated in, and forms part of, the Prospectus.

A copy of the press release has been filed with Morningstar plc (appointed by the United Kingdom Financial Services Authority to act as the National Storage Mechanism), and is available for viewing at <http://www.hemscott.com/nsm.do>. The press release has also been announced via the Regulatory News Service operated by the London Stock Exchange.

If the document which is incorporated by reference into this Supplement itself incorporates any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement except where such information or other documents are specifically incorporated by reference into this Supplement.

Copies of this Supplement, the Prospectus and the documents incorporated by reference in either have been filed with Morningstar plc (appointed by the United Kingdom Financial Services Authority to act as the National Storage Mechanism), and (i) are available for viewing at [www.hemscott.com/nsm.do](http://www.hemscott.com/nsm.do) and on the website of the Regulatory News Service operated by the London Stock Exchange at [www.londonstockexchange.com/exchange/news/market-news/market-news-home.html](http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html) under the name of Canadian Imperial Bank of Commerce and the headline "Publication of Prospectus" and (ii) obtained on written request and without charge from CIBC at the registered office of CIBC at 199 Bay Street, Toronto, Canada M5L 1A2, from the office of the Principal Paying Agent, Deutsche Bank AG, London Branch, at Winchester House, 1 Great Winchester Street, London EC2N 2DB, and from any of the specified offices of the Paying Agents set out at the end of the Prospectus, so long as any of the Notes issued under the Prospectus and listed on the Regulated Market are outstanding. In addition, CDS Inc., a subsidiary of The Canadian Depository for Securities Limited, maintains an Internet web site through which all of the documents incorporated herein by reference that CIBC files electronically can be retrieved. The address of the site is [www.sedar.com](http://www.sedar.com). The websites referred to above are not incorporated by reference into this Supplement.