

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

I, Brian W. Thompson

Name of the Holding Company Director and Official

President and Chief Executive Officer

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Signature of Holding Company Director and Official

03/27/2014

Date of Signature

For holding companies not registered with the SEC—

Indicate status of Annual Report to Shareholders:

- ☐ is included with the FR Y-6 report
☒ will be sent under separate cover
☐ is not prepared

For Federal Reserve Bank Use Only

RSSD ID

C.I.

0467689

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2013

Month / Day / Year

Reporter's Name, Street, and Mailing Address

Commerce Bancshares Corp.

Legal Title of Holding Company

386 Main Street

(Mailing Address of the Holding Company) Street / P.O. Box

Worcester

MA

01608

City

State

Zip Code

Same address as above

Physical location (if different from mailing address)

Person to whom questions about this report should be directed:

Brian W. Thompson

President and CEO

Name

Title

508-797-6808

Area Code / Phone Number / Extension

508-797-6869

Area Code / FAX Number

bthompson@bankatcommerce.com

E-mail Address

N/A

Address (URL) for the Holding Company's web page

Does the reporter request confidential treatment for any portion of this submission?

☐ Yes Please identify the report items to which this request applies:

- ☐ In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
☐ The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

☒ No

For Use By Tiered Holding Companies

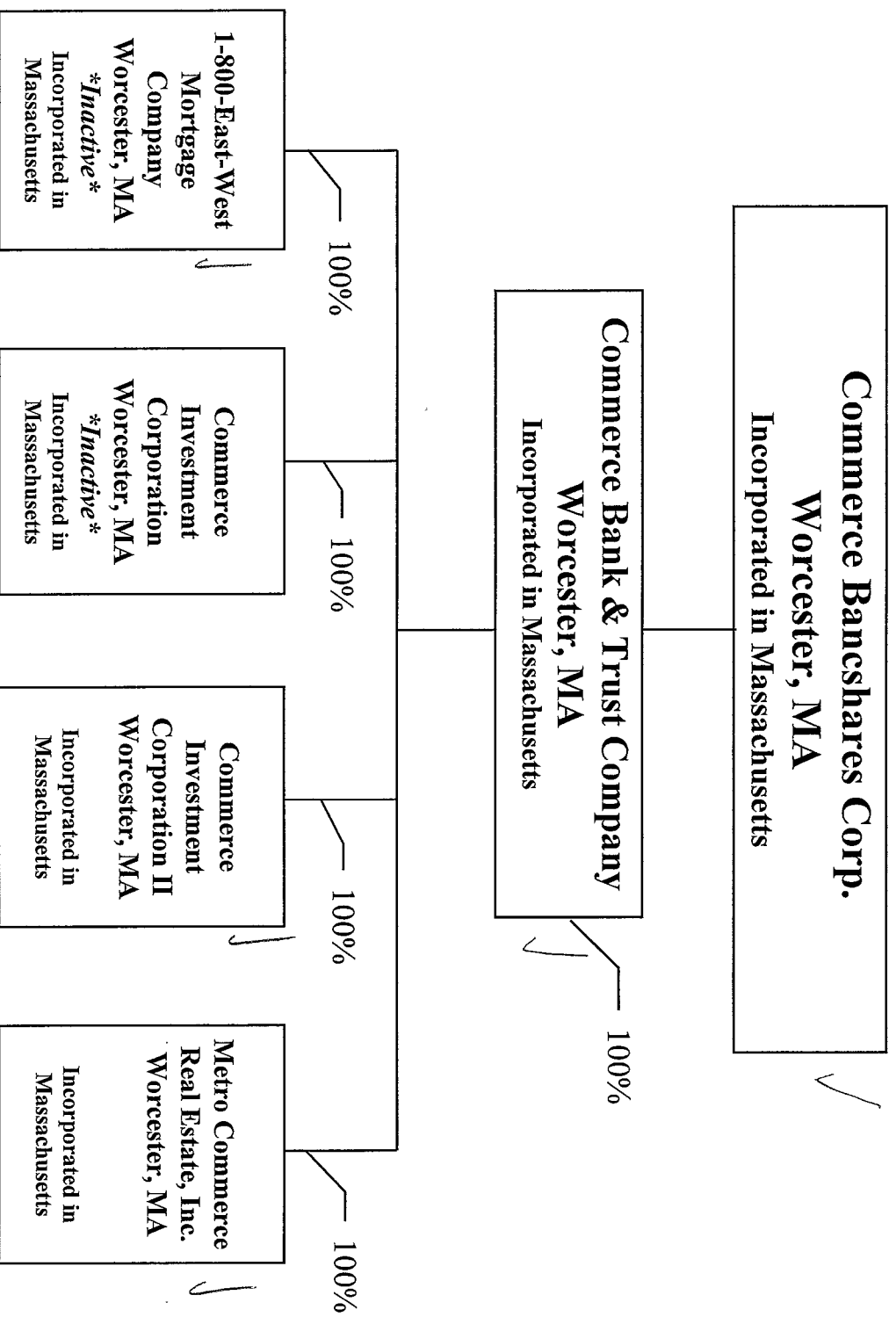
Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
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City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)
Legal Title of Subsidiary Holding Company	Legal Title of Subsidiary Holding Company
(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box	(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box
City State Zip Code	City State Zip Code
Physical location (if different from mailing address)	Physical location (if different from mailing address)

