

COMMERCE BANCORP INC /NJ/

Form 4

September 22, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HILL VERNON W II

(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)
09/20/2005

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)
Chairman, CEO & President

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)
Common Stock				(A) or (D)	1,294,221	D	
Common Stock					90,078	I	By Wife
Common Stock	09/20/2005		C	7,582 A <u>(2)</u>	79,078	I	InterArch
Common Stock					325,808	I	InterArch PS Plan
Common Stock	09/20/2005		C	7,582 A <u>(2)</u>	253,154	I	Hill Family Trust

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Common Stock	09/20/2005	G	V	9,487	D	\$ 30.92	312,653	I	Hill Foundation
Common Stock	09/20/2005	J ⁽¹⁾		328	A	\$ 30.44	309,068	I	J.V. Properties
Common Stock							291,084	I	S.J. Dining
Common Stock							297,332	I	U.S. Restaurants
Common Stock							207,360	I	Site Development
Common Stock							9,045	I	Galloway National Golf
Common Stock							6,300	I	401 (k)
Common Stock							75,296	I	ESOP Allocation

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)	8. Derivative Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
5.95% Conv Trust Pref Sec of Comm Cap Trust II	(2)	09/20/2005		C	4,000	(2) 03/11/2032	Common Stock	7,582

5.95%

Conv

Trust

Pref Sec

of (2)

09/20/2005

C

4,000

(2)

03/11/2032

Common
Stock

7,582

Comm

Cap

Trust II

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HILL VERNON W II COMMERCE BANCORP, INC 1701 ROUTE 70 EAST CHERRY HILL, NJ 08034	X		Chairman, CEO & President	

Signatures

Vernon W. Hill 09/22/2005

__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) Purchase under DRIP
- (2) On August 15, 2005, the Company announced the redemption of its publicly traded 5.95% Convertible Trust Preferred Securities issued by Commerce Capital Trust II on May 11, 2002. Pursuant to the terms of the Indenture, each Convertible Trust Preferred Security was converted into 1.8956 shares of Commerce Bancorp, Inc. common stock (equal to a conversion price of approximately \$26.38).

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.