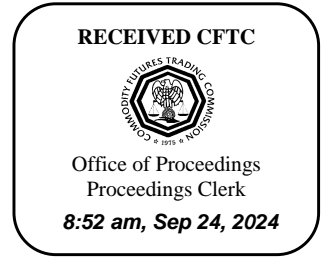


UNITED STATES OF AMERICA
Before the
COMMODITY FUTURES TRADING COMMISSION



_____)
In the Matter of:)
)
Canadian Imperial Bank of)
Commerce,) CFTC Docket No. 24-28
)
Respondent.)
)
)
)
_____)

**ORDER INSTITUTING PROCEEDINGS PURSUANT TO
SECTION 6(c) AND (d) OF THE COMMODITY EXCHANGE ACT, MAKING
FINDINGS, AND IMPOSING REMEDIAL SANCTIONS**

I. INTRODUCTION

The Commodity Futures Trading Commission (“Commission”) has reason to believe that from at least September 2018 to the present (“Relevant Period”), Canadian Imperial Bank of Commerce (“CIBC” or “Respondent”) violated, as set forth below, Sections 4s(f)(1)(C), 4s(g)(1) and (3), and 4s(h)(1)(B) of the Commodity Exchange Act (“Act”), 7 U.S.C. §§ 6s(f)(1)(C), 6s(g)(1), (3), 6s(h)(1)(B), and Commission Regulations (“Regulations”) 1.31, 23.201(a), 23.202(a)(1) and (b)(1), and 23.602(a), 17 C.F.R. §§ 1.31, 23.201(a), 23.202(a)(1), (b)(1), and 23.602(a) (2023). Therefore, the Commission deems it appropriate and in the public interest that public administrative proceedings be, and hereby are, instituted to determine whether Respondent engaged in the violations set forth herein and to determine whether any order should be issued imposing remedial sanctions.

In anticipation of the institution of an administrative proceeding, Respondent has submitted an Offer of Settlement (“Offer”), which the Commission has determined to accept. Respondent admits the facts set forth in Section II below, acknowledges that its conduct violated the Act and Regulations and consents to the entry of this Order Instituting Proceedings Pursuant to Section 6(c) and (d) of the Commodity Exchange Act, Making Findings, and Imposing Remedial Sanctions (“Order”), and acknowledge service of this Order.¹

¹ Respondent agrees to the use of the findings of fact and conclusions of law in the Order in this proceeding and any other proceeding brought by the Commission or to which the Commission is a party or claimant, including but not limited to, a proceeding in bankruptcy or receivership, and agrees that they shall be taken as true and correct and be given preclusive effect therein, without further proof. Respondent does not consent, however, to the use of the Order, or the findings or conclusions herein, as the sole basis for any other proceeding brought by the Commission

II. FINDINGS

The Commission finds the following:

A. SUMMARY

The Act and Regulations impose recordkeeping and supervision requirements on Commission registrants to ensure that they responsibly discharge their crucial role in our markets. Compliance with these requirements is essential to the Commission's efforts to promote the integrity, resilience, and vibrancy of the U.S. derivatives markets through sound regulation.

During the course of a Division of Enforcement ("Division") investigation, CIBC voluntarily alerted Division staff that it had received an inquiry from another government agency regarding CIBC employee use of unapproved communication methods for business conversations. Thereafter, the Division commenced an investigation, issuing a document and information request to CIBC regarding CIBC employee use of unapproved communication methods for business conversations.

In response to Division staff's questions regarding CIBC employees' use of unapproved communication methods on employees' personal devices, CIBC began a review that demonstrated that there was widespread and longstanding use of unapproved communication methods by employees—including senior-level employees—to engage in firm business, including relating to trading in CFTC regulated derivatives markets.

