

SUPPLEMENTARY PROSPECTUS DATED 28 AUGUST 2014



CANADIAN IMPERIAL BANK OF COMMERCE
(*a Canadian chartered bank*)

This supplement (the “**Supplementary Prospectus**”) dated 28 August 2014 has been prepared in connection with the registration document dated 12 May 2014 (the “**Registration Document**”), the base prospectus dated 12 June 2014 in relation to CIBC’s USD 20,000,000,000 Note Issuance Programme (the “**EMTN Prospectus**”) and the base prospectus dated 27 June 2014 in relation to CIBC’s CAD 15,000,000,000 Global Covered Bond Programme, unconditionally and irrevocably guaranteed as to payments by CIBC Covered Bond (Legislative) Guarantor Limited Partnership (the “**CB Prospectus**”, and together with the EMTN Prospectus, the “**Base Prospectuses**”), each as issued by Canadian Imperial Bank of Commerce (“**CIBC**” or the “**Issuer**”). Each of the Base Prospectuses comprises a base prospectus under Article 5.4 of the Prospectus Directive for CIBC. The Supplementary Prospectus constitutes: (i) a registration document supplement in respect of the Registration Document and (ii) a base prospectus supplement in respect of each of the Base Prospectuses, in each case for the purposes of Section 87G of the Financial Services and Markets Act 2000, as amended (the “**FSMA**”).

Terms defined in the Registration Document and Base Prospectuses have the same meaning when used in this Supplementary Prospectus. This Supplementary Prospectus is supplemental to, and shall be read in conjunction with each of the Registration Document and the Base Prospectuses and the documents incorporated by reference therein. To the extent that there is any inconsistency between (a) any statement in this Supplementary Prospectus or any statement incorporated by reference into any of the Registration Document and Base Prospectuses by this Supplementary Prospectus and (b) any other statement in, or incorporated by reference in any of the Registration Document and Base Prospectuses, the statements in (a) above will prevail.

The purpose of this Supplementary Prospectus is to: (a) incorporate by reference in the Registration Document the unaudited interim financial results of CIBC (including CIBC’s Management’s Discussion & Analysis thereof) for the period ended 30 April 2014 (the “**CIBC Second Quarter 2014 Report to Shareholders**”); (b) incorporate by reference in each of the Registration Document and the Base Prospectuses the latest unaudited interim financial results of CIBC (including CIBC’s Management’s Discussion and Analysis thereof) for the period ended 31 July 2014 (the “**CIBC Third Quarter 2014 Report to Shareholders**”); (c) update the significant change statement in the EMTN Prospectus and summary with respect to the CIBC Third Quarter 2014 Report to Shareholders; and (d) incorporate by reference in the CB Prospectus the latest monthly investor reports for the months of June and July 2014 containing information on the Covered Bond Portfolio.

THE COVERED BONDS HAVE NOT BEEN APPROVED OR DISAPPROVED BY CANADA MORTGAGE AND HOUSING CORPORATION (“CMHC”) NOR HAS CMHC PASSED UPON THE ACCURACY OR ADEQUACY OF THIS SUPPLEMENTARY PROSPECTUS. THE COVERED BONDS ARE NOT INSURED OR GUARANTEED BY CMHC OR THE GOVERNMENT OF CANADA OR ANY OTHER AGENCY THEREOF.

This Supplementary Prospectus has been approved by the United Kingdom Financial Conduct Authority, which is the United Kingdom competent authority for the purposes of the Prospectus Directive and relevant implementing measures in the United Kingdom, as a supplement to each of the Registration Document and Base Prospectuses.

Investors should be aware of their rights under Section 87Q(4)-(6) of the FSMA. An investor which has agreed, prior to the date of publication of this Supplementary Prospectus, to purchase or subscribe for Programme Notes issued under the Note Issuance Programme or Covered Bonds issued under the Global Covered Bond Programme, where the securities have not been delivered prior to the publication of this Supplementary Prospectus, may withdraw such acceptance before the end of the period of two working days beginning with the first working day after the date on which this Supplementary Prospectus is published in accordance with the Prospectus Directive. This right to withdraw shall expire by close of business on 1 September 2014. Investors wishing to withdraw their acceptances should contact their brokers for details.

CIBC, and the Guarantor in relation only to information in this Supplementary Prospectus relating to the CB Prospectus, each accepts responsibility for the information in this Supplementary Prospectus. To the best of the knowledge of CIBC and the Guarantor, as applicable, having taken reasonable care to ensure that such is the case, the information contained in this Supplementary Prospectus is in accordance with the facts and does not omit anything likely to affect the import of such information.

Save as disclosed in this Supplementary Prospectus or in any document incorporated by reference in any of the Registration Document and Base Prospectuses by virtue of this Supplementary Prospectus, no significant new factor, material mistake or inaccuracy relating to the information included in any of the Registration Document and Base Prospectuses which is capable of affecting the assessment of the Programme Notes under the Note Issuance Programme or the Covered Bonds under the Global Covered Bond Programme has arisen or been noted, as the case may be, since the publication of the Registration Document and each of the Base Prospectuses, respectively.

By virtue of this Supplementary Prospectus, the Registration Document shall be supplemented as follows:

Documents Incorporated by Reference

The following document which has previously been published by the Issuer is hereby incorporated by reference in, and forms part of the Registration Document:

CIBC's comparative unaudited interim consolidated financial statements for the period ended 30 April 2014 prepared in accordance with International Financial Reporting Standards, set out on pages 43 through 67 of the CIBC Second Quarter 2014 Report to Shareholders, together with management's discussion and analysis for the period ended 30 April 2014, set out on pages 1 through 42 of the CIBC Second Quarter 2014 Report to Shareholders are, by virtue of this Supplementary Prospectus, incorporated in, and form part of, the Registration Document. The remainder of the CIBC Second Quarter 2014 Report to Shareholders is either not relevant for investors or is covered elsewhere in the Registration Document.

