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

#### COMMERCE BANCSHARES INC /MO/

Form 4

February 08, 2017

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

3235-0287 Number:

January 31, Expires: 2005

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue.

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

1(b).

(Print or Type Responses)

See Instruction

| 1. Name and Address of Reporting Person * FOSTER SARA E |         |       | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>COMMERCE BANCSHARES INC<br>/MO/ [CBSH] | 5. Relationship of Reporting Person(s) to<br>Issuer  (Check all applicable)  |  |  |  |  |
|---|---------|-------|---|--|--|--|--|--|
| (Last) (First) (Middle) 1000 WALNUT ST., 7TH FLOOR      |         | , ,   | 3. Date of Earliest Transaction (Month/Day/Year) 02/06/2017                                     | Director 10% Owner Other (specification) below)  Executive Vice President  |  |  |  |  |
| (Street)  KANSAS CITY, MO 64106                         |         |       | 4. If Amendment, Date Original Filed(Month/Day/Year)  | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ 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 Benefici                          |  |  |  |  |  |

| (City)                         | (State)                              | (Zip) Tabl  | le I - Non-I             | Derivative | Secu | rities Acqui         | red, Disposed of,  | or Beneficiall   | y Owned   |
|--------------------------------|--------------------------------------|---|--------------------------|------------|------|----------------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Code (Instr. 3, 4 and 5) |            |      | (D)                  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|                                |                                      |   | Code V                   | Amount     | (D)  | Price                | (Instr. 3 and 4)   |  |   |
| Common<br>Stock                | 02/06/2017                           |   | F                        | 388        | D    | \$ 56.59             | 53,199   | D  |   |
| Common<br>Stock                | 02/07/2017                           |   | S                        | 1,816      | D    | \$<br>56.5599<br>(1) | 51,383   | D  |   |
| Common<br>Stock                |                                      |   |                          |            |      |                      | 13,829   | I  | 401(k)  |

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

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displays a currently valid OMB control number.

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

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.          | 5.         | 6. Date Exerc | cisable and | 7. Titl | le and   | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|-------------|------------|---------------|-------------|---------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transaction | orNumber   | Expiration D  | ate         | Amou    | ınt of   | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code        | of         | (Month/Day/   | Year)       | Under   | lying    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)  | Derivative | e             |             | Secur   | ities    | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |             | Securities |               |             | (Instr. | 3 and 4) |             | Own    |
|             | Security    |                     |                    |             | Acquired   |               |             |         |          |             | Follo  |
|             | •           |                     |                    |             | (A) or     |               |             |         |          |             | Repo   |
|             |             |                     |                    |             | Disposed   |               |             |         |          |             | Trans  |
|             |             |                     |                    |             | of (D)     |               |             |         |          |             | (Instr |
|             |             |                     |                    |             | (Instr. 3, |               |             |         |          |             | `      |
|             |             |                     |                    |             | 4, and 5)  |               |             |         |          |             |        |
|             |             |                     |                    |             |            |               |             |         |          |             |        |
|             |             |                     |                    |             |            |               |             |         | Amount   |             |        |
|             |             |                     |                    |             |            | Date          | Expiration  | m: .1   | or       |             |        |
|             |             |                     |                    |             |            | Exercisable   | Date        | Title   | Number   |             |        |
|             |             |                     |                    |             |            |               |             |         | of       |             |        |
|             |             |                     |                    | Code V      | (A) (D)    |               |             |         | Shares   |             |        |

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FOSTER SARA E 1000 WALNUT ST 7T

1000 WALNUT ST., 7TH FLOOR KANSAS CITY, MO 64106 **Executive Vice President** 

## **Signatures**

By: Jeffery D. Aberdeen For: Sara E. Foster

02/08/2017

\*\*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) Sale prices ranged from \$56.4548 to \$56.64.

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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