The Division's investigation with respect to CIBC employee use of unapproved methods of communication revealed that, during the Relevant Period, CIBC employees, including those at senior levels, communicated both internally and externally using unapproved methods, including via personal text messages. These written communications were sent and received by CIBC employees and included messages related to CIBC's business as a Commission registrant that were required to be maintained under Commission-mandated recordkeeping requirements. These written communications via unapproved methods were generally not maintained and preserved by CIBC, and CIBC generally would not have been able to furnish the communications promptly to a Commission representative if and when requested. As a result, CIBC violated, as set forth below, Sections 4s(f)(1)(C), and 4s(g)(1) and (3) of the Act, 7 U.S.C. §§ 6s(f)(1)(C), 6s(g)(1), (3), and Regulations 1.31, 23.201(a), and 23.202(a)(1) and (b)(1), 17 C.F.R. §§ 1.31, 23.201(a), 23.202(a)(1), (b)(1) (2023).

In addition, the widespread use of unauthorized communication methods by CIBC employees to conduct firm business violated CIBC's own policies and procedures, which prohibited such communications. CIBC did not maintain adequate internal controls with respect to business-related communications on unapproved communication methods. Indeed, some of the very same supervisory personnel at CIBC responsible for ensuring compliance with CIBC's

or to which the Commission is a party or claimant, other than: a proceeding in bankruptcy or receivership; or a proceeding to enforce the terms of the Order. Respondent does not consent to the use of this Offer or the Order, or the findings or conclusions in the Order, by any other party in any other proceeding.

policies and procedures themselves utilized unapproved methods of communication to engage in business-related communications, in violation of firm policy. Because CIBC failed to implement a diligent supervisory system to ensure compliance with Commission recordkeeping requirements and the firm's own policies and procedures, and because the widespread use of unauthorized communication methods resulted in the firm's failure to maintain Commission-required records, CIBC failed to diligently supervise matters related to its business as a Commission registrant in violation of Section 4s(h)(1)(B) of the Act, 7 U.S.C. § 6s(h)(1)(B), and Regulation 23.602(a), 17 C.F.R. § 23.602(a) (2023), as set forth below.

In accepting Respondent's offer, the Commission recognizes the cooperation of CIBC with the Division's investigation of this matter. The Commission also acknowledges Respondent's representations concerning its remediation in connection with this matter.

B. RESPONDENT

Canadian Imperial Bank of Commerce is an international banking and financial services corporation headquartered in Toronto, Canada. CIBC was provisionally registered with the Commission as a swap dealer since December 31, 2012 and is currently registered with the Commission as a swap dealer.

C. FACTS

During the course of a Division investigation, CIBC voluntarily alerted Division staff that it had received an inquiry from another government agency regarding CIBC employee use of unapproved communication methods for business conversations. Thereafter, the Division commenced an investigation, issuing a document and information request to CIBC regarding CIBC employee use of unapproved communication methods to conduct CIBC business.

In response to Division staff's questions regarding the use of unapproved communication methods, CIBC disclosed that it had undertaken an internal review of the use of unapproved communication methods by its employees. That review demonstrated that there was widespread and longstanding use of unapproved communication methods by CIBC employees—including senior-level employees—to engage in firm business, including relating to trading in CFTC regulated derivative markets.

Importantly, during the Relevant Period, CIBC's policies and procedures broadly prohibited employees from using unapproved methods, such as personal text messages and WhatsApp, to engage in business-related communications.

Messages sent through CIBC-approved communications methods were monitored, subject to review, and when appropriate, archived. By contrast, messages sent using unapproved communication methods, including over personal WhatsApp and text messages, were generally not monitored, subject to review, or archived.

As a result of CIBC's failure to ensure that employees—including supervisors and senior-level employees—complied with the firm's communications policies and procedures, CIBC failed to maintain thousands of business-related communications, including communications in

connection with its derivatives business and thus failed diligently to supervise its business as a Commission registrant. These supervision failures resulted in the widespread use of unapproved methods of communication by many CIBC employees in violation of the firm’s policies and procedures, as well as a widespread failure to maintain certain records required to be maintained pursuant to Commission recordkeeping requirements.