COMMERCE BANCSHARES CORPORATION - WORCESTER, MA

FR Y-6 Report Item 2a: Organization Chart

As of December 31, 2013





Commerce BankSM

FR Y-6 Report Item 2b: Domestic Branch Listing

As of December 31, 2013

Branch Locations

Main Office

386 Main Street
P.O. Box 15020
Worcester, MA 01615
(508) 797-6842
FAX: (508) 797-6836

Lobby Hours:

Weekdays 8:00 AM to 5:00 PM

Drive Up Hours:

Weekdays 8:00 AM to 5:00PM

ATM Available

(Safe Deposit Boxes Available)

Worcester

11 Park Ave

Worcester, MA 01605
(508) 797-6970
FAX: (508) 797-6988

Lobby Hours:

Weekdays 7:00 AM to 7:00 PM

Saturdays 8:30 AM to 12:30 PM

Drive Up Hours:

Weekdays 7:00 AM to 7:00 PM

Saturdays 8:30 AM to 12:30 PM

ATM Available

560 Park Ave

Worcester, MA 01603
(508) 797-6925
FAX: (508) 797-6943

Lobby Hours:

Weekdays 7:00 AM to 7:00 PM

Saturdays 8:30 AM to 12:30 PM

Drive Up Hours:

Weekdays 7:00 AM to 7:00 PM

Saturdays 8:30 AM to 12:30 PM

ATM Available

993 Grafton Street
Worcester, MA 01603
(508) 797-6955
FAX: (508) 797-4598

Lobby Hours:
Weekdays 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM
Drive Up Hours:
Weekdays 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM
ATM Available

451 Lincoln Street
Worcester, MA 01605
(508) 791-9662
FAX: (508) 791-9677

Lobby Hours:
Weekdays 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM
Drive Up Hours:
Weekdays 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM
ATM Available

Boston

Fenway
61 Brookline Avenue
Boston, MA 02215
(617) 247-2599
Fax: (617) 247-6581

Lobby Hours:
Monday thru Friday 8:30 AM to 4:30 PM
Saturday 9:00 AM to 12:00 PM
Drive Up Hours:
Not Available
ATM Available
(Safe Deposit Boxes Available)

South End Office

1320 Washington Street
Boston, MA 02118
(617) 778-0500
Fax: (617) 778-0077

Lobby Hours:

Weekdays 7:00 AM to 7:00 PM

Saturday 9:00 AM to 1:00 PM

Drive Up Hours:

Not Available

ATM Available

(Safe Deposit Boxes Available)

Brighton

423 Washington Street
Brighton, MA 02135
(617) 783-3500
Fax: (617) 783-5265

Lobby Hours:

Weekdays 7:00 AM to 7:00 PM

Saturday 9:00 AM to 1:00 PM

Drive Up Hours:

