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June 29, 2021

VIA SEDAR

To the Securities Regulatory Authorities in each Province and Territory of Canada

RE: Canadian Imperial Bank of Commerce

Dear Sirs/Mesdames:

We refer you to Pricing Supplements No. 1446, 1447, 1451, 1452, 1453 and 1463 dated June 29, 2021 (the "Supplements") to a short form base shelf prospectus dated November 5, 2019 relating to the offering of up to: (i) \$50,000,000 of CIBC Canadian Insurance Index (AR) Autocallable Coupon Buffer Memory Notes, Series 2; (ii) \$50,000,000 of CIBC Canadian Insurance Index (AR) Autocallable Coupon Memory Notes, Series 5 (USD); (iii) \$50,000,000 of CIBC Autocallable Notes linked to Canadian Indices (AR) Portfolio, Series 8; (iv) \$50,000,000 of CIBC U.S. Big Banks Index (AR) Enhanced Autocallable Notes, Series 1; (v) \$50,000,000 of CIBC Autocallable Notes linked to Canadian Indices (AR) Portfolio, Series 9; and (vi) \$50,000,000 of CIBC Autocallable Coupon Buffer Notes linked to North American Indices (AR) Portfolio, Series 4 (USD), respectively.

We hereby consent to the reference to our name on the face page and the reference to our name and opinions in the summary in Appendix C – "Certain Canadian Federal Income Tax Considerations" to the Supplements.

We confirm that we have read the Supplements and that we have no reason to believe that there are any misrepresentations (as defined in the *Securities Act* (Ontario)) in the information contained in the Supplements that are derived from our opinions referred to above or that are within our knowledge as a result of services we performed in connection with the preparation of such opinions.

Yours very truly,

"Blake, Cassels & Graydon LLP"