



CIBC on Human Rights: Modern Slavery and Human Trafficking Statement¹

Overview

Canadian Imperial Bank of Commerce (“CIBC”) is committed to respecting human rights and stands against slavery and human trafficking throughout our business and supply chains.

We support the protection of human rights in all our business segments and jurisdictions where we conduct business. We uphold human rights by incorporating global best practices enterprise-wide like those embodied by the United Nations Guiding Principles on Business and Human Rights, and promoting a fair, diverse and inclusive work environment. We regularly review our policies and procedures that cover modern slavery and human trafficking in response to these evolving global problems.

Who we are

CIBC is a leading and well-diversified North American financial institution committed to creating enduring value for all our stakeholders—our clients, team², communities and shareholders. We are guided by our purpose—to help make your ambition a reality. Across our bank and our businesses—Personal and Business Banking, Commercial Banking and Wealth Management, and Capital Markets—our 50,000 employees bring our purpose to life every day for our 13 million personal banking, business, public sector and institutional clients in Canada, the U.S. and around the world. Outside of Canada, CIBC has wholly owned subsidiaries or offices in the United States, the United Kingdom and Australia, among others.³

With respect to the United Kingdom, Luxembourg, and Asia-Pacific countries including Australia, CIBC conducts Capital Markets businesses, including corporate lending and investment banking advisory, among other activities.

Human rights risks and impacts

As environmental and social risk management requires a multi-disciplinary approach, CIBC’s Board and its committees provide ongoing oversight. The Corporate Governance Committee of the Board annually approves CIBC’s Modern Slavery Statement and reviews conduct and culture risk reports, including risk levels associated with employee wellbeing and the economic environment. The Management Resources and Compensation Committee reviews key strategic initiatives of CIBC’s Human Capital Strategy, as well as broader initiatives covering people, culture and brand.

Managing risk is a shared responsibility at CIBC. Business units and risk management professionals work in collaboration to ensure that business strategies and activities are consistent with our risk appetite.

As part of our due diligence processes, we review and assess salient human rights impacts in our workplace and throughout our operations, including our financing, investment and supply chain activities. We recognize that slavery and human trafficking are more prevalent in specific industries, and we have put processes in place to try and prevent such practices. For example, we won’t directly finance entities with unacceptable risk exposure to human rights abuses, such as modern slavery, forced labour, human trafficking or child labour. Across CIBC we have strong policies, procedures and frameworks in place, and are working continuously to

¹ This joint statement has been prepared in accordance with the United Kingdom’s Modern Slavery Act 2015 and the Australian Modern Slavery Act 2018 and is made on behalf of Canadian Imperial Bank of Commerce (“CIBC”). It sets out the steps taken by CIBC and relevant group entities owned and controlled by it (“CIBC”, “we”, “our” or “us”), during the financial year (ending October 31, 2022), to prevent slavery and human trafficking in its business and supply chains. This statement has been prepared in collaboration with relevant corporate divisions and representatives from each relevant group entity, and applies to each of them.

² The terms “team” and “team members” refers collectively to all CIBC employees, contingent workers and CIBC directors.

³ Please see Note 26 (Significant subsidiaries) in [CIBC’s 2022 Annual Report](#) (page 188).

prevent slavery, human trafficking and other human rights violations by taking the measures outlined in this statement.

Our Reputation Risk Management Framework, Conduct and Culture Risk Framework and Anti-Bribery and Anti-Corruption (“ABAC”) Policy establish a common understanding of how we as an organization safeguard our culture, values, business and reputation, by acting ethically and with integrity in all our business interactions. We also have a robust suite of human resource policies and programs that aim to foster an inclusive work environment where all members of our team can excel.

We strive to avoid causing or contributing to adverse human rights impacts through our own business activities, and will aim to prevent and mitigate adverse impacts which may be directly linked by:

- Expecting our team members, clients, suppliers and other third parties with whom we have a business relationship to share our commitment to respect human rights;
- Working toward a process that seeks to identify and assess risks to human rights for all prospective and existing clients and transactions; and
- Taking appropriate action to mitigate any such risks, which may include the exercise of leverage in our business relationships, drawing on independent expert advice and evaluating whether relevant relationships should be pursued or maintained.