Not Available

ATM Available

Additional Locations

Holden

1057 Main Street
Holden, MA 01520
(508) 829-7733
FAX: (508) 829-0627

Lobby Hours:

Mon-Wed 8:00 AM to 6:00 PM

Thurs-Friday 7:00 AM to 7:00 PM

Saturdays 8:30 AM to 12:30 PM

Drive Up Hours:

Weekdays 7:00 AM to 7:00 PM

Saturdays 8:30 AM to 12:30 PM

ATM Available

Leominster

565 Main Street
Leominster, MA 01453
(978) 466-6866
FAX: (978) 466-6866

Lobby Hours:

Mon-Wed 9:00 AM to 5:00 PM
Thursday 9:00 AM to 6:00 PM
Friday 7:00 AM to 7:00 PM
Saturday 8:30 AM to 12:30 PM

Drive Up Hours:

Weekdays 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM
ATM Available

Marlborough

322 Maple Street
Marlborough, MA 01752
(508) 303-3399
FAX: (508) 303-3135

Lobby Hours:

Mon-Thu 9:00 AM to 5:00 PM
Friday 7:00 AM to 7:00 PM
Saturday 8:30 AM to 12:30 PM

Drive Up Hours:

Weekdays 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM
ATM Available

Milford

91 Main Street
Milford, MA 01757
(508) 634-7894
FAX: (508) 634-0547

Lobby Hours:

Mon-Wed 9:00 AM to 5:00 PM
Thursday 9:00 AM to 6:00 PM
Friday 7:00 AM to 7:00 PM
Saturday 8:30 AM to 12:30 PM

Drive Up Hours:

Weekdays 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM
ATM Available

Shrewsbury

226 Boston Turnpike
Shrewsbury, MA 01545
(508) 797-6965
FAX: (508) 797-9465

Lobby Hours:

Weekdays 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM

Drive Up Hours:

Weekdays 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM

ATM Available

(Safe Deposit Boxes Available)

Webster

25 Worcester Rd
Webster, MA 01570
(508) 943-4407
FAX: (508) 943-8076

Lobby Hours:

Tue-Wed 8:00 AM to 6:00 PM
Mon, Thurs-Fri 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM

Drive Up Hours:

Weekdays 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM

ATM Available

(Safe Deposit Boxes Available)

Westborough

5 East Main Street
Westborough, MA 01581
(508) 616-4400
FAX: (508) 871-7122

Lobby Hours:

Mon-Wed 8:30 AM to 5:00 PM
Thursday 8:30 AM to 6:00 PM
Friday 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM

Drive Up Hours:

Weekdays 7:00 AM to 7:00 PM
Saturdays 8:30 AM to 12:30 PM

ATM Available

(Safe Deposit Boxes Available)

West Boylston

320 West Boylston Street

West Boylston, MA 01583

(508) 853-0107

FAX: (508) 853-0198

Lobby Hours:

Mon-Wed 8:00 AM to 6:00 PM

Thursday 8:00 AM to 7:00 PM

Friday 7:00 AM to 7:00 PM

Saturdays 8:30 AM to 12:30 PM

Drive Up Hours:

Weekdays 7:00AM to 7:00 PM

Saturdays 8:30 AM to 12:30 PM

ATM Available

COMMERCE BANCSHARES CORPORATION
FR Y-6 Report Item 3: Shareholders
As of December 31, 2013

Report Item 3: (1a)	(1a)	(1b)	(1c)	(1c)
NAME - Insider	ADDRESS	Country of Citizenship	TOTAL SHARES	PERCENT OF SHARES
David G. Massad	14 Jefferson Road, Westboro, MA 01581	USA	5,806,620	91.7570%

Note: David G. Massad is the only shareholder of record that directly or indirectly owns, controls, or holds with power to vote 5 percent or more of any class of voting securities of the bank holding company.

