

COMMERCE BANCORP INC /NJ/
Form 8-K
January 16, 2007

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) January 16, 2007

Commerce Bancorp, Inc.

(Exact name of Registrant as specified in its charter)

| | | |
|---|--|---|
| New Jersey (State or other jurisdiction of incorporation or organization) | 1-12069 (Commission File Number) | 22-2433468 (I.R.S. Employer Identification No.) |
|---|--|---|

Commerce Atrium, 1701 Route 70 East, Cherry Hill, NJ 08034-5400
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including
area code: (856) 751-9000

N/A
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant

under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On January 16, 2007 the Registrant issued a press release reporting its results for the fourth quarter of 2006. Included in the release are the following non-GAAP financial measures: the quarterly growth percentages for net income and net income per share, which exclude certain non-recurring, prior year charges. The non-recurring charges, recorded in the fourth quarter of 2005, were primarily associated with the repositioning of the Company's investment portfolio. The Company believes these non-GAAP measures provide useful information to investors as they may assist in evaluating the Company's operations, particularly in making meaningful period-over-period comparisons that might otherwise be distorted. Investors should be aware that non-GAAP measures have inherent limitations and should be read only in conjunction with the Company's consolidated financial statements prepared in accordance with GAAP. A copy of the press release is attached as Exhibit 99.1 to this report.

On January 16, 2007 the Registrant also made certain supplemental information available. A copy of the supplemental information is attached as Exhibit 99.2 to this report.

Item 8.01 OTHER EVENTS

In connection with the release of its results for the fourth quarter of 2006, the Registrant reported it has been advised that an investigation is being conducted by the Office of the Comptroller of the Currency, in conjunction with the Board of Governors of the Federal Reserve System. A copy of the press release is attached as Exhibit 99.1 to this report (see page 14 under Other Matters).

Item 9.01. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

99.1 Press Release, dated January 16, 2007.

99.2 Supplemental Information.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Commerce Bancorp, Inc.

January 16, 2007

By: /s/ Douglas J. Pauls
Name: Douglas J. Pauls
Title: Executive Vice President and
Chief Financial Officer

Exhibit Index

| Number | Description |
|---------------|---|
| <u>99.1</u> | <u>Press Release, dated January 16, 2007.</u> |
| <u>99.2</u> | <u>Supplemental Information.</u> |
