

COMMERCE BANCORP INC /NJ/
Form 4
August 02, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
FALESE ROBERT D

(Last) (First) (Middle)

COMMERCE BANCORP,
INC., 1701 ROUTE 70 EAST

(Street)

CHERRY HILL, NJ 08034

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
COMMERCE BANCORP INC /NJ/
[CBH]

3. Date of Earliest Transaction
(Month/Day/Year)
08/01/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
President, Comm & Inv Banking

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 08/01/2006 | | M | | 132 A \$ 10.92 | 0 | D |
| Common Stock | 08/01/2006 | | M | | 6,608 A \$ 15.3 | 0 | D |
| Common Stock | 08/01/2006 | | M | | 4,984 A \$ 20.06 | 0 | D |
| Common Stock | 08/01/2006 | | M | | 9,344 A \$ 21.4 | 257,376 | D |
| Common Stock | | | | | | 3,508 | I By Wife |

| | | | |
|--------------|--------|---|--------------------------------|
| Common Stock | 404 | I | By Wife - IRA |
| Common Stock | 20,871 | I | ESOP Allocation ⁽¹⁾ |
| Common Stock | 44,500 | I | A&R Foundation |
| Common Stock | 1,631 | I | 401k ⁽²⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|--|---------|--|---------------------------|---|
| | | | | | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | |
| Right to Buy ⁽³⁾ | \$ 10.92 | 08/01/2006 | | M | V | (A) 132 | (D) | 12/15/1999 12/15/2008 | Common Stock 132 |
| Right to Buy ⁽³⁾ | \$ 15.3 | 08/01/2006 | | M | | 6,608 | | 01/31/2002 01/31/2011 | Common Stock 6,608 |
| Right to Buy ⁽³⁾ | \$ 20.06 | 08/01/2006 | | M | | 4,984 | | 02/04/2003 02/04/2012 | Common Stock 150,000 |
| Right to Buy ⁽³⁾ | \$ 21.4 | 08/01/2006 | | M | | 9,344 | | ⁽⁴⁾ 02/18/2013 | Common Stock 150,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FALESE ROBERT D COMMERCE BANCORP, INC. | X | | President, Comm & Inv | |

1701 ROUTE 70 EAST
CHERRY HILL, NJ 08034

Banking

Signatures

Robert D.
Falese, Jr. 08/02/2006

Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reflects ESOP allocations that have occurred since the date of the reporting person's last ownership report.
 - (2) Includes shares acquired under the Company's Dividend Reinvestment Plan.
 - (3) Granted under the Company's 1997 & 2004 Employee Stock Option Plans, which are 16b-3 plans.
 - (4) The stock options are exercisable in 25% increments on the first, second, third and fourth anniversaries of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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