

CANADIAN IMPERIAL BANK OF COMMERCE /CAN/  
Form FWP  
December 06, 2010

Filed pursuant to Rule 433

Registration No. 333-168062

**Issuer Free Writing Prospectus**

**Dated December 6, 2010**

**Canadian Imperial Bank of Commerce**

**US\$1,000,000,000 2.350% SENIOR NOTES DUE 2015**

**Issuer:** Canadian Imperial Bank of Commerce (the Bank )

**Title of Securities:** 2.350% Senior Notes due 2015 (the Securities ) issued by way of a public offering in the United States pursuant to a Base Shelf Prospectus dated July 14, 2010, and a Prospectus Supplement dated December 6, 2010.

**Aggregate Principal Amount Offered:** US\$1,000,000,000

**Maturity Date:** December 11, 2015

**Price to Public:** 99.897% per and accrued interest, if any

**Coupon (Interest Rate):** 2.350%

**Re-offer Yield:** 2.372%

**Spread to Benchmark Treasury:** T + 85 basis points

**Benchmark Treasury:** 1.375% due 11/30/15

**Benchmark Treasury Yield:** 1.522% (1.375% due 11/30/15)

**Interest Payment Dates:** June 11 and December 11 of each year, commencing on and from June 11, 2011

**Trade Date:** December 6, 2010

**Settlement Date:** December 13, 2010; T+5

**CUSIP:** 136069DS7

**ISIN:** US136069DS70

**Joint Book-Running  
Managers:**

Barclays Capital Inc.  
  
Citigroup Global Markets Inc.  
  
CIBC World Markets Corp.  
  
J.P. Morgan Securities LLC

**Co-Managers:**

Credit Suisse Securities (USA) LLC  
Deutsche Bank Securities Inc.  
Goldman, Sachs & Co.  
HSBC Securities (USA) Inc.  
Morgan Stanley & Co. Incorporated  
UBS Securities LLC  
Wells Fargo Securities, LLC

<b>Underwriter</b>	<b>Principal Amount of Senior Notes to Be Purchased</b>	
Barclays Capital Inc.	US\$	210,000,000
Citigroup Global Markets Inc.	US\$	210,000,000
CIBC World Markets Corp.	US\$	185,000,000
J.P. Morgan Securities LLC	US\$	185,000,000
Credit Suisse Securities (USA) LLC	US\$	30,000,000
Deutsche Bank Securities Inc.	US\$	30,000,000
Goldman, Sachs & Co.	US\$	30,000,000
HSBC Securities (USA) Inc.	US\$	30,000,000
Morgan Stanley & Co. Incorporated	US\$	30,000,000
UBS Securities LLC	US\$	30,000,000
Wells Fargo Securities, LLC	US\$	30,000,000
<b>Total</b>	<b>US\$</b>	<b>1,000,000,000</b>

The Bank has filed a registration statement (File No. 333-168062) (including a base shelf prospectus dated July 14, 2010) and a preliminary prospectus supplement dated December 6, 2010 (including the base shelf prospectus, the Prospectus ) with the SEC for the offering to which this communication relates. Before you invest, you should read the Prospectus and the documents incorporated therein by reference that the Bank has filed with the SEC for more

complete information about the Bank and this offering. You may obtain these documents for free by visiting EDGAR on the SEC website at [www.sec.gov](http://www.sec.gov). Alternatively, the Bank or any underwriter participating in the offering will arrange to send you the Prospectus and any document incorporated therein by reference if you request such documents by calling Barclays Capital Inc. toll-free at (888) 603-5847 or Citigroup Global Markets Inc. toll-free at (877) 858-5407 or CIBC World Markets Corp. toll-free at (800) 282-0822 or J.P. Morgan Securities LLC collect at (212) 834-4533.

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