Our people

All our team members have a right to be treated with dignity and respect. We strive to eliminate inequities and are committed to providing a safe, fair and respectful workplace—one with equal employment opportunity and free from discrimination and harassment for all individuals, without distinction. This includes race, colour, sex, language, religion, political or other opinion, age, sexual orientation, disability, gender identity or expression, family status, marital status, pregnancy or pregnancy-related conditions, national/ethnic or social origin, genetic characteristics or other protected status.

We do not tolerate any discrimination or harassment by, or against, team members, clients or visitors in our workplaces.

Our global CIBC Code of Conduct (the “Code”) is an important reference point in our culture and also lays out the standards we have in place for how team members should behave and treat our clients, communities and fellow team members² at CIBC and our wholly-owned subsidiaries. The Code sets out underlying policies that guide our actions that are foundational to our purpose-led and inclusive culture as we grow in a sustainable way. This includes acting with honesty, integrity and respect. Team members must immediately speak up when something does not seem right. This includes concerns about activities we believe are inconsistent with the Code or that might be damaging to CIBC or our stakeholders.

In accordance with the Code, no one may suspend, discharge, discriminate against, harass, threaten or otherwise retaliate against a team member or other person in any way for reporting in good faith any actual or possible misconduct, or providing information for, or participating in, an investigation.

We are fostering a workplace where our team members feel respected and are not afraid to speak up if they see or become aware of unethical behaviours or practices. Resources are available for resolving workplace issues and investigating allegations of human rights violations. Our team members can raise concerns through a variety of mechanisms, including our enterprise-wide Workplace Issue Resolution Process, our Workplace Grievance Procedures (in the United Kingdom) and our enterprise-wide confidential Whistleblower Program that is supported by our enterprise-wide Whistleblower Policy and Speak Up Policy (in the United Kingdom). Our Whistleblower Program also allows for concerns to be reported by third parties such as clients and suppliers.

Annually, all team members globally must demonstrate their understanding of human rights risks by completing comprehensive ethical training courses on topics such as: acting with integrity, ABAC, anti-money laundering and anti-terrorist financing, privacy and confidentiality, respect in the workplace, sexual harassment awareness, health and safety, violence prevention, and risk.

Our clients

As a financial services provider with clients in multiple jurisdictions, we recognize that when providing certain services, we may be exposed to clients who engage in slavery, human trafficking and other violations of human rights. We have specific processes for identifying such risks and recognize certain examples of business activities with heightened risk exposures:

- raising capital on behalf of an issuer for a particular transaction;
- managing portfolios for clients whose own operations may serve to facilitate slavery or human trafficking; and
- investing in, or holding (on behalf of clients), securities of companies that might themselves compromise respect for human rights or have human rights issues in their supply chains.

Our Anti-Money Laundering Program is committed to adhering to all applicable regulatory requirements pertaining to Anti-Money Laundering and Anti-Terrorist Financing (“AML/ATF”), including measures to identify and verify client information, monitor client transactions for unusual activity, and report suspicious activity to the relevant authorities in an effort to identify criminal activities, such as human trafficking, that may be linked to money laundering, terrorist financing, or sanctions avoidance. We examine our AML/ATF strategies, goals, and objectives on an ongoing basis.

We have adopted policies, with respect to AML/ATF, ABAC, and economic sanctions, that are designed to prevent our financial services from being used for the perpetration of financial crime. Criminal conduct such as slavery, human trafficking and other human rights violations may be predicate offences to money laundering. Among other things, we train our team members to look for suspicious transactions that may signal money laundering or terrorist-financing activity; prevent, detect and respond to any incidents of bribery and corruption; and flag risks of potential sanctions violations in order to comply with applicable laws and regulations.

