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COMMERCE BANCSHARES INC /MO/

Form 4 March 02, 2016

FORM 4

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

OMB Number: 3235-0287 January 31,

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: 2005
Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Form 4 or 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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Kellerhals P	Symbol				ng	Issuer					
			COMM /MO/ [C	ERCE BA	ANCSHA	ARES	S INC	(Chec	ck all applicable)	
(Last)	(First)	Middle)		of Earliest Transaction			Director _X_ Officer (give	Owner er (specify			
8000 FORSYTH BLVD			(Month/Day/Year) 02/27/2016					below) below) Senior Vice President			
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
	Filed(Mor	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person				
ST. LOUIS, MO 63105								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)	Pransaction Date 2A. Deemed enth/Day/Year) Execution D any (Month/Day/		3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	02/27/2016			F	137	D	\$ 42.48	5,753	D		
Common Stock	03/01/2016			F	129	D	\$ 43.91	5,624	D		
Common Stock	03/01/2016			A	854	A	\$ 0	6,478	D		
Common Stock								16,994	I	401(k)	

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

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5. Number

6. Date Exercisable and

SEC 1474 (9-02)

7. Title and Amou

I I., J., J., J., C.

Stock

number.

4.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Security (Instr. 3)		or Exercise Price of Derivative Security	(Month/Day/Year)	execution Date, if any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)	
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amor Or Nur of Shar
	Stock Appreciation	\$ 43.91	03/01/2016		A	1,556	03/01/2017(1)	03/01/2026	Common	1,:

Reporting Owners

2.

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Kellerhals Patricia R

1. Title of

Rights

8000 FORSYTH BLVD Senior Vice President

3. Transaction Date 3A. Deemed

ST. LOUIS, MO 63105

Signatures

/s/ Jeffery D. Aberdeen for Patricia R. 03/02/2016 Kellerhals

> **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) This stock appreciation right vests in four equal annual installments beginning on March 1, 2017.

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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