COMMERCE BANCSHARES CORPORATION
FR Y-6 Report Item 4: Directors and Officers

Name	Address	Principal Occupation	Commerce Bancshares Corp.	Commerce Bank	*Inactive* 1-800-East-West Mortgage Company	Metro Commerce Real Estate, Inc.	*Inactive* Commerce Investment Corporation	Commerce Investment Corporation II	Total Shares in Commerce Bancshares	Percentage of Shares in Commerce Bancshares
Michael P. Angelini	Worcester, MA	Attorney (Bowditch & Dewey)	Director	Director	Director	Director	Director	Director	9,344	0.1477%
James Belliveau	Shrewsbury, MA	EVP & CTO (Commerce Bank & Trust Company) Owner & Managing Director (North Pointe Investment Partners)	N/A	EVP & CTO	President	N/A	N/A	N/A	0	0.0000%
David M. Brunelle	Paxton, MA	EVP, CFO, Treasurer & Asst. Clerk (Commerce Bank & Trust Company)	Director	Director	Director	Director	Director	Director	68	0.0011%
William F. Burke	Boxborough, MA	EVP, CFO, Treasurer & Asst. Clerk (Commerce Bank & Trust Company)	EVP, CFO, Treasurer & Asst. Clerk	EVP, CFO, Treasurer & Asst. Clerk	Assistant Clerk	President & Assistant Clerk	President & Assistant Clerk	President & Assistant Clerk	0	0.0000%
Michael F. Collins, M.D.	Worcester, MA	Chancellor (University of Mass Medical School)	Director	Director	Director	Director	Director	Director	53	0.0008%
Michael J. Crawford	Needham, MA	EVP & COO (Commerce Bank & Trust Company)	N/A	EVP & COO	N/A	N/A	N/A	N/A	0	0.0000%
Herbert G. Ingram	Worcester, MA	Owner (Real Estate Coordinators)	Director	Director	Director	Director	Director	Director	95,408	1.5077%
George Isaac	Worcester, MA	N/A	Director	Director	Director	Director	Director	Director	1,257	0.0199%
Shaun Martin	Paxton, MA	(Financial Consultant) Winter Harbor LLC	Director	Director	Director	Director	Director	Director	58	0.0009%
David G. Massad	Westborough, MA	Chairman (Commerce Bank & Trust Company)	Chairman & Director	Chairman & Director	Director	Director	Director	Director	5,806,620	91.7570%
Pamela Massad	Westborough, MA	Attorney (Fletcher Tilton, P.C.)	Clerk & Director	Clerk & Director	Clerk & Director	Clerk & Director	Clerk & Director	Clerk & Director	81,396	1.2862%
Norman R. Peters	Paxton, MA	Attorney (Peters & Sowryda)	Director	Director	Director	Director	Director	Director	92,460	1.4611%
Brian W. Thompson	Amherst, MA	President and CEO (Commerce Bank & Trust Company)	President, Director and CEO	President, Director and CEO	Director	Director	Director	Director	96	0.0015%
Total Shares to Directors/Shareholders									6,086,760	96.1839%
Total Shares to Other Individuals									241,495	3.8161%
Total Outstanding Shares									6,328,255	100.0000%