CIBC is a key contributor to Project Protect. This public/private partnership is combatting human trafficking, relating specifically to sexual exploitation. Led by the Financial Transactions and Reports Analysis Centre of Canada, law enforcement and major Canadian banks, this program focuses on detecting, deterring and stopping human trafficking money trails. As part of the initiative, CIBC has monitoring measures to detect suspicious financial transactions. These methods use advanced data and modelling techniques to more precisely focus on patterns that suggest human trafficking activity and identify the merchants and individuals involved.

Additionally, our CIBC Global Reputation and Legal Risks Policy and related procedures, are designed to safeguard our reputation through proactive identification, assessment and management of potential reputational and legal risks for both client facing and non-client facing activities. Before entering any business relationship, including corporate lending, financing, and asset management, we conduct appropriate due diligence to mitigate the risk of engaging in any activity or business relationship, where there is evidence of human rights abuses such as modern slavery, forced labour, human trafficking or child labour, in a client’s workforce or supply chain and entities that directly trade in or finance minerals extraction that perpetuate human rights abuses in conflict zones. Our businesses have adequate processes and controls in place to facilitate ongoing compliance with these requirements and for monitoring adherence. Transactions that may pose significant risk are escalated to the Reputation and Legal Risks Committee for senior executive review.

As an Equator Principles member since 2003, CIBC is committed to ensuring that environmental and social risk issues associated with financing development projects are properly evaluated within our due diligence requirements for project financing to ensure compliance with applicable standards. We strive to ensure all project financing affecting Indigenous Peoples is in accordance with our commitment to the Equator Principles, including an informed consultation and participation process. Our Environmental Credit Risk Management group directly participates in the credit evaluation process, reviews all transactions applicable to the Equator Principles, and provides training for lending and risk adjudication groups for compliance with the Equator Principles.

CIBC is a signatory of the United Nations-supported Principles for Responsible Investment that supports efforts to address social issues such as human rights, working conditions and modern slavery within investment

portfolios. Our Asset Management ESG Integration Framework includes screening for human rights issues such as Health and safety, Privacy, Labour relations and employment quality, Respect for civil liberties, and Respect for cultural and ethnic identities. We also provide equity and fixed income portfolios with specific responsible investment mandates. These portfolios have criteria set by the client and exclude securities of any companies involved in the tobacco, alcohol, weaponry and other similar industries, or that have major operations in countries that disregard human rights.

Our supply chains

We have a fair, transparent and disciplined sourcing and procurement process to evaluate, negotiate, contract with and govern our suppliers. We procure goods and services from suppliers in different businesses including (not limited to) information technology, telecom, real estate management, government, human resources firms, transportation, storage and mail services, research and analytics, marketing and advertising, consulting services, office supplies.

We have procedures in place to assess supplier risk and to govern our contracted supplier relationships. Due diligence reviews of new, existing and prospective suppliers require consideration of applicable risks such as AML, ABAC and fraud. We have implemented an ongoing ESG monitoring program utilizing industry leading software in order to mitigate potential human rights risks and other ESG factors within our supply chain. We assess our supply chain locations against regional risks such as economic, institutional, infrastructure, political, social, and natural hazard.

CIBC has a Procurement Policy and a Third-Party Risk Management (“TPRM”) Policy that details the requirements and the accountabilities of key stakeholders specific to the procurement activities within CIBC’s Third-Party Lifecycle. The Procurement Policy mandates the engagement of CIBC’s Procurement team to realize opportunities for cost-reduction, risk management, and additional value. The TPRM Policy outlines the structured process for monitoring procurement at various scales and risk levels, including low-risk transactions.

