

COMMERCE BANCORP INC /NJ/  
Form 4  
March 23, 2007

**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 \*  
**HILL VERNON W II**

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

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, CEO & President

(Last) (First) (Middle)

**COMMERCE BANCORP,  
INC, 1701 ROUTE 70 EAST**

3. Date of Earliest Transaction (Month/Day/Year)  
**03/21/2007**

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

(Street)

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

**CHERRY HILL, NJ 08034**

(City) (State) (Zip)

**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	03/21/2007		M <sup>(1)</sup>	578,792 A \$ 8.05 0		D	
Common Stock	03/21/2007		M <sup>(1)</sup>	551,240 A \$ 10.15 0		D	
Common Stock	03/21/2007		M <sup>(1)</sup>	440,992 A \$ 10.92 0		D	
Common Stock	03/21/2007		M <sup>(1)</sup>	419,996 A \$ 9.64 0		D	
Common Stock	03/21/2007		M <sup>(1)</sup>	400,000 A \$ 15.3 0		D	

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Common Stock	01/19/2007		F <sup>(1)</sup>	1,377,314	D	\$ 0	2,621,565	D	
Common Stock							90,078	I	By Wife
Common Stock							71,496	I	InterArch
Common Stock							333,390	I	InterArch PS Plan
Common Stock							253,154	I	Hill Family Trust
Common Stock							371,988	I	Hill Foundation
Common Stock							314,433	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							7,911	I	401 (k)
Common Stock							77,544	I	401(k) 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.**

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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 Number Shares

Right to Buy <sup>(2)</sup>	\$ 8.05	03/21/2007	M <sup>(1)</sup>	578,792	12/16/1998	12/16/2007	Common Stock	578,79
Right to Buy <sup>(2)</sup>	\$ 10.15	03/21/2007	M <sup>(1)</sup>	551,240	06/29/1999	06/29/2008	Common Stock	551,24
Right to Buy <sup>(2)</sup>	\$ 10.93	03/21/2007	M <sup>(1)</sup>	440,992	12/15/1999	12/15/2008	Common Stock	440,99
Right to Buy <sup>(2)</sup>	\$ 9.64	03/21/2007	M <sup>(1)</sup>	419,996	12/21/2000	12/21/2009	Common Stock	419,99
Right to Buy <sup>(2)</sup>	\$ 15.3	03/21/2007	M <sup>(1)</sup>	400,000	01/31/2002	01/31/2011	Common Stock	400,00

## 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 03/23/2007

\*\*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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 21, 2007.
- (2) Granted under the Company's 1997 and 2004 Employee Stock Option Plans, which are 16b-3 plans.

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.