A sampling analysis, for example, of the personal devices of ten employees of a CIBC subsidiary, including five associated persons of CIBC’s swap dealer, illustrates the breadth of CIBC’s supervision and recordkeeping failures. Of those ten employees, which included several Managing Directors and other senior managers, all ten had violated CIBC’s communications policies and procedures by using personal text message and other unapproved methods to communicate with coworkers or market participants. Further, those employees’ communications revealed that numerous other CIBC employees (including numerous managing directors and senior supervisors) conducted firm business via unapproved methods (including in text and WhatsApp messages). Certain of these communications constituted records that were required to be kept pursuant to Commission recordkeeping requirements, and none of the communications were preserved and maintained by CIBC.

CIBC’s recordkeeping and supervision failures were firm-wide and involved employees at all levels of authority. Moreover, employees’ use of unapproved communication methods was not hidden within the firm. To the contrary, certain supervisors—the very people responsible for supervising employees to prevent this misconduct—routinely communicated using unapproved methods on their personal devices. In fact, senior supervisors responsible for implementing CIBC’s policies and procedures, and for overseeing employees’ compliance with those policies and procedures, themselves failed to comply with firm policies by communicating using unapproved methods on their personal devices about the firm’s Commission-regulated businesses.

III. LEGAL DISCUSSION

A. **CIBC’s Failure to Keep Required Records in Violation of Sections 4s(f)(1)(C) and 4s(g)(1) and (3) of the Act and Regulations 23.201(a) and 23.202(a)(1) and (b)(1)**

Section 4s(f)(1)(C) of the Act obligates swap dealers to keep “books and records of all activities related to its business as a swap dealer . . . in such form and manner and for such period as may be prescribed by the Commission by rule or regulation” and those books and records must be kept “open to inspection and examination by any representative of the Commission.” 7 U.S.C. § 6s(f)(1)(C); *see also* Section 4s(g)(1) and (3) of the Act, 7 U.S.C. § 6s(g)(1), (3) (requiring swap dealers to keep daily trading and counterparty records). These statutes are implemented, among other places, at Regulations 23.201(a) and 23.202(a)(1) and (b)(1), 17 C.F.R. §§ 23.201(a), 23.202(a)(1), (b)(1) (2023).

Regulation 23.201(a) obligates a swap dealer to “keep full, complete, and systematic records, together with all pertinent data and memoranda, of all its swaps activities,” including “[r]ecords of each transaction, including all documents on which transaction information is originally recorded.” Regulation 23.202(a)(1) and (b)(1) requires, in relevant part, every swap

dealer to keep daily trading records of all swaps and related cash and forward transactions it executes including, specifically, a record of oral and written communications provided or received concerning quotes, solicitations, bids, offers, instructions, trading, and prices that led to the execution of a swap transaction or the conclusion of a related cash or forward transaction.

During the Relevant Period, as a result of the widespread employee use of unapproved communication methods, CIBC failed to maintain Commission-required transaction records and pre-execution communications. By this conduct, CIBC violated Sections 4s(f)(1)(C) and 4s(g)(1) and (3) of the Act and Regulations 23.201(a) and 23.202(a)(1) and (b)(1).

B. CIBC’s Failure to Keep Records in Required Manner in Violation of Regulation 1.31

Regulation 1.31(b)(4), 17 C.F.R. § 1.31(b)(4) (2023), requires that registrants keep all books and records that are required to be maintained under the Act and Regulations in such manner as to make them “readily accessible” for a period of two years for paper records and for the duration of the retention period for electronic records. Upon request of the Commission, all of these documents are required to be “promptly” produced. Regulation 1.31(d), 17 C.F.R. § 1.31(d) (2023). Regulation 23.203(b)(1), 17 C.F.R. § 23.203(b)(1) (2023), requires that records required to be kept pursuant to Part 23 of the Regulations, be kept in accordance with Regulation 1.31, 17 C.F.R. § 1.31 (2023).

By failing to keep all Commission-required records in such a manner as to make them “readily accessible,” CIBC violated Regulation 1.31.

C. CIBC’s Failure to Supervise Diligently in Violation of Section 4s(h)(1)(B) of the Act and Regulation 23.602(a)

Section 4s(h)(1)(B) of the Act, 7 U.S.C. § 6s(h)(1)(B), requires “diligent supervision of the business of the registered swap dealer[.]” Regulation 23.602(a) requires that each swap dealer “shall establish and maintain a system to supervise, and shall diligently supervise, all activities relating to its business performed by its partners, members, officers, employees, and agents (or persons occupying a similar status or performing a similar function).” 17 C.F.R. § 23.602(a) (2023). The operative language of Regulation 23.602 is similar to the language of the Commission’s longstanding supervision regulation for futures and options, Regulation 166.3, 17 C.F.R. § 166.3 (2023).

