

BERSHAD JACK R

Form 4/A

September 23, 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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BERSHAD JACK R

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O BLANK ROME LLP, ONE
LOGAN SQUARE

3. Date of Earliest Transaction
(Month/Day/Year)
09/20/2005

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

(Street)
PHILADELPHIA, PA 19103-6998

4. If Amendment, Date Original
Filed(Month/Day/Year)
09/22/2005

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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	09/20/2005		C		3,791	A	<u>11</u>	83,129 D
Common Stock	09/20/2005		C		1,896	A	<u>11</u>	64,586 I By Wife
Common Stock	09/23/2005		J ⁽²⁾		0	A	\$ 0 0	I Helen Bershad Foundation

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**

SEC 1474
(9-02)

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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. I	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
5.95% Conv Trust Pref Sec of Comm Cap Trust II	<u>(1)</u>	09/20/2005		C		2,000		<u>(1)</u>	03/11/2032	Common Stock	3,791
5.95% Conv Trust Pref Sec of Comm Cap Trust II	<u>(1)</u>	09/20/2005		C		1,000		<u>(1)</u>	03/11/2032	Common Stock	1,896

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERSHAD JACK R C/O BLANK ROME LLP ONE LOGAN SQUARE PHILADELPHIA, PA 19103-6998		X		

Signatures

Jack R. Bershad

09/23/2005

__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).

(1) On August 15, 2005, the Company announced the redemption of its publicly traded 5.95% Convertible Trust Preferred Securities issued by Commerce Capital Trust II on May 11, 2002. Pursuant to the terms of the Indenture, each Convertible Trust Preferred Security was converted into 1.8956 shares of Commerce Bancorp, Inc. common stock (equal to a conversion price of approximately \$26.38).
- (2) Clerical Error

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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