

COMMERCE BANCSHARES INC /MO/
Form 4
July 21, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KEMPER DAVID W

2. Issuer Name and Ticker or Trading Symbol
COMMERCE BANCSHARES INC /MO/ [CBSH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1000 WALNUT ST., 7TH FLOOR
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/19/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board, CEO

KANSAS CITY, MO 64106

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

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	07/19/2005		M		28,103 A \$ 32.5482	D	
Common Stock	07/19/2005		S		28 D \$ 54	D	
Common Stock	07/19/2005		S		100 D \$ 54.1	D	
Common Stock	07/19/2005		S		100 D \$ 54.13	D	
Common Stock	07/19/2005		S		300 D \$ 53.86	D	

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Common Stock	07/19/2005	S	400	D	\$ 53.89	1,035,857	D	
Common Stock	07/19/2005	S	600	D	\$ 54.12	1,035,257	D	
Common Stock	07/19/2005	S	668	D	\$ 53.88	1,034,589	D	
Common Stock	07/19/2005	S	3,000	D	\$ 53.95	1,031,589	D	
Common Stock	07/19/2005	S	1,200	D	\$ 53.87	1,030,389	D	
Common Stock	07/19/2005	S	1,300	D	\$ 53.93	1,029,089	D	
Common Stock	07/19/2005	S	5,903	D	\$ 53.83	1,023,186	D	
Common Stock	07/19/2005	S	1,800	D	\$ 53.82	1,021,386	D	
Common Stock	07/19/2005	S	12,704	D	\$ 53.8	1,008,682	D	
Common Stock	07/20/2005	M	60,628	A	\$ 32.5482	1,069,310	D	
Common Stock	07/20/2005	S	1,000	D	\$ 53.61	1,068,310	D	
Common Stock	07/20/2005	S	59,628	D	\$ 53.5	1,008,682	D	
Common Stock						1,534	I	Bank cust for son
Common Stock						19,031	I	CB Kemper Trust
Common Stock						19,035	I	EC Kemper Trust
Common Stock						6,049	I	Exec Comp Plan
Common Stock						19,035	I	JW Kemper Trust
Common Stock						2,002,568	I	James M Kemper Trust
Common Stock						39,897	I	MLK Trust-

Common Stock	143,533	I	JMK issue Tower Properties Co
Common Stock	19,022	I	WL Kemper Trust

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

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 32.5482	07/19/2005		M	28,103	03/06/2001 03/05/2011	Common Stock 28,103
Stock Option (right to buy)	\$ 32.5482	07/20/2005		M	60,628	03/06/2001 03/05/2011	Common Stock 60,628

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KEMPER DAVID W 1000 WALNUT ST., 7TH FLOOR KANSAS CITY, MO 64106	X		Chairman of the Board, CEO	

Signatures

By: Jeffery Aberdeen For: David W.
Kemper

07/21/2005

__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).

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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