Under Regulation 23.602(a), a violation is demonstrated by showing either that: (1) the registrant’s supervisory system was generally inadequate; or (2) the registrant failed to perform its supervisory duties diligently. *See In re JPMorgan Chase Bank, N.A.*, CFTC No. 22-07, 2021 WL 6098347, at *6 (Dec. 17, 2021) (consent order); *see also In re Commerzbank AG*, CFTC No. 19-03, 2018 WL 5921385, at *10-11 (Nov. 8, 2018) (consent order) (noting textual similarities between Regulation 23.602 and Regulation 166.3, applying case law concerning Regulation 166.3, and citing *In re Murlas Commodities, Inc.*, CFTC No. 85-29, 1995 WL 523563, at *9 (Sept. 1, 1995), and *In re Paragon Futures Assoc.*, CFTC No. 88-18, 1992 WL 74261, at *14 (Apr. 1, 1992)); *In re INTL FCStone Markets, LLC*, CFTC No. 15-27,

2015 WL 4980321, at *3 (Aug. 19, 2015) (consent order) (same). Either showing “alone is sufficient to establish a violation of the supervision requirement.” *Commerzbank*, 2018 WL 5921385, at *10 (interpreting Regulation 23.602 in light of Regulation 166.3 precedents). No evidence of an underlying violation is necessary. *In re Collins*, CFTC No. 94-13, 1997 WL 761927, at *10 (Dec. 10, 1997) (interpreting Regulation 166.3). Evidence of violations that “‘should be detected by a diligent system of supervision, either because of the nature of the violations or because the violations have occurred repeatedly,’ is probative of a failure to supervise.” See *In re Bank of Nova Scotia*, CFTC No. 20-26, 2020 WL 4926053, at *10 (Aug. 19, 2020) (consent order) (quoting *In re Société Générale Int’l Ltd.*, CFTC No. 19-38, 2009 WL 4915485, at *7 (Sept. 30, 2019) (consent order)).

CIBC failed to supervise its swap dealer business activities diligently during the Relevant Period. CIBC failed to maintain an adequate supervisory system to ensure that employees did not utilize unapproved methods to engage in communications relating to firm business, including the swap dealer business. CIBC’s failure to supervise is demonstrated by its failure to detect, prevent, and remediate repeated violations of the Commission’s recordkeeping requirements and firm policies and procedures. Supervisory personnel failed to ensure that employees complied with CIBC’s Commission recordkeeping obligations and firm communications policies and in some instances, themselves violated the policies. These supervision failures also resulted in the failure to keep and maintain Commission-required records and the failure to maintain the records in such a manner as to make them readily available. By this conduct, CIBC failed to supervise diligently its officers, employees, and agents, in violation of Section 4s(h)(1)(B) of the Act and Regulation 23.602(a).

IV. FINDINGS OF VIOLATIONS

Based on the foregoing, the Commission finds that, during the Relevant Period, Canadian Imperial Bank of Commerce violated Sections 4s(f)(1)(C), 4s(g)(1) and (3), and 4s(h)(1)(B) of the Act, 7 U.S.C. §§ 6s(f)(1)(C), 6s(g)(1), (3), 6s(h)(1)(B), and Regulations 1.31, 23.201(a), 23.202(a)(1) and (b)(1), and 23.602(a), 17 C.F.R. §§ 1.31, 23.201(a), 23.202(a)(1), (b)(1), 23.602(a) (2023).

