

COMMERCE BANCORP INC /NJ/  
Form 3  
April 06, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â Graziano Fred                           |         | (Month/Day/Year)                     | COMMERCE BANCORP INC /NJ/ [CBH]                    |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|   |         | 04/02/2007                           |  |  |
| 1701 ROUTE 70 EAST                        |         |                                      | (Check all applicable)                             |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
| CHERRY HILL,Â NJÂ 08034                   |         |                                      | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
| (City)                                    | (State) | (Zip)                                | (give title below)                                 | (specify below)  |
|   |         |                                      | President  |  |
|   |         |                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|   |         |                                      |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      |  | <input type="checkbox"/> Form filed by More than One Reporting Person  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 1,535   | D  | Â   |
| Common Stock                    | 2,100   | I  | Trust for Minor Children                              |
| Common Stock                    | 18,425  | I  | 401k Allocation                                       |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|--|--|--|---------------------------|----------------------|--|
|--|--|--|---------------------------|----------------------|--|

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|                                    | Date Exercisable | Expiration Date | (Instr. 4)<br>Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|--|------------|
| Right to Buy <u>(2)</u>            | 12/16/1998       | 12/16/2007      | Common Stock        | 4                          | \$ 8.05                      | D  | Â          |
| Right to Buy <u>(1)</u> <u>(2)</u> | 01/31/2002       | 01/31/2011      | Common Stock        | 60,000                     | \$ 15.3                      | D  | Â          |
| Right to Buy <u>(1)</u> <u>(2)</u> | 02/04/2003       | 02/04/2012      | Common Stock        | 30,000                     | \$ 20.06                     | D  | Â          |
| Right to Buy <u>(1)</u> <u>(2)</u> | 02/18/2004       | 02/18/2013      | Common Stock        | 40,000                     | \$ 21.4                      | D  | Â          |
| Right to Buy <u>(1)</u> <u>(2)</u> | 02/03/2005       | 02/03/2014      | Common Stock        | 40,000                     | \$ 29.45                     | D  | Â          |
| Right to Buy <u>(1)</u>            | 03/08/2006       | 03/08/2015      | Common Stock        | 30,000                     | \$ 31.38                     | D  | Â          |
| Right to Buy <u>(1)</u>            | Â <u>(3)</u>     | 03/14/2016      | Common Stock        | 40,000                     | \$ 36.37                     | D  | Â          |
| Right to Buy <u>(1)</u>            | Â <u>(3)</u>     | 03/20/2017      | Common Stock        | 40,000                     | \$ 33.12                     | D  | Â          |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |             |       |
|--|---------------|-----------|-------------|-------|
|  | Director      | 10% Owner | Officer     | Other |
| Graziano Fred<br>1701 ROUTE 70 EAST<br>CHERRY HILL,Â NJÂ 08034 | Â             | Â         | Â President | Â     |

## Signatures

Fred Graziano 04/06/2007

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) Granted under the Company's 1997 & 2004 Employee Stock Option Plans, which are 16b-3 plans.

(2) Reflects the Company's two-for-one stock split, in the form of a 100% stock dividend, that was declared on February 15, 2005.

(3) The stock options are exercisable in 25% increments on the 1st, 2nd, 3rd and 4th 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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