

**Final Terms dated June 29, 2012**

**Canadian Imperial Bank of Commerce**

**Issue of US\$70,000,000 Floating Rate Notes due January 3, 2014**

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

## **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 which constitutes a base prospectus (the "Prospectus") for the purposes of the Prospectus Directive (Directive 2003/71/EC) (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 Prospectus 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.

**THE PURCHASE OF NOTES MAY INVOLVE SUBSTANTIAL RISKS AND MAY BE SUITABLE ONLY FOR INVESTORS WHO HAVE THE KNOWLEDGE AND EXPERIENCE IN FINANCIAL AND BUSINESS MATTERS NECESSARY TO ENABLE THEM TO EVALUATE THE RISKS AND THE MERITS OF AN INVESTMENT IN THE NOTES.**

- |    |       |  |   |
|----|-------|--|---|
| 1. | (i)   | Issuer:  | Canadian Imperial Bank of Commerce            |
|    | (ii)  | Branch of Account:   | Head Office, Toronto                          |
|    | (iii) | Definitive N Registered Notes<br>( <i>Namensschuldverschreibungen</i> ): | No  |
| 2. | (i)   | Series Number:   | 134   |
|    | (ii)  | Tranche Number:  | 1   |
| 3. |       | Specified Currency or Currencies:  | U.S. Dollar ("US\$")                          |
| 4. |       | Aggregate Nominal Amount of Notes:                                       | US\$70,000,000                                |
| 5. |       | Issue Price:   | 100 per cent. of the Aggregate Nominal Amount |
| 6. | (i)   | Specified Denominations:   | US\$200,000                                   |
|    | (ii)  | Calculation Amount:  | US\$200,000                                   |

- |     |   |   |
|-----|---|---|
| 7.  | (i) Issue Date:                                 | 3 July 2012   |
|     | (ii) Interest Commencement Date:                | 3 July 2012   |
| 8.  | Maturity Date:                                  | The Interest Payment Date falling in January 2014   |
| 9.  | Interest Basis:                                 | 3 month USD LIBOR plus 0.15 per cent. Floating 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. | (i) Status of the Notes:                        | Deposit Notes   |
| 14. | Method of distribution:                         | Non-syndicated  |

#### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

- |     |   |   |
|-----|---|---|
| 15. | Fixed Rate Note Provisions:   | Not Applicable  |
| 16. | Floating Rate Note Provisions:  | Applicable  |
|     | (i) Interest Period(s):   | The period beginning on (and including) the Interest Commencement Date and ending on (but excluding) the first Specified Interest Payment Date and each successive period beginning on (and including) an Specified Interest Payment Date and ending on (but excluding) the next succeeding Specified Interest Payment Date |
|     | (ii) Interest Period Date(s):   | Specified Interest Payment Dates  |
|     | (iii) Specified Interest Payment Dates:   | Interest is payable quarterly in arrears on 3 January, 3 April, 3 July and 3 October in each year, commencing 3 October 2012, up to and including 3 January 2014  |
|     | (iv) Business Day Convention:   | Modified Following Business Day Convention  |
|     | (v) Business Centre(s):   | London, New York and Toronto  |
|     | (vi) Manner in which the Rate(s) of Interest is/are to be determined:   | Screen Rate Determination   |
|     | (vii) Party responsible for calculating the Rate(s) of Interest and Interest Amount(s) (if not the Fiscal Agent): | Calculation Agent   |

**(viii) Screen Rate Determination:**

- Reference Rate: USD-LIBOR-BBA
- Interest Determination Date(s): The date falling two London Business Days prior to the first day of each Interest Period
- Relevant Screen Page Reuters Screen LIBOR01
- Designated Maturity: 3 months

**Where:**

“London Business Day” means a day (other than a Saturday or Sunday) on which commercial banks and foreign exchange markets settle payments and are open for general business (including dealing in foreign exchange and foreign currency deposits) in London

**(ix) ISDA Determination:** Not Applicable

**(x) Margin(s):** Plus 0.15 per cent. per annum

**(xi) Minimum Rate of Interest:** Not Applicable

**(xii) Maximum Rate of Interest:** Not Applicable

**(xiii) Day Count Fraction:** Actual/360

**(xiv) Fall back provisions, rounding provisions, denominator and any other terms relating to the method of calculating interest on Floating Rate Notes, if different from those set out in the Conditions:** Not Applicable

**(xv) Relevant Time:** 11:00 am London time

**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: | US\$200,000 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 |
| Exclusion of set-off:   | Not applicable  |
| 34. New Global Note:  | No  |
| 35. Financial Centre(s) or other special provisions relating to payment dates:  | Not Applicable  |
| 36. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):   | No  |
| 37. 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  |
| 38. Details relating to Instalment Notes: Instalment Amount, Instalment Date(s) (on which each payment is to be made):  | Not Applicable  |
| 39. Redenomination, renominatisation, and reconventioning provisions  | Not Applicable  |
| 40. Consolidation provisions:   | Not Applicable  |

**41. Other final terms:** Not Applicable

## **DISTRIBUTION**

**42. (i) If syndicated, names of Managers:** Not Applicable

**(ii) Stabilising Manager(s) (if any):** Not Applicable

**43. If non-syndicated, name of Dealer:** Merrill Lynch International

**44. US Selling Restrictions:** Reg. S Compliance Category 2; TEFRA D

**45. Additional Selling Restrictions:** Not Applicable

## **AGENTS**

**46. Calculation Agent:** Deutsche Bank AG, London Branch

**47. Fiscal Agent:** Deutsche Bank AG, London Branch

**48. 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 London Stock Exchange's Regulated Market 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.

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 (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's Regulated Market with effect from 3 July 2012.
- (ii) Estimate of total expenses related to admission to trading: GBP 3,600

### 2. RATINGS

Ratings: The Issuer has not applied for ratings of the Notes of this Tranche.

The Issuer's long-term deposit obligations are rated:

Moody's: Aa2 (stable)  
S & P: A+ (stable)  
Fitch: AA- (stable)

S&P is established in the European Union and registered under Regulation (EU) No. 1060/2009.

Moody's is not established in the European Union and has not applied for registration under Regulation (EU) No. 1060/2009. The ratings are expected to be 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.

Fitch is not established in the European Union and has not applied for registration under Regulation (EU) No. 1060/2009. The ratings are expected to be 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. ***Derivative Securities Only* - REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES**  
  
Not Applicable
5. ***Fixed Rate Notes only* – YIELD**  
  
Not Applicable
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 RATES OF EXCHANGE**  
  
Not Applicable
11. **OPERATIONAL INFORMATION**
  - (i) ISIN Code: XS0799548614
  - (ii) Common Code: 079954861
  - (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 [ ], producing a sum of: Not Applicable