Our Supplier Code of Conduct (the “Supplier Code”) sets out the principles, standards, and behaviours we expect our Suppliers to adhere to, including committing to upholding human rights and combatting slavery and human trafficking. Suppliers must adhere to all applicable laws, rules and regulations of the jurisdictions in which they operate, including, but not limited to, those related to business practices, labour and employment, immigration, human rights, child labour and forced labour, modern slavery and human trafficking, health and safety, building codes, privacy, the environment, and practices that:

- Comply with applicable employment laws, including, without limitation, laws regarding minimum wage, minimum age of employment, working hours, overtime, hours free from work, health and safety and human rights;
- Prohibit all forms of forced or compulsory labour, and ensure they do not engage in the withholding of wages, retention of identity documents and restriction of an individual’s movement; and
- Comply with local labour laws permitting trade union or other forms of employee representation.

Assessing our effectiveness

CIBC’s approach to enterprise-wide risk management aligns with the three lines of defence model. A strong risk culture and communication between the three lines are important characteristics of effective risk management.

The first line of defence are the Strategic Business Units and functional groups that own the risks and are accountable and responsible for identifying and assessing risks inherent in their activities by establishing and maintaining controls to mitigate such risks.

The independent Risk Management groups are the second line of defence for specific risk types, providing guidance and effective challenge to risk and control activities:

Our Compliance and Global Regulatory Affairs (“Compliance & GRA”) team (including the Conduct and Culture Risk team), provides an enterprise-wide view of conduct and culture risk and is accountable for oversight and effective challenge of conduct and culture risk and control related activities. Conduct and culture risk

management is integrated within CIBC’s overall risk management program and Compliance & GRA leverages other subject matter experts to support its independent assessments, as appropriate. Conduct and culture risk assessments, trends and issues are reported to senior management and/or the Board on a quarterly basis.

The Reputation Risk program, including the governance and escalation processes to the relevant committees, provides oversight and effective challenge of risks and controls related to Reputation Risk, including guidance related to Modern Slavery and Human Trafficking. The Reputation Risk program also works collaboratively with lines of business to develop and implement procedures to identify, assess and escalate material reputation risks to the Reputation and Legal Risks Committee for review and consideration of next steps, as appropriate.

Our Third-Party Risk Management Group (the “TPRM”) provides an enterprise-wide view of third-party risk and is accountable for oversight and effective challenge of risks and controls related to third party activities. TPRM may leverage other subject matter experts and/or operational risk tools / programs to support its independent assessment of TPRM program design and operating effectiveness. Outcomes of its assessments and issues of non-compliance, are reported to senior management and/or the Board of Directors, as required.

The third line of defence, CIBC Internal Audit (Internal Audit), provides reasonable, independent, risk-based and objective assurance to Senior Management and the Board of Directors on the adequacy of internal control, risk management and governance systems and processes. Using a systematic, disciplined and efficient approach, Internal Audit provides assurance, advisory services and insights that help CIBC accomplish its objectives and reduce the risk of loss and reputational damage. Internal Audit activities align with CIBC’s strategies, objectives, risks and International Standards for the Professional Practice of Internal Auditing to support the bank in achieving its strategic objectives.

Consultation and approval

We realize that in all its forms, slavery and human trafficking are a violation of fundamental human rights. We understand that these risks are not static, and we will continue to monitor and mitigate them in our business and supply chains today and in the years ahead.

As part of our annual review, we engage in appropriate consultation with management teams in relevant offices and subject matter experts to ensure effective monitoring and governance and realign solutions to address any potential modern slavery risks where appropriate.

This joint statement is updated on an annual basis in collaboration with the relevant corporate areas, including Enterprise ESG, Procurement, Human Resources, Legal, Compliance & GRA, Risk Management, Enterprise AML, Privacy Office, Corporate Secretary and other representatives from relevant CIBC entities. This statement operates enterprise-wide across CIBC and was approved by Directors of the CIBC Board on March 1, 2023, and all Boards of the subsidiaries subject to the reporting requirements.



Signed on behalf of Canadian Imperial Bank of Commerce⁴
Victor G. Dodig, President and Chief Executive Officer, Director
April 30, 2023

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⁴ Canadian Imperial Bank of Commerce is a registered body in Australia with ARBN 33 608 235 847.