V. OFFER OF SETTLEMENT

Respondent has submitted the Offer in which it knowingly and voluntarily:

- A. Consents to the resolution of this matter in an administrative proceeding;
- B. Acknowledges service of this Order;
- C. Admits the facts described in Section II above and acknowledges that its conduct violated the Act and Regulations;
- D. Admits the jurisdiction of the Commission with respect to all matters set forth in this Order and for any action or proceeding brought or authorized by the Commission based on violation of or enforcement of this Order;
- E. Waives:

1. The filing and service of a complaint and notice of hearing;
 2. A hearing;
 3. All post-hearing procedures;
 4. Any and all rights or defenses that Respondent has or might have for the matter to be adjudicated in a federal district court in the first instance, including any associated right to a jury trial;
 5. Judicial review by any court;
 6. Any and all objections to the participation by any member of the Commission's staff in the Commission's consideration of the Offer;
 7. Any and all claims that it may possess under the Equal Access to Justice Act, 5 U.S.C. § 504, and 28 U.S.C. § 2412, and/or the rules promulgated by the Commission in conformity therewith, Part 148 of the Regulations, 17 C.F.R. pt. 148 (2023), relating to, or arising from, this proceeding;
 8. Any and all claims that it may possess under the Small Business Regulatory Enforcement Fairness Act of 1996, Pub. L. No. 104-121, tit. II, §§ 201–253, 110 Stat. 847, 857–74 (codified as amended at 28 U.S.C. § 2412 and in scattered sections of 5 U.S.C. and 15 U.S.C.), relating to, or arising from, this proceeding; and
 9. Any claims of Double Jeopardy based on the institution of this proceeding or the entry in this proceeding of any order imposing a civil monetary penalty or any other relief, including this Order;
- F. Agrees for purposes of the waiver of any and all rights under the Equal Access to Justice Act specified in paragraph E.7 above, that it is not the prevailing party in this action;
- G. Stipulates that the record basis on which this Order is entered shall consist solely of the findings contained in this Order to which Respondent has consented in the Offer;
- H. Consents, solely on the basis of the Offer, to the Commission's entry of this Order that:
1. Makes findings by the Commission that CIBC violated Sections 4s(f)(1)(C), 4s(g)(1) and (3), and 4s(h)(1)(B) of the Act, 7 U.S.C. §§ 6s(f)(1)(C), 6s(g)(1), (3), 6s(h)(1)(B), and Regulations 1.31, 23.201(a), 23.202(a)(1) and (b)(1), and 23.602(a), 17 C.F.R. §§ 1.31, 23.201(a), 23.202(a)(1), (b)(1), 23.602(a) (2023).
 2. Orders CIBC to cease and desist from violating Sections 4s(f)(1)(C), 4s(g)(1) and (3), and 4s(h)(1)(B) of the Act and Regulations 1.31, 23.201(a), 23.202(a)(1) and (b)(1), and 23.602(a).

3. Orders Respondent to pay a civil monetary penalty in the amount of thirty million US dollars (\$30,000,000), plus any post-judgment interest within fourteen days of the date of entry of this Order; and
 4. Orders Respondent and its successors and assigns to comply with the conditions and undertakings consented to in the Offer and as set forth in Part VI of this Order; and
- I. Represents that Respondent has engaged in a review of certain recordkeeping failures and begun a program of remediation. Specifically, represents that CIBC enhanced its policies and procedures, increased training and compliance reminders concerning the use of approved communications methods, enhanced its surveillance processes, and implemented significant changes to the technology available to personnel. This included providing all personnel with remotely accessible firm-approved applications, and all front-office personnel with mobile firm-issued devices, thereby making communications through approved channels more readily retainable.

Upon consideration, the Commission has determined to accept the Offer.

VI. ORDER

Accordingly, IT IS HEREBY ORDERED THAT:

- A. Canadian Imperial Bank of Commerce and its successors and assigns shall cease and desist from violating Sections 4s(f)(1)(C), 4s(g)(1) and (3), and 4s(h)(1)(B) of the Act, 7 U.S.C. §§ 6s(f)(1)(C), 6s(g)(1), (3), 6s(h)(1)(B), and Regulations 1.31, 23.201(a), 23.202(a)(1) and (b)(1), and 23.602(a), 17 C.F.R. §§ 1.31, 23.201(a), 23.202(a)(1), (b)(1), 23.602(a) (2023).
- B. Respondent shall pay a civil monetary penalty in the amount of thirty million US dollars (\$30,000,000) (“CMP Obligation”), within fourteen days of the date of the entry of this Order. If the CMP Obligation is not paid in full within fourteen days of the date of entry of this Order, then post-judgment interest shall accrue on the unpaid portion of the CMP Obligation beginning on the date of entry of this Order and shall be determined by using the Treasury Bill rate prevailing on the date of entry of this Order pursuant to 28 U.S.C. § 1961.

