

VERTICALNET INC  
Form SC 13G/A  
December 14, 2005

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934

(Amendment No. 2)\*

Verticalnet, Inc.  
(Name of Issuer)

Common stock, par value \$0.01  
(Title of Class of Securities)

92532L206  
(CUSIP Number)

December 2, 2005  
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

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\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

(Continued on following page(s))  
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- 1) Names of Reporting persons: Canadian Imperial Bank of Commerce  
I.R.S. Identification Nos. of Above Persons (entities only): 13-1942440
- 2) Check the appropriate Box if a Member of a Group (See Instructions)  
(a)  
(b)
- 3) SEC Use Only
- 4) Citizenship of Place of Organization: Canada
- |   |     |                                 |
|---|-----|---------------------------------|
| Number of<br>Shares                                       | (5) | Sole Voting Power: 176,080      |
| Beneficially<br>Owned by Each<br>Reporting<br>Person With | (6) | Shared Voting Power: -0-        |
|   | (7) | Sole Dispositive Power: 176,080 |
|   | (8) | Shared Dispositive Power: -0-   |
- 9) Aggregate Amount Beneficially Owned by Each Reporting Person: 176,080
- 10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see Instructions):
- 11) Percent of Class Represented by Amount in Row 9: 0.37
- 12) Type of Reporting Person (See Instruction): HC

|                     |     |                   |
|---------------------|-----|-------------------|
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|---------------------|-----|-------------------|

- Item 1(a): Name of Issuer:  
Verticalnet, Inc.
- Item 1(b): Address of Issuer's Principal Executive Offices:  
400 Chester Field Parkway  
Malvern, PA 19355
- Item 2(a): Name of Person Filing:  
Canadian Imperial Bank of Commerce
- Item 2(b): Address of Principal Business Office or, if none,  
Residence:  
199 Bay Street  
Toronto, Ontario M5L 1A2  
Canada
- Item 2(c): Citizenship:  
Canada
- Item 2(d): Title of Class of Securities:  
Common Shares, par value \$0.01
- Item 2(e): CUSIP Number:  
92532L206
- Item 3:
- Item 4(a): Amount Beneficially Owned:  
176,080
- Item 4(b): Percent of Class:  
0.37

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|            |  |   |
|------------|--|---|
|            |  |   |
| Item 4(c): | Number of Shares as to Which Such Person Has:  |   |
|            |  |   |
|            | (i)  | Sole power to vote or direct the vote:                |
|            |  | 176,080   |
|            | (ii)   | Shared power to vote or direct the vote:              |
|            |  | -0-   |
|            | (iii)  | Sole power to dispose or direct the disposition of:   |
|            |  | 176,080   |
|            | (iv)   | Shared power to dispose or direct the disposition of: |
|            |  | -0-   |
| Item 5:    | Ownership of Five Percent or Less of a Class:  |   |
|            | Not applicable.  |   |
| Item 6:    | Ownership of More than Five Percent on Behalf of Another Person:   |   |
|            | Not applicable.  |   |
| Item 7:    | Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company: |   |
|            | CIBC Capital Partners Technology Ventures, LLC (OO)  |   |
|            | CIBC WMC Inc. (CO)   |   |
| Item 8:    | Identification and Classification of Members of the Group:   |   |
|            | Not applicable   |   |
| Item 9:    | Notice of Dissolution of Group:  |   |
|            | Not applicable   |   |

|          |                 |
|----------|-----------------|
| Item 10: | Certifications: |
|----------|-----------------|

|                     |     |                   |
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**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: December 14, 2005

CANADIAN IMPERIAL BANK OF COMMERCE

By: /s/ Antonio Molestina  
Name: Antonio Molestina  
Title: Senior Vice President, Deputy General Counsel