COMMERCE BANCSHARES CORPORATION
FR Y-6 Report Item 4: Directors and Officers

DIRECTORS AND OFFICERS (OTHER BUSINESSES)					
Name	Business Name	Title	Address/Purpose	Percent Owned	Number of Shares
Michael P. Angelini	Bowditch & Dewey	Partner	311 Main Street, Worcester, MA 01608	N/A	N/A
Michael P. Angelini	Hanover Insurance Group, Inc.	Director	440 Lincoln Street, Worcester, MA 01653	N/A	N/A
Michael P. Angelini	L. Hardy Company, Inc.	Director	17 Mill Street, Worcester, MA 01603	N/A	N/A
Michael P. Angelini	Massachusetts Port Authority	Director	1 Harborside Drive, Suite 216s, East Boston, MA 02128	N/A	N/A
James Belliveau	N/A	N/A	N/A	N/A	N/A
David M. Brunelle	North Pointe Investments	Managing Director	255 Park Avenue, Worcester, MA Financial Services/Investments	100%	N/A
William F. Burke	N/A	N/A	N/A	N/A	N/A
Michael F. Collins, M.D.	Colleges of Worcester Consortium	Director	484 Main St. Suite 500 Worcester, MA 01608	N/A	N/A
Michael F. Collins, M.D.	Massachusetts Biomedical Initiatives	Trustee	Gateway Park, 60 Prescott St. Worcester MA 01605	N/A	N/A
Michael F. Collins, M.D.	UMass Memorial Foundation, Inc	Director	UMass Medical School/ UMass Memorial/ Development 333 South St. Shrewsbury, MA 01545	N/A	N/A
Michael F. Collins, M.D.	UMass Memorial Healthcare	Trustee	Biotech One, 365 Plantation St. Worcester, MA 01605	N/A	N/A
Michael F. Collins, M.D.	Worcester Regional Chamber of Commerce	Director	440 Main St. Suite 200 Worcester MA 01608	N/A	N/A
Michael J. Crawford	Worcester Regional Research Bureau	Director	339 Main Street, Worcester, MA 01608 (Non-profit)	N/A	N/A
Herbert G. Ingram	Blackstone Smithfield Corp.	President	255 Park Avenue, Suite 602, Worcester, MA	27%	271
Herbert G. Ingram	James St. Solar, LLC	Member	255 Park Avenue, Suite 602, Worcester, MA	30%	N/A
Herbert G. Ingram	M & I Realty, Inc.	President	255 Park Avenue, Suite 602, Worcester, MA	50%	100
Herbert G. Ingram	Mt. River Development, LLC	Treasurer	255 Park Avenue, Suite 602, Worcester, MA	33%	N/A
Herbert G. Ingram	Parkview Associates	Partner	255 Park Avenue, Suite 602, Worcester, MA	24%	N/A

COMMERCE BANCSHARES CORPORATION
FR Y-6 Report Item 4: Directors and Officers

DIRECTORS AND OFFICERS (OTHER BUSINESSES)					
Name	Business Name	Title	Address/Purpose	Percent Owned	Number of Shares
Herbert G. Ingram	Quality Five, Inc.	President	255 Park Avenue, Suite 602, Worcester, MA	33%	333
Herbert G. Ingram	Real Estate Coordinators, Inc.	President	255 Park Avenue, Suite 602, Worcester, MA	100%	N/A
Herbert G. Ingram	Rice Holden LLC	Member	255 Park Avenue, Suite 602, Worcester, MA	20%	N/A
Herbert G. Ingram	Training Resources of America	Treasurer	255 Park Avenue, Suite 602, Worcester, MA	N/A	N/A
George Isaac	Professional Sales Associates, Inc.	Director	5045 Park Avenue West, Seville, OH 44273	N/A	8,000
Shaun Martin	Winter Harbor, LLC	Member	3 Clearwater Ct, Avon, CT 06001 (Financial Consulting)	33.33%	N/A
David G. Massad	171 Clay Pond Road, LLC	Member	171 Locke Drive, Marlboro, MA 01752	50%	
David G. Massad	181 Mill Street, LLC	Member	171 Locke Drive, Marlboro, MA 01752	50%	
David G. Massad	235 East Main Street, LLC	Member	171 Locke Drive, Marlboro, MA 01752	50%	
David G. Massad	401 West First Street, LLC	Member	171 Locke Drive, Marlboro, MA 01752	50%	
David G. Massad	A & V Carriers, Inc.	Director	171 Locke Drive, Marlboro, MA 01752	50%	
David G. Massad	Active Realty Services, LLC	Manager	171 Locke Drive, Marlboro, MA 01752	100%	
David G. Massad	Ashland Development, LLC	Member	Ashland, MA	100%	
David G. Massad	Atlantic Park	Member	Smithwheel Road, Old Orchard Beach, ME	50%	
David G. Massad	Blackstone Smithfield Corp.	N/A	255 Park Avenue, Worcester, MA	27.2%	
David G. Massad	Cognitive Resources, Inc. *Inactive*	Treas./Dir.	171 Locke Drive, Marlboro, MA 01752	100%	
David G. Massad	Forestdale Road, LLC	Member	171 Locke Drive, Marlboro, MA 01752	50%	
David G. Massad	Gamewell Realty, Inc.	Treas./Dir.	171 Locke Drive, Marlboro, MA 01752	100%	