Respondent shall pay the CMP Obligation and any post-judgment interest by electronic funds transfer, U.S. postal money order, certified check, bank cashier’s check, or bank money order. If payment is to be made other than by electronic funds transfer, then the payment shall be made payable to the Commodity Futures Trading Commission and sent to the address below:

MMAC/ESC/AMK326
Commodity Futures Trading Commission
6500 S. MacArthur Blvd.
HQ Room 266
Oklahoma City, OK 73169

If payment is to be made by electronic funds transfer, CIBC shall contact the Federal Aviation Administration at the above email address to receive payment instructions and shall fully comply with those instructions. Respondent shall accompany payment of the CMP Obligation with a cover letter that identifies the paying Respondent and the name and docket number of this proceeding. The paying Respondent shall simultaneously transmit copies of the cover letter and the form of payment to the Chief Financial Officer, Commodity Futures Trading Commission, Three Lafayette Centre, 1155 21st Street, NW, Washington, D.C. 20581. Respondent and its successors and assigns shall comply with the following conditions and undertakings set forth in the Offer:

1. CIBC shall conduct, within 150 days of the entry of this Order:

- a. A comprehensive review of CIBC's supervisory, compliance, and other policies and procedures designed to ensure that CIBC's electronic communications, including those found on personal electronic devices, including without limitation, cellular phones ("Personal Devices"), are preserved in accordance with the requirements of the Act, the Regulations, and CIBC's policies and procedures.
- b. A comprehensive review of training conducted by CIBC to ensure swap dealer personnel are complying with the requirements regarding the preservation of electronic communications, including those found on Personal Devices, in accordance with the requirements of the Act and the Regulations, and CIBC's policies and procedures, including by ensuring that CIBC's swap dealer personnel certify in writing on a quarterly basis that they are complying with preservation requirements.
- c. An assessment of the surveillance program measures implemented by CIBC to ensure compliance, on an ongoing basis, with the requirements found in the Act, the Regulations, and CIBC's swap dealer policies and procedures to preserve electronic communications, including those found on Personal Devices.
- d. An assessment of the technological solutions that CIBC has begun implementing to meet the record retention requirements of the Act, the Regulations, and CIBC's policies and procedures, including an assessment of the likelihood that CIBC's swap dealer personnel will use the technological solutions going forward and a review of the measures employed by CIBC to track employee usage of new technological solutions.
- e. An assessment of the measures used by CIBC to prevent the use of unauthorized communications methods for business communications by swap dealer personnel. This assessment should include, but not be limited to, a review of the firm's policies and procedures to ascertain if they provide for

any significant technology and/or behavioral restrictions that help prevent the risk of the use of unapproved communications methods on Personal Devices (e.g., trading floor restrictions).

- f. A review of CIBC's electronic communications surveillance routines to ensure that electronic communications through approved communications methods found on Personal Devices are incorporated into CIBC's overall swap dealer communications surveillance program.
- g. A comprehensive review of the framework adopted by CIBC to address instances of non-compliance by CIBC's swap dealer employees with CIBC's policies and procedures concerning the use of Personal Devices to communicate about CIBC business in the past. This review shall include a survey of how CIBC determined which employees failed to comply with CIBC's policies and procedures, the corrective action carried out, an evaluation of who violated policies and why, what penalties were imposed, and whether penalties were handed out consistently across business lines and seniority levels.

