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GLOBAL PAYMENTS INC
Form SC 13D/A
October 06, 2003

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D
(Amendment No. 2)

Under the Securities Exchange Act of 1934

Global Payments Inc.

(Name of Issuer)

Common Stock, no par value

(Title of Class of Securities)

37940X 10 2

(CUSIP Number)

Antonio Molestina, Esq.
Vice President and Associate General Counsel
Canadian Imperial Bank of Commerce
245 Park Avenue, 42nd floor
New York, NY 10167
917-332-4307

Copies to:
Lee Meyerson, Esq.
Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, NY 10017
212-455-2000

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

September 25, 2003 - October 2, 2003

(Date of Events Which Require Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of ss.ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box

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(Continued on following pages)

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CUSIP NO.: 37940X 10 2 SCHEDULE 13D

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Canadian Imperial Bank of Commerce

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS
SC (See Item 3 of Initial Schedule 13D)

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
CIBC is a bank organized under the Bank Act (Canada).

| | | |
|--------------|----|--------------------------|
| | 7 | SOLE VOTING POWER |
| NUMBER OF | | 9,017,755 |
| SHARES | 8 | SHARED VOTING POWER |
| BENEFICIALLY | | 0 |
| OWNED BY | 9 | SOLE DISPOSITIVE POWER |
| EACH | | 9,017,755 |
| REPORTING | 10 | SHARED DISPOSITIVE POWER |
| PERSON | | 0 |

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9,017,755

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 24.3%

14 TYPE OF REPORTING PERSON
 CO

Page 3

Item 1: Security and Issuer.

This Amendment No. 2 is filed by Canadian Imperial Bank of Commerce ("CIBC"). Capitalized terms used herein, but not defined herein, shall have the meanings ascribed thereto in the Schedule 13D dated March 20, 2001, filed by CIBC (the "Initial Schedule 13D). This Amendment hereby supplements and amends the Initial Schedule 13D and Amendment No. 1, dated June 6, 2001, filed by CIBC. All items not described herein remain as previously reported in the Initial Schedule 13D.

Item 5: Interest in Securities of the Issuer.

CIBC is the beneficial owner of 9,017,755 shares of GPI Common Stock and has the sole power to vote and dispose of such shares, subject to certain restrictions contained in Item 6 of the Initial Schedule 13D.

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.

CANADIAN IMPERIAL BANK OF COMMERCE

By: /s/ Antonio Molestina

(Signature)

Antonio Molestina / Vice President
and Associate General Counsel

(Name/Title)

October 3, 2003

(Date)