COMMERCE BANCSHARES CORPORATION
FR Y-6 Report Item 4: Directors and Officers

DIRECTORS AND OFFICERS (OTHER BUSINESSES)					
Name	Business Name	Title	Address/Purpose	Percent Owned	Number of Shares
David G. Massad	Herrera Real Estate, LLC	Member	786 Washington Street, Auburn, MA 01501	50%	
David G. Massad	M & I Realty, Inc.	Director & Treasurer	255 Park Avenue, Worcester, MA - industrial and retail property	50%	
David G. Massad	Massad Holdings, LTD	Partner	171 Locke Drive, Marlboro, MA 01752	100%	
David G. Massad	Massad-Zion Motor Sales Co., Inc.	Unknown	859-861 N. Colony Road, Wallingford, CT	49%	
David G. Massad	North Colony Development Group, LLC	Member	171 Locke Drive, Marlboro, MA 01752	50%	
David G. Massad	Nu Yankee, LLC	Member	171 Locke Drive, Marlboro, MA 01752	50%	
David G. Massad	Ocean Investments, LLC	Member	PO Box 15020, Worcester, MA	80%	
David G. Massad	Pam Realty, Inc.	Pres./Treas./Dir.	PO Box 15020, Worcester, MA	100%	
David G. Massad	Parkview Associates	Partner	255 Park Avenue, Worcester, MA - industrial and retail property	51%	
David G. Massad	Pieco Holdings, Inc (Table Talk Pies, Inc)	Director	120 Washington Street, Worcester, MA 01610 - Table Talk Pies	50%	
David G. Massad	PieCo Realty, Inc	Director	120 Washington Street, Worcester, MA 01610 - Table Talk Pies	50%	
David G. Massad	Quality Five, Inc.	N/A	70 Southbridge Street, Worcester, MA - property released by Madison III for hotel	33.3333%	
David G. Massad	Rivers Edge Clinton, LLC	Member	171 Locke Drive, Marlboro, MA 01752	50%	
David G. Massad	Smithwheel Road, LLC	Member	171 Locke Drive, Marlboro, MA 01752	50%	
David G. Massad	Table Talk Pies, Inc.	Director	120 Washington Street, Worcester, MA 01610	50%	
David G. Massad	The Shops at Wrentham, LLC	Member	171 Locke Drive, Marlboro, MA 01752	66.67%	
David G. Massad	Velocity Equity Partners	Member	171 Locke Drive, Marlboro, MA 01752	25.59%	
David G. Massad	World Realty, Inc.	Pres./Treas./Dir.	PO Box 15020, Worcester, MA	100%	

