

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	(A) or (D)	Price
Common Stock	08/01/2006		M		132	A	\$ 10.92
Common Stock	08/01/2006		M		6,608	A	\$ 15.3
Common Stock	08/01/2006		M		4,984	A	\$ 20.06
Common Stock	08/01/2006		M		9,344	A	\$ 21.4
Common Stock							257,376
Common Stock							3,508
						I	By Wife

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

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

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(9-02)

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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Right to Buy <u>(3)</u>	\$ 10.92	08/01/2006		M		12/15/1999	12/15/2008	Common Stock	132
Right to Buy <u>(3)</u>	\$ 15.3	08/01/2006		M		01/31/2002	01/31/2011	Common Stock	6,608
Right to Buy <u>(3)</u>	\$ 20.06	08/01/2006		M		02/04/2003	02/04/2012	Common Stock	150,000
Right to Buy <u>(3)</u>	\$ 21.4	08/01/2006		M		<u>(4)</u>	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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