By virtue of this Supplementary Prospectus, the Registration Document and the Base Prospectuses shall be supplemented as follows:

Documents Incorporated by Reference

The following document which has previously been published by the Issuer or is published simultaneously with this Supplementary Prospectus is hereby incorporated by reference in, and forms part of each of the Registration Document and Base Prospectuses:

CIBC's latest comparative unaudited interim consolidated financial statements for the period ended 31 July 2014 prepared in accordance with International Financial Reporting Standards, set out on pages 45 through 71 of the CIBC Third Quarter 2014 Report to Shareholders together with management's discussion and analysis for the period ended 31 July 2014, set out on pages 1 through 44 of the CIBC Third Quarter 2014 Report to Shareholders are, by virtue of this Supplementary Prospectus, incorporated in, and form part of each of the Registration Document and Base Prospectuses. The remainder of the CIBC Third Quarter 2014 Report to Shareholders is either not relevant for investors or is covered elsewhere in each of the Registration Document and Base Prospectuses.

By virtue of this Supplementary Prospectus, the sections of the EMTN Prospectus entitled: (i) Summary; and (ii) General Information, shall be supplemented as follows:

Summary

B.12	Selected historical key financial information and statement of no significant or material adverse change	As extracted from its latest unaudited consolidated financial statements, as at 31 July 2014 the Issuer had total assets of C\$405.42 billion, total deposits of C\$322.31 billion and common shareholders' equity of C\$17.08 billion.
		Financial highlights
		Third Quarter 2014
		For the year ended July 31
		2013
		For the year ended October 31
		2012
		For the year ended October 31
	Financial results (\$ millions)	
	Net interest income	1,875
	Non-interest income	1,483
	Total revenue	3,358
	Provision for credit losses	195
		7,455
		5,328
		12,783
		1,121
		12,549
		1,291

		Non-interest expenses	2,047	7,614	7,215
		Income (loss) before taxes	1,116	4,048	4,043
		Income taxes	195	648	704
		Net income attributable to non-controlling interests	3	(3)	8
		Net income (loss)	921	3,400	3,339
		On-and off- balance sheet information (\$ millions)			
		Cash, deposits with banks and securities	80,653	78,361	70,061
		Loans and acceptances, net of allowance	262,489	256,374	252,732
		Total assets	405,422	398,389	393,385
		Deposits	322,314	313,528	300,344
		Common shareholders' equity	17,076	16,546	15,160
		There has been no significant change in the financial or trading position of the Issuer and its subsidiaries taken as a whole since 31 July 2014 and there has been no material adverse change in the prospects of the Issuer and its subsidiaries taken as a whole since 31 October 2013.			

General Information

“There has been no significant change in the financial or trading position of the Issuer and its subsidiaries taken as a whole since 31 July 2014 and there has been no material adverse change in the prospects of the Issuer and its subsidiaries taken as a whole since 31 October 2013”.

By virtue of this Supplementary Prospectus, the CB Prospectus shall be supplemented as follows:

Documents Incorporated by Reference

The following documents which have previously been published by the Issuer or are published simultaneously with this Supplementary Prospectus are hereby incorporated by reference in, and form part of the CB Prospectus:

CIBC's monthly (unaudited) Investor Report dated 15 July 2014 (the "**June Investor Report**"), containing information on the Covered Bond Portfolio as at the Calculation Date falling on 30 June 2014; and

CIBC's monthly (unaudited) Investor Report dated 14 August 2014 (the "**July Investor Report**" and together with the June Investor Report, the "**Investor Reports**"), containing information on the Covered Bond Portfolio as at the Calculation Date falling on 31 July 2014.

Copies of pages 1 through 67 of the CIBC Second Quarter 2014 Report to Shareholders, pages 1 through 71 of the CIBC Third Quarter 2014 Report to Shareholders and the Investor Reports are available at www.londonstockexchange.com/exchange/news/market-news/market-news-home.html on the London Stock Exchange plc's website.

GENERAL

If a document which is incorporated by reference into this Supplementary Prospectus itself incorporates any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplementary Prospectus or any of the Registration Document and Base Prospectuses for purposes of the Prospectus Directive except where such information or other documents are specifically incorporated by reference into any of the Registration Document and Base Prospectuses by virtue of this Supplementary Prospectus or where this Supplementary Prospectus is specifically defined as including such information.

Copies of this Supplementary Prospectus, the Registration Document, the Base Prospectuses and the documents incorporated by reference in either have been filed with Morningstar plc (appointed by the United Kingdom Financial Conduct Authority to act as the National Storage Mechanism) and are available for viewing at www.morningstar.co.uk/uk/NSM and can be (i) viewed 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 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, Ontario Canada M5L 1A2, Attention: Investor Relations. In addition, representatives of the Provincial and Territorial securities regulatory authorities of Canada have engaged a service provider to operate an Internet web site through which all of the documents incorporated herein by reference that CIBC files electronically, other than the Investor Reports, can be retrieved. The address of the site is www.sedar.com. The websites referred to above and their content are not incorporated by reference into and do not form part of this Supplementary Prospectus, the Registration Document or the Base Prospectuses.