COMMERCE BANCSHARES CORPORATION
FR Y-6 Report Item 4: Directors and Officers

DIRECTORS AND OFFICERS (OTHER BUSINESSES)					
Name	Business Name	Title	Address/Purpose	Percent Owned	Number of Shares
David G. Massad	Wrentham Shoppes Management, Inc.	Pres./Treas./Dir.	370 Main Street, 11th Floor, Worcester, MA 01608	100%	
David G. Massad	WSW International	Member	171 Locke Drive, Marlboro, MA 01752	50%	
Pamela Massad	104 King George Drive, LLC	Member/Manager	370 Main Street, Worcester, MA 01608	100%	N/A
Pamela Massad	375 Southwest Cutoff, LLC	Member/Manager	370 Main Street, Worcester, MA 01608	100%	N/A
Pamela Massad	1065 State Highway, LLC	Member/Manager	370 Main Street, Worcester, MA 01608	100%	N/A
Pamela Massad	A & V Carriers, Inc.	Director & Clerk	120 Washington Street, Worcester, MA 01610	N/A	N/A
Pamela Massad	Ashland Development, LLC	Manager	370 Main Street, Worcester, MA 01608	N/A	N/A
Pamela Massad	Diamond, Buick Pontiac, GMC, Cadillac, LLC	Manager	9 Jefferson Road, Westboro, MA 01581	N/A	N/A
Pamela Massad	Gamewell Realty, Inc.	President, Director, Treasurer & Clerk	251 Crawford Street, Northborough, MA 01532	50%	1,000
Pamela Massad	Gemstone Investment, Inc.	President, Director, Treasurer & Clerk	9 Jefferson Road, Westboro, MA 01581	100%	1,000
Pamela Massad	Gemstone Realty, LLC	Director & Clerk	9 Jefferson Road, Westboro, MA 01581	33%	N/A
Pamela Massad	James St. Solar, LLC	Member	255 Park Avenue, Suite 602 Worcester, MA	40%	N/A
Pamela Massad	Jerak Realty, Inc.	Director & Clerk	370 Main Street, Worcester, MA 01608	N/A	N/A
Pamela Massad	M & I Realty, Inc.	Clerk	255 Park Avenue, Worcester, MA	N/A	N/A
Pamela Massad	Massad Family, LLC	Manager	370 Main Street, Worcester, MA 01608	N/A	N/A
Pamela Massad	Nu Time, LLC	Member/Manager	370 Main Street, Worcester, MA 01608	100%	N/A
Pamela Massad	Pam Realty, Inc.	Director	9 Jefferson Road, Westboro, MA 01581	N/A	N/A
Pamela Massad	PieCo. Realty, Inc.	Director	120 Washington Street, Worcester, MA 01610	N/A	N/A

COMMERCE BANCSHARES CORPORATION
FR Y-6 Report Item 4: Directors and Officers

DIRECTORS AND OFFICERS (OTHER BUSINESSES)					
Name	Business Name	Title	Address/Purpose	Percent Owned	Number of Shares
Pamela Massad	Sterling Lion, LLC	Manager	171 Locke Drive, Marlborough, MA 01752	N/A	N/A
Pamela Massad	Table Talk Pies, Inc.	Director/Clerk	120 Washington Street, Worcester, MA 01610	N/A	N/A
Pamela Massad	Terminal Warehouse, Inc	Director & Secretary	100 Grand Street, Worcester, MA 01610	N/A	N/A
Pamela Massad	World Realty, Inc.	Secretary	PO Box 15020, Worcester, MA	N/A	N/A
Pamela Massad	Yankee Management Co., Inc.	Director & Treasurer	171 Locke Drive, Marlborough, MA 01752	N/A	N/A
R. Norman Peters	Biomedical Research Models, Inc.	Director	67 Millbrook Street, Worcester, MA 01606	N/A	N/A
R. Norman Peters	Blackstone Smithfield Corp.	Treasurer/Shareholder	1 Tuppenware Drive # 2, North Smithfield, RI 02896	N/A	N/A
R. Norman Peters	Parkview Associates	Partner	255 Park Avenue, Suite 602, Worcester, MA	15%	N/A
R. Norman Peters	Peters & Sowyrda	Sole Propriator	255 Park Avenue, Suite 1100, Worcester 01609	100%	N/A
R. Norman Peters	Quality Five, Inc.	Treasurer/Shareholder	255 Park Avenue, Suite 602, Worcester, MA	33%	333
R. Norman Peters	Regency Suites, Inc.	Treasurer/Shareholder	70 Southbridge St, Unit 1007, Worcester, MA 01608	33%	333
R. Norman Peters	Sutton Motor Inn	Trustee	110 Worcester Prov. Tpke., Sutton, MA 01590	33%	N/A
R. Norman Peters	University of Massachusetts	Trustee	55 Lake Avenue North, Worcester, MA 01655	N/A	N/A
R. Norman Peters	Worcester City Campus Corp.	Director	333 South Street, Suite 290, Shrewsbury, MA 01545	N/A	N/A
Brian W. Thompson	Worcester Regional Chamber of Commerce	Director	339 Main Street, Worcester, MA 01608 (Non-profit)	N/A	N/A
Brian W. Thompson	Worcester Regional Research Bureau	Director	319 Main Street, Worcester, MA 01608 (Non-profit)	N/A	N/A
Brian W. Thompson	Worcester Economic Club	Director	339 Main Street, Worcester, MA 01608 (Non-profit)	N/A	N/A