

Edgar Filing: DIFRANCESCO DONALD T - Form 4

DIFRANCESCO DONALD T  
Form 4  
April 24, 2003

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OMB APPROVAL  
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box if no longer subject to Section 16. Form 4 or Form 5  
obligations may continue. See Instruction 1(b).

(Print of Type Responses)

1. Name and Address of Reporting Person\*

DiFrancesco Donald T.  
-----  
(Last) (First) (Middle)

DiFrancesco, Bateman, Coley, Yospin, Kunzman, Davis & Lehrer, P.C.,  
15 Mountain Blvd.  
-----  
(Street)

Warren NJ 07059  
-----  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Commerce Bancorp, Inc. (CBH)

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Day/Year

April 21, 2003

5. If Amendment, Date of Original (Month/Day/Year)

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6. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

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

( \_\_\_\_\_ )  
 -----

7. Individual or Joint/Group Filing (Check Applicable line)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of,  
or Beneficially Owned

| 1.<br>Title of Security<br>(Instr. 3) | 2.<br>Trans-<br>action<br>Date<br>(mm/dd/yy) | 2A.<br>Deemed<br>Execution<br>Date, if<br>any<br>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8) |   | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |                  |         |
|---------------------------------------|--|---|---|---|--|------------------|---------|
|                                       |  |   | Code                                    | V | Amount   | (A)<br>or<br>(D) | Price   |
| Common Stock                          | 4/22/03                                      |   | P                                       |   | 275 s/s  | A                | \$37.83 |
| Common Stock                          |  |   |   |   |  |                  |         |
| Common Stock                          | 4/21/03                                      |   | *J                                      |   | 11 s/s   | A                | \$36.15 |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (\*J Purchase Under Drip)

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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

| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(mm/dd/<br>yy) | 3A.<br>Deemed<br>Execut-<br>ion<br>Date if<br>any<br>(mm/dd/<br>yy) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8)<br>-----<br>Code V | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>-----<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>-----<br>Date Expira-<br>tion<br>Date | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares |
|--|---|--|---|--|--|---|--|
| Right to Buy<br>**                                     | \$40.12   |  |   |  |  | 02/04/03 02/14/12   | Common<br>Stock 5,000  |
| Right to Buy<br>**                                     | \$42.80   |  |   |  |  | 02/18/04 02/18/13   | Common<br>Stock 1,250  |
| Right to Buy<br>**                                     | \$42.80   |  |   |  |  | 02/18/05 02/18/13   | Common<br>Stock 1,250  |
| Right to Buy<br>**                                     | \$42.80   |  |   |  |  | 02/18/06 02/18/13   | Common<br>Stock 1,250  |
| Right to Buy<br>**                                     | \$42.80   |  |   |  |  | 02/18/07 02/18/13   | Common<br>Stock 1,250  |

Explanation of Responses: \*\* Granted under the Company's 1984, 1994 and 1997 Stock Option Plans, which are 16b-3 plans.

/s/ Donald T. DiFrancesco

4/20/03

\*\*Signature of Reporting Person

Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The filing of this Statement shall not be construed as an admission (a) that the

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person filing this Statement is, for the purposes of Section 16 of the Securities Exchange Act of 1934 (as amended), the beneficial owner of any equity securities covered by this Statement, or (b) that this Statement is legally required to be filed by such person.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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