COMMERCE BANCORP INC /NJ/

Form 4 June 29, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

Washington, D.C. 20549 Check this box

3235-0287 Number:

if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

SECURITIES

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * DIFLORIO DENNIS M	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
	COMMERCE BANCORP INC /NJ/ [CBH]			
(Last) (First) (Middle) COMMERCE BANCORP	3. Date of Earliest Transaction (Month/Day/Year) 06/27/2005	X Director 10% Owner Officer (give title below) Other (specification)		
INC, 1701 ROUTE 70 EAST	00/2/12003	President/Retail		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
CHERRY HILL, NJ 08034	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City) (State) (Zin)				

(City)	(State)	(Zıp)	Table I - Nor	n-Derivative Securities Acc	quired, Disposed	of, or Bo	eneficially Owned
.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6.	7. Nature of

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed 3. 4. Securities Execution Date, if Transaction(A) or Disp any Code (Instr. 3, 4 (Month/Day/Year) (Instr. 8)				of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	06/27/2005		M	40,718	A	\$ 8.05	0	D	
Common Stock	06/27/2005		F	11,107	D	\$ 29.51	0	D	
Common Stock	06/27/2005		S <u>(1)</u>	19,643	D	\$ 29.51	644,610	D	
Common Stock							51,276	I	By Wife
Common Stock							7,924	I	401(k)

Edgar Filing: COMMERCE BANCORP INC /NJ/ - Form 4

Common Stock 35,418 I ESOP Allocation

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(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. Transactio Code (Instr. 8)	ctiorDerivative Securities		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 (2)	\$ 8.05	06/27/2005		M		40,718	12/16/1998	12/16/2007	Common Stock	40,718

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DIFLORIO DENNIS M COMMERCE BANCORP INC 1701 ROUTE 70 EAST CHERRY HILL, NJ 08034	X		President/Retail				

Signatures

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).

Dolotionchin

- The reporting person contributed Commerce Bancorp, Inc. common stock to an exchange fund in exchange for shares of the exchange (1) fund. The Commerce Bancorp, Inc. common stock was valued at \$29.51 per share for the purpose of determining the number of shares of the exchange fund issuable to the reporting person.
- (2) Granted under the Company's 1997 & 2004 Employee Stock Option Plans, which are 16b-3 plans.

Reporting Owners 2

Edgar Filing: COMMERCE BANCORP INC /NJ/ - Form 4

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.