

KEMPER JONATHAN M

Form 4

February 13, 2019

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
KEMPER JONATHAN M

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)  
02/11/2019

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

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

KANSAS CITY, MO 64106

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |         |   |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|---------|---|
|                                       |                                         |                                                             | Code                     | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |         |   |
| Common<br>Stock                       | 02/11/2019                              |                                                             | F                        |                                                                         | 2,638                                                                                                              | D                                                                       | \$<br>60.62                                                       | 943,600 | D |
| Common<br>Stock                       |                                         |                                                             |                          |                                                                         |                                                                                                                    |                                                                         |                                                                   | 53,805  | I |
| Common<br>Stock                       |                                         |                                                             |                          |                                                                         |                                                                                                                    |                                                                         |                                                                   | 19,730  | I |
| Common<br>Stock                       |                                         |                                                             |                          |                                                                         |                                                                                                                    |                                                                         |                                                                   | 35,453  | I |
|                                       |                                         |                                                             |                          |                                                                         |                                                                                                                    |                                                                         |                                                                   | 9,142   | I |

Charlotte  
Kemper  
Irrev Trust

David BR  
Kemper  
Ext Trust

# Edgar Filing: KEMPER JONATHAN M - Form 4

|              |         |   |  |                             |
|--------------|---------|---|--|-----------------------------|
| Common Stock |         |   |  | David BR Kemper Irrev Trust |
| Common Stock | 138,265 | I |  | Exec Comp Plan              |
| Common Stock | 35,684  | I |  | Irrev Trust For Self        |
| Common Stock | 6,285   | I |  | Nicolas Kemper Irrev Trust  |
| Common Stock | 35,416  | I |  | Nicolas Kemper Trust        |
| Common Stock | 201,901 | I |  | Tower Properties Co         |

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 required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |         |       |
|--------------------------------|---------------|-----------|---------|-------|
|                                | Director      | 10% Owner | Officer | Other |
|                                | X             |           |         |       |

KEMPER JONATHAN M  
1000 WALNUT ST., 7TH FLOOR  
KANSAS CITY, MO 64106

## Signatures

By: Jeffery D. Aberdeen For: Jonathan M.  
Kemper

02/13/2019

\_\_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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