### COMMERCE BANCORP INC /NJ/

Form 4 March 10, 2003

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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 Rep	orting Person*		
Lewis	Steven	М.	
(Last)	(First)	(Middle)	
	US Restaurants, Inc. 1780 Swede Road		
	(Street)		
Blue Bell	PA	19401	
(City)		(Zip)	
2. Issuer Name and Ticker	or Trading Symbol		
Commerce Bancorp, In	c. (CBH)		
3. I.R.S. Identification N	umber of Reporting Per	son, if an entity	(voluntary)
473-58-2605			
4. Statement for Month/Day	/Year		
February 2003			
5. If Amendment, Date of C	riginal (Month/Day/Yea	r)	

6.	Relationship of Reporting Person(s) to Issuer (Check all applicable)							
		Director Officer (give tit	le below)		10% Owner Other (spec	ify below)		
7.	Indi	vidual or Joint/Gr	oup Filing	(Check Appli	cable line)			
		Form Filed by One Form Filed by Mor			rson			
		Table I Non-D	erivative S or Benefi	ecurities Ac cially Owned	quired, Dispo	sed of,		
						4. Securities Acqu Disposed of (D) (Instr. 3, 4 an		(A) or
1.	o	Coourity	action		(Instr. 8)		(A)	
		Security ) 				- Amount 	or (D)	Price
Commo		ock						
Commo	on St							
Commo	on St							
	on St	ock						
Commo	on St							
Commo	on St	ock						

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

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

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	2.	2A. Deemed		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			
1. Title of Security (Instr. 3)			(Instr. 8)		(A) or		
Common Stock	(Hull) (dd) yy)			Allouite			
Common Stock							
Common Stock							
FORM 4 (continued)							
Table II Derivative Se (e.g., puts,	_	_	ed of, or Bene convertible s	_			
					==		

	2.								
	Conver-				5.			7.	
	sion				Number of			Title and	Amount
	or				Derivative	6.		of Underl	ying
	Exer-		3A.	4.	Securities	Date		Securitie	S
	cise		Deemed	Trans-	Acquired (A)	Exercisa	ble and	(Instr. 3	and 4)
	Price	3.	Execut-	action	or Disposed	Expirati	on Date		
1.	of	Trans-	ion	Code	of(D)	(Month/D	ay/Year)		Amount
Title of	Deriv-	action	Date if	(Instr.	(Instr. 3,				or
Derivative	ative	Date	any	8)	4 and 5)	Date	Expira-		Number
Security	Secur-	(mm/dd/	(mm/dd/			Exer-	tion		of
(Instr. 3)	ity	уу)	уу)	Code V	(A) (D)	cisable	Date	Title	Shares

Right to Buy	\$4.40	05/18/94	5/18/03	Common Stock	3,514
Right to Buy	\$5.36	05/24/95	5/24/04	Common Stock	3,344
Right to Buy	\$5.82	06/20/96	6/20/05	Common Stock	3,188
Right to Buy		6/18/97	6/18/06	Common Stock	3,034
Right to Buy		06/17/98	6/17/07	Common Stock	2,890
Right to Buy	\$20.30	06/29/99	6/29/08	Common Stock	33,070
Right to Buy		01/19/00	1/19/09	Common Stock	3,150
Right to Buy		12/21/00	12/21/09	Common Stock	3,150
Right to Buy		01/31/02	01/31/11	Common Stock	6,000
Right to Buy	\$41.12	02/04/03	02/04/12	Common Stock	5,000

Explanation of Responses: \*\* Granted under the Company's 1984, 1994 and 1997 Stock Option Plans,

1. Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Trans- action Date (mm/dd/ yy)	ion Date if any	Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) (D)	Expirati (Month/E Date Exer-	able and ion Date Day/Year) Expira- tion Date	7. Title and of Underl Securitie (Instr. 3	lying es
Right to Buy	\$42.80	2/18/03		*J	1,250	02/18/04	02/18/13	Common Stock	1,250
Right to Buy	\$42.80	2/18/03		*J	1,250	02/18/05	02/18/13	Common Stock	1,250
Right to Buy	\$42.80	2/18/03		*J	1,250	02/18/06	02/18/13	Common Stock	1,250

**	-	\$42.80 2/18/03			1,250			Stock	,
Explai	nation o	f Responses: **	* Granted un	nder the	Company's 19	984 <b>,</b> 1994 a	nd 1997 St	ock Option	n Plans,

\*J Stock Options Granted 2003

/s/ Steven M. Lewis 2/20/03

\*\*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 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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