

Board of Governors of the Federal Reserve System



Annual Report of Bank 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)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank 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). 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.

NOTE: The *Annual Report of Bank Holding Companies* must be signed by one director of the top-tier bank holding company. This individual should also be a senior official of the top-tier bank holding company. In the event that the top-tier bank 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.

Date of Report (top-tier bank holding company's fiscal year-end):
December 31, 2011
 Month / Day / Year

I, David Kessler
 Name of the Bank Holding Company Director and Official
President & C.E.O.
 Title of the Bank Holding Company Director and Official

Reporter's Name, Street, and Mailing Address
Commerce Bancshares, Inc.
 Legal Title of Bank Holding Company
32460 Bowie Street/P.O. Box 517
 (Mailing Address of the Bank Holding Company) Street / P.O. Box
White Castle LA 70788
 City State Zip Code

attest that the *Annual Report of Bank Holding Companies* (including the supporting attachments) for this report date have 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.

Physical location (if different from mailing address)

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.

Person to whom questions about this report should be directed:
David Kessler President & C.E.O.
 Name Title
225-545-3656
 Area Code / Phone Number / Extension
225-545-3911
 Area Code / FAX Number
davidboc@bellsouth.net
 E-mail Address

[Signature]
 Signature of Bank Holding Company Director and Official
02/27/2012
 Date of Signature

Address (URL) for the Bank 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 bank 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 3135471
 C.I. _____

For Use By Tiered Bank Holding Companies

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

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

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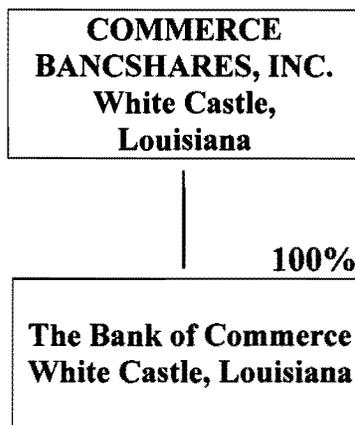
Legal Title of Subsidiary Bank Holding Company		
(Mailing Address of the Subsidiary Bank Holding Company) Street / P.O. Box		
City	State	Zip Code
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**Commerce Bancshares, Inc.
White Castle, Louisiana
Fiscal Year Ending December 31, 2011**

Report Item

- 1: a. The BHC is not required to prepare form 10K with the SEC.
- 1: b. The BHC does prepare an annual report for its shareholders. Two copies are enclosed.
- 2: Organization Chart



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December 31, 2011

Report Item 3: Shareholders

(1)(a) (1)(b) (1)c (2)(a) (2)(b) (2)c

Current Shareholders with ownership, control or holdings of 5% or more with power to vote as of 12-31-2011			Shareholders not listed in (3)(1)(a) through 3(1)c that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2011		
(1)(a) Name & Address (City, State, Country)	(1)(b) Country of Citizenship or Incorporation	(1)c Number and Percentage Each Class of Voting Securities	(2)(a) Name & Address (City, State, Country)	(2)(b) Country of Citizenship or Incorporation	(2)c Number and Percentage of of Each Class of Voting Securities
Ann S. Keogh Baton Rouge, LA	USA	922 - 10.54% Common Stock	N/A		
David Kessler White Castle, LA	USA	1,243 - 14.21% Common Stock			
Paul Buckley Kessler White Castle, LA	USA	853 - 9.75% Common Stock			
Alison C. Sample Atlanta, GA	USA	488 - 5.58% Common Stock			
Melvin Schudmak White Castle, LA	USA	1,372 - 15.69% Common Stock			
Lisa Tidwell Gulf Breeze, Florida	USA	763 - 8.72% Common Stock			

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Report Item 4: Director and Officers

(1) (2) (3)(a)(b)© and (4)(a)(b)©

1 Names & Address (City, State Country)	2 Principal Occupation if other than with Bank Holding Company	3(a) Title & Position with Bank Holding Company	3(b) Title & Position with Subsidiaries (include names of subsidiaries)	3c Title & Position with Other Businesses (include names of other businesses)	4(a) Percentage of Voting Shares in Bank Holding Company	4(b) Percentage of Voting Shares in Subsidiaries (include names of subsidiaries)	4c List names of other companies (includes partnerships). If 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
Paul Buckley Kessler White Castle, LA	Manufacturing Cora Texas Manufacturing, LLC	Director & Chairman	Director & Chairman The Bank of Commerce	President & General Manager Cora Texas Manufacturing, LLC	9.75%	Cora Co. LLC 7.39% Cora Co. Inc. 4.26%	None
James E. Abadie, Jr. Donaldsonville, LA	Bank of Commerce	Director & President	Director & Senior Vice President The Bank of Commerce	N/A	1.48%	None	None
David Kessler White Castle, LA	Bank of Commerce	Director & Vice President	Director & President The Bank of Commerce	N/A	14.21%	Cora Co. LLC 8.39% Cora Co. Inc. 4.26%	None
Melvin Schudmak White Castle, LA	N/A	Director & Secretary/ Treasurer	Director The Bank of