COMMERCE BANCORP INC /NJ/

Form 4 March 10, 2005

FORM 4

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

OMB APPROVAL

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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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

1(b).

(Print or Type Responses)

1. Name and AMUSUME	2. Issuer Name and Ticker or Trading Symbol COMMERCE BANCORP INC /NJ/ [CBH]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	(Month/Day/Year) MERCE BANCORP 701 ROUTE 70 EAST				ansaction			below)	Director 10% Owner Officer (give title Other (specify below) Executive Vice President		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
CHERRY HILL, NJ 08034									Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tab	le I - No	n-D	erivative	Secur	ities Ac	equired, Disposed	d of, or Benefic	cially Owned
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution	emed on Date, if (Day/Year)	3. Transac Code (Instr. 3		4. Securi nAcquired Disposed (Instr. 3,	l (A) o l of (E))	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	10/26/2004			G	V	4,000	D	\$0	404,068 (1)	D	
Common Stock	10/26/2004			G		4,000	A	\$0	14,900 (1)	I	Musumeci Foundation
Common Stock									61,180 (1)	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)

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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 (3)	\$ 31.38	03/08/2005		A	50,000	<u>(4)</u>	03/08/2015	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MUSUMECI PETER M JR COMMERCE BANCORP INC 1701 ROUTE 70 EAST			Executive Vice				
CHERRY HILL NI 2002 4			President				

Signatures

Person

CHERRY HILL, NJ 08034

Peter M.
Musumeci, Jr.

**Signature of Reporting

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 the company's two-for-one stock split, in the form of a 100% stock dividend, that was declared on February 15, 2005 and effective March 7, 2005.
- (2) Reflects the ESOP Allocations that have occurred since the date of the reporting person's last ownership report.
- (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 1st, 2nd, 3rd and 4th anniversaries of the grant dates.

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.

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