2. Written Report of Findings:

- a. Within forty-five (45) days after completion of the review set forth in subparagraphs 1.a. through 1.g. above, CIBC shall submit a detailed written report of its findings to the Commission staff (the "Report"). The Report shall include a description of the review performed, the names of the individuals who performed the review, the conclusions reached, and a summary of the plan for implementing the recommended changes in or improvements to CIBC's policies and procedures.
- b. CIBC shall adopt all recommendations contained in the Report within one hundred and thirty-five (135) days of the date of the Report.
- c. The Report will likely include confidential financial, proprietary, competitive business or commercial information. Public disclosure of the reports could discourage cooperation, impede pending or potential government investigations or undermine the objectives of the reporting requirement. For these reasons, among others, the reports and the contents thereof are intended to remain and shall remain non-public, except: (1) pursuant to court order; (2) as agreed to by the parties in writing; (3) to the extent that the Commission determines in its sole discretion that disclosure would be in furtherance of the Commission's discharge of its duties and responsibilities; or (4) is otherwise required by law.

3. One-Year Evaluation: CIBC shall assess its program for the preservation, as required under the Act, Regulations, and CIBC's policies and procedures, of electronic communications, including those found on Personal Devices, commencing one year

after submitting the Report required by Paragraph 2.a above. CIBC shall require this review to evaluate CIBC's progress in the areas described in Paragraph 1.a. through 1.g. above. After this review, CIBC shall submit a report (the "One Year Report") to the Commission staff and shall ensure that the One Year Report includes an updated assessment of CIBC's policies and procedures with regard to the preservation of electronic communications (including those found on Personal Devices), training, surveillance programs, and technological solutions implemented in the prior year period.

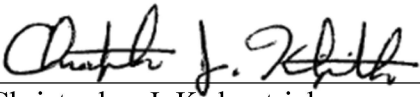
4. Reporting Discipline Imposed: For two years following the entry of this Order, CIBC shall notify the Commission staff as follows upon the imposition of any discipline imposed by CIBC, including, but not limited to, written warnings, loss of any pay, bonus, or incentive compensation, or the termination of employment, with respect to any swap dealer personnel found to have violated CIBC's policies and procedures concerning the preservation of electronic communications, including those found on Personal Devices: (1) at least 48 hours before the filing of a Form 8-T; or (2) within ten (10) days of the imposition of other discipline.
5. Recordkeeping: CIBC shall preserve, for a period of not less than six (6) years from the end of the fiscal year last used, the first two (2) years in an easily accessible place, any record of compliance with these undertakings.
6. Public Statements: Respondent agrees that neither it nor any of its successors and assigns, agents or employees under its authority or control shall take any action or make any public statement denying, directly or indirectly, any findings or conclusions in this Order or creating, or tending to create, the impression that this Order is without a factual basis; provided, however, that nothing in this provision shall affect Respondent's: (1) testimonial obligations; or (2) right to take legal positions in other proceedings to which the Commission is not a party. Respondent and its successors and assigns shall comply with this agreement, and shall undertake all steps necessary to ensure that all of its agents and/or employees under its authority or control understand and comply with this agreement.
7. Cooperation, in General: Respondent shall cooperate fully and expeditiously with the Commission, including the Commission's Division of Enforcement, in this action, and in any current or future Commission investigation or action related thereto. Respondent shall also cooperate in any investigation, civil litigation, or administrative matter related to, or arising from, the subject matter of this action.
8. Partial Satisfaction: Respondent understands and agrees that any acceptance by the Commission of any partial payment of Respondent's CMP Obligation shall not be deemed a waiver of its obligation to make further payments pursuant to this Order, or a waiver of the Commission's right to seek to compel payment of any remaining balance.

9. Deadlines: For good cause shown, Division staff may extend any of the procedural dates relating to the undertakings. Unless otherwise specified, deadlines for procedural dates shall be counted in calendar days, except that if the last day falls on a weekend or federal holiday, the next business day shall be considered to be the last day.

10. Change of Address/Phone: Until such time as Respondent satisfies in full its CMP Obligation as set forth in this Order, Respondent shall provide written notice to the Commission by certified mail of any change to its telephone numbers and mailing address within ten calendar days of the change.

The provisions of this Order shall be effective as of this date.

By the Commission.



Christopher J. Kirkpatrick
Secretary of the Commission
Commodity Futures Trading Commission

Dated: September 24, 2024