

VERTICALNET INC  
Form SC 13G/A  
June 29, 2005

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934

(Amendment No. 1)\*

Verticalnet, Inc.

-----  
(Name of Issuer)

Common Stock, par value \$0.01

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(Title of Class of Securities)

925321L206

-----  
(CUSIP Number)

November 15, 2004\*\*

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(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.

\*\* This is an amendment to Schedule 13G filed on July 26, 2004 by Canadian Imperial Bank of Commerce, the ultimate parent company of CIBC Capital Partners Technology Ventures, LLC and CIBC WMC Inc., and therefore is deemed to be the beneficial owner of the shares. As of December 31, 2004, the aggregate number of shares reported herein represented 5.58% of the Issuer's common stock.

(Continued on following page(s))  
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<p>1) Names of Reporting persons: Canadian Imperial Bank of Commerce I.R.S. Identification Nos. of Above Persons (entities only): 13-1942440</p>		
<p>2) Check the appropriate Box if a Member of a Group (See Instructions)</p> <p>(a) (b)</p>		
<p>3) SEC Use Only</p>		
<p>4) Citizenship of Place of Organization: Canada</p>		
<p>Number of Shares Beneficially Owned by Each Reporting Person With</p>	<p>(5) Sole Voting Power: 2,377,015</p>	
	<p>(6) Shared Voting Power: -0-</p>	
	<p>(7) Sole Dispositive Power: 2,377,015</p>	

	(8) Shared Dispositive Power: -0-
9)	Aggregate Amount Beneficially Owned by Each Reporting Person: 2,377,015
10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see Instructions):
11)	Percent of Class Represented by Amount in Row 9: 5.54
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 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

Item 2(e): CUSIP Number:

92532L206

Item 3:

Item 4(a): Amount Beneficially Owned:

2,377,015

Item 4(b): Percent of Class:

5.54

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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:

2,377,015

(ii) Shared power to vote or direct the vote:

-0-

(iii) Sole power to dispose or direct the disposition of:

2,377,015

(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:

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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:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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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: May 20, 2005

CANADIAN IMPERIAL BANK OF COMMERCE

By: \_\_\_\_\_

Name: Antonio Molestina

Title: Senior Vice President, Deputy General Counsel