

COMMERCE BANCSHARES INC /MO/

Form 4

July 21, 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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KEMPER DAVID W

2. Issuer Name **and** Ticker or Trading
Symbol

**COMMERCE BANCSHARES INC
/MO/ [CBSH]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

1000 WALNUT ST., 7TH FLOOR

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)

07/19/2005

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chairman of the Board, CEO

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person

☐ Form filed by More than One Reporting
Person

KANSAS CITY, MO 64106

(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	07/19/2005		M		28,103	A	\$ 32.5482
Common Stock	07/19/2005		S		28	D	\$ 54
Common Stock	07/19/2005		S		100	D	\$ 54.1
Common Stock	07/19/2005		S		100	D	\$ 54.13
Common Stock	07/19/2005		S		300	D	\$ 53.86

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Common Stock	07/19/2005	S	400	D	\$ 53.89	1,035,857	D	
Common Stock	07/19/2005	S	600	D	\$ 54.12	1,035,257	D	
Common Stock	07/19/2005	S	668	D	\$ 53.88	1,034,589	D	
Common Stock	07/19/2005	S	3,000	D	\$ 53.95	1,031,589	D	
Common Stock	07/19/2005	S	1,200	D	\$ 53.87	1,030,389	D	
Common Stock	07/19/2005	S	1,300	D	\$ 53.93	1,029,089	D	
Common Stock	07/19/2005	S	5,903	D	\$ 53.83	1,023,186	D	
Common Stock	07/19/2005	S	1,800	D	\$ 53.82	1,021,386	D	
Common Stock	07/19/2005	S	12,704	D	\$ 53.8	1,008,682	D	
Common Stock	07/20/2005	M	60,628	A	\$ 32.5482	1,069,310	D	
Common Stock	07/20/2005	S	1,000	D	\$ 53.61	1,068,310	D	
Common Stock	07/20/2005	S	59,628	D	\$ 53.5	1,008,682	D	
Common Stock						1,534	I	Bank cust for son
Common Stock						19,031	I	CB Kemper Trust
Common Stock						19,035	I	EC Kemper Trust
Common Stock						6,049	I	Exec Comp Plan
Common Stock						19,035	I	JW Kemper Trust
Common Stock						2,002,568	I	James M Kemper Trust
Common Stock						39,897	I	MLK Trust-

Common Stock	143,533	I	JMK issue Tower Properties Co
Common Stock	19,022	I	WL Kemper Trust

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

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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. 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 or Number of Shares
Stock Option (right to buy)	\$ 32.5482	07/19/2005		M		28,103		03/06/2001	03/05/2011	Common Stock	28,103
Stock Option (right to buy)	\$ 32.5482	07/20/2005		M		60,628		03/06/2001	03/05/2011	Common Stock	60,628

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KEMPER DAVID W 1000 WALNUT ST., 7TH FLOOR KANSAS CITY, MO 64106	X		Chairman of the Board, CEO	

Signatures

By: Jeffery Aberdeen For: David W.
Kemper

07/21/2005

__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).

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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