S-3839742
$163,361,151.27
Dec 31, 2015

# FORM 45-106F1
# REPORT OF EXEMPT DISTRIBUTION

## Issuer Information

**Item 1:** State the name of the investment fund as the issuer, and provide the full name of the manager of the investment fund and the address and telephone number of the head office of the manager. Include the former name of the issuer if its name has changed since last report. If an underwriter is completing this form, also state the full name of the underwriter and the address and telephone number of the head office of the underwriter.

Who is completing the form? * ☑ Issuer ☐ Underwriter

| Issuer Full Name * | Former "Issuer Full Name" if changed since last report |
|---|---|
| CIBC International Equity Index Pool | |

Investment Fund ☑

Investment Fund Manager Full Name *: CIBC Asset Management

### Head Office Address Information

| Street Address * | Phone Number * |
|---|---|
| 1000 de la Gauchetiere West, Suite 3200 | 514-875-7045 |

| City * | Province/Territory/Other * | Postal/Zip Code * | Country * |
|---|---|---|---|
| Montreal | Quebec | H3B4W5 | Canada |

Underwriter Name

### Underwriter Head Office Address Information

| Street Address | Phone Number |
|---|---|
| | |

| City | Province/Territory/Other | Postal/Zip Code | Country |
|---|---|---|---|
| | | | |

**Item 2:** State whether the issuer is or is not a reporting issuer and, if reporting, each of the jurisdictions in which it is reporting.

Reporting Issuer? *

☐ Yes ☑ No

**Item 3:** Indicate the industry of the issuer by checking the appropriate box next to one of the industries listed.

Industry

- ☐ Bio-tech
- ☑ Financial Services - investment companies and funds
- ☐ Financial Services - mortgage investment companies
- ☐ Forestry
- ☐ Hi-tech
- ☐ Industrial
- ☐ Mining - exploration/development
- ☐ Mining - production
- ☐ Oil and Gas
- ☐ Real estate
- ☐ Utilities
- ☐ Other (describe)

*Thank you! Your form and the following attachments Revised Form20_80051_2015.xls, , have been submitted! Please print and save a copy of this receipt, the Form and attachments for your records.*

*Submission ID number is EDR1510003393-699, submitted date and time: 2017-11-06 16:23:14.267*

**Details of distribution**

**Item 4:** Complete Schedule I to this report. Schedule I is designed to assist in completing the remainder of this report. *

*Attach the completed Excel file here* *Revised Form20_80051_2015.xls* *42 KB*

To attach Schedule I, you must save a copy of it on your computer before uploading.

Date Format: MM/DD/YYYY

**Item 5:** State the distribution date. If the report is being filed for securities distributed on more than one distribution date, state all distribution dates.

* First Distribution Date: 01/01/2015

Other Distribution Date(s): January 1, 2015 to December 31, 2015

**Item 6:** For each security distributed:

a) describe the type of security * Units

b) state the total number of securities distributed. If the security is convertible or exchangeable, describe the type of underlying security, the terms of exercise or conversion and any expiry date

| Total number of securities distributed * | | | Expiry Date | Exercise Price |
|---|---|---|---|---|
| 15,519,164 | ☐ Convertible | ☐ Exchangeable | | |

Description

c) State the exemption(s) relied on. *

- ☑ 45-106-2.3 or s.73.3(2) of the Securities Act (Ontario) [Accredited investor]
- ☐ 45-106-2.5 [Family, friends and business associates - except in Ontario]
- ☐ 45-106-2.9(1) or (2) [Offering memorandum - except in Ontario]
- ☐ 45-106-2.10 [Minimum amount]
- ☐ 45-106-2.12 [Asset acquisition]
- ☐ 45-106-2.13 [Petroleum, natural gas and mining properties]
- ☐ 45-106-2.14 [Securities for debt]
- ☐ 45-106-2.19 [Additional investment in investment funds]
- ☐ 45-106-2.30 [Isolated distribution by issuer]
- ☐ 45-106-5.2 [TSX Venture Exchange offering - except in Ontario]

If an offering memorandum is provided to a prospective purchaser, you are requested to attach an electronic version of the offering memorandum (see section 5.4 of OSC Rule 45-501 - *Ontario Prospectus and Registration Exemptions)*

☐ Check this box if the current version of the offering memorandum relating to this distribution has previously been filed with the OSC and provide the date it was filed. Date

## Details of distribution

**Item 7:** Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside. Do not include in this table, securities issued as payment for commissions or finder's fees disclosed under item 8, below.

| Each jurisdiction where purchasers reside* | Number of purchasers * | Price per security 1 * (Canadian $) Low | Price per security 1 * (Canadian $) High | Total dollar value raised from * purchasers in the jurisdiction (Canadian $) |
|---|---|---|---|---|
| British Columbia | 1 | $ 10.285 | $ 10.756 | 160,769,225.27 |
| Ontario | 5 | $ 9.843 | $ 10.756 | 2,591,926 |

| | |
|---|---|
| ***Total number of purchasers*** | **6** |
| ***Total dollar value of distribution in all jurisdictions (Canadian $)*** | **163,361,151.27** |

Note 1: If securities are issued at different prices list the highest and lowest price the securities were sold for. If securities are issued at the same price, list that price under both "Low" and "High".

