

COMMERCE BANCSHARES INC /MO/
Form 4
December 03, 2007

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
CLARK A BAYARD III

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)
8000 FORSYTH BLVD.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/30/2007

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Executive Vice President

CLAYTON, MO 63105

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 11/30/2007 | | M | A | \$ 27.5238 | 55,830 | D |
| Common Stock | 11/30/2007 | | M | A | \$ 27.5238 | 61,572 | D |
| Common Stock ⁽¹⁾ | 11/30/2007 | | S | D | \$ 45.4 | 59,555 | D |
| Common Stock | 11/30/2007 | | S | D | \$ 45.6 | 59,057 | D |
| Common Stock | 11/30/2007 | | S | D | \$ 45.61 | 58,947 | D |

Edgar Filing: COMMERCE BANCSHARES INC /MO/ - Form 4

| | | | | | | | |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 11/30/2007 | S | 529 | D | \$ 45.63 | 58,418 | D |
| Common Stock | 11/30/2007 | S | 300 | D | \$ 45.68 | 58,118 | D |
| Common Stock | 11/30/2007 | S | 3,406 | D | \$ 45.74 | 54,712 | D |
| Common Stock | 11/30/2007 | S | 96 | D | \$ 45.75 | 54,616 | D |
| Common Stock | 11/30/2007 | S | 800 | D | \$ 45.78 | 53,816 | D |
| Common Stock | 11/30/2007 | S | 1,400 | D | \$ 45.77 | 52,416 | D |

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.

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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 27.5238 | 11/30/2007 | | M | 3,414 | 02/05/1998 02/05/2008 | Common Stock | 3,414 |
| Stock Option (right to buy) | \$ 27.5238 | 11/30/2007 | | M | 5,742 | 02/05/1998 02/05/2008 | Common Stock | 5,742 |

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners

Director 10% Owner Officer Other

CLARK A BAYARD III
8000 FORSYTH BLVD.
CLAYTON, MO 63105

Executive Vice President

Signatures

By: Jeffery Aberdeen For: Alexander Bayard
Clark

12/03/2007

__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) Stock holdings adjusted to include 5% stock dividend. Record date 11/29/2007. Payable date 12/13/2007.

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.