## Commissions and finder's fees

**Item 8:** Complete the following table by providing information for each person who has received or will receive compensation in connection with the distribution(s). Compensation includes commissions, discounts or other fees or payments of a similar nature. Do not include payments for services incidental to the distribution, such as clerical, printing, legal or accounting services.

Alternatively, you may provide the same information by completing and uploading the commissions and finder's fee template found at the beginning of the Form.

No commission paid
☑

If the securities being issued as compensation are or include convertible securities, such as warrants or options, please add a footnote describing the terms of the convertible securities, including the term and exercise price. Do not include the exercise price of any convertible security in the total dollar value of the compensation unless the securities have been converted.

Add footnote ☐

☐ Individual ☐ Firm

First Name | Last Name | Firm Name

Street Address | City | Province/Territory (Province or Territory)

Postal/Zip Code | Country (Country)

☐ Cash ☐ Securities | Cash (Canadian $)

Number of securities issued | Type of securities issued (Select Security Type) | Price per security | Exemption relied on (Select Exemption) | Date of distribution

Total dollar value of compensation (Canadian $). Total dollar value should include the value of any securities and cash added together.

### Additional information

You may include in the box below any explanation(s) about the information included in the Form if that will make the information easier to understand. For example, an explanation of currency conversion rates could be included here, if applicable. It is not mandatory to complete this box:

Reallocating one distribution from ON to BC

**Authorization of Indirect Collection of Personal Information for Distributions in Ontario**

**Item 9:** If a distribution is made in Ontario, please include the attached "Authorization of Indirect Collection of Personal Information for Distributions in Ontario." The "Authorization of Indirect Collection of Personal Information for Distributions in Ontario" is only required to be filed with the Ontario Securities Commission.

**Notice - Collection and use of personal information**

The personal information required under this form is collected on behalf of and used by the securities regulatory authorities or, where applicable, the regulators under the authority granted in securities legislation for the purposes of the administration and enforcement of the securities legislation.

If you have any questions about the collection and use of this information, contact the securities regulatory authority or, where applicable, the regulator in the jurisdiction(s) where the form is filed, at the address(es) listed at the end of this report.

**Authorization of Indirect Collection of Personal Information for Distributions in Ontario**

The attached Schedule I contains personal information of purchasers and details of the distribution(s). The issuer/underwriter hereby confirms that each purchaser listed in Schedule I of this report who is resident in Ontario

(a) has been notified by the issuer/underwriter

(i) of the delivery to the Ontario Securities Commission of the information pertaining to the person as set out in Schedule I,

(ii) that this information is being collected indirectly by the Ontario Securities Commission under the authority granted to it in securities legislation,

(iii) that this information is being collected for the purposes of the administration and enforcement of the securities legislation of Ontario, and

(iv) of the title, business address and business telephone number of the public official in Ontario, as set out in this report, who can answer questions about the Ontario Securities Commission's indirect collection of the information, and

(b) has authorized the indirect collection of the information by the Ontario Securities Commission.

☑ The issuer/underwriter confirms the above

## Certificate

On behalf of the issuer, I certify that the statements made in this report are true.

Date: *October 10, 2017

CIBC International Equity Index Pool

Name of the issuer (please print) *

| Alex Muto | Managing Director, Business | 416-408-9478 |
|---|---|---|
| (name) * | (title) * | (phone number) * |

*Alex Muto*

Signature *

☑ I have been authorized to submit this form on behalf of the person signing the form

Print name and title of the person submitting the form

| Melane Cosway | Director, Regulatory Reportin |
|---|---|
| (name) * | (title) * |

**Item 10:** State the name, title and telephone number of the person who may be contacted with respect to any questions regarding the contents of this report, if different than the person signing the certificate.

Same as above
☑

| Name * | Title * | Phone Number * |
|---|---|---|
| | | |

If available, you are requested to provide the Company Name and E-mail address of the person named above.

| Company Name | E-mail |
|---|---|
| CIBC Asset Management | melane.cosway@cibc.ca |

IT IS AN OFFENCE TO MAKE A MISREPRESENTATION IN THIS REPORT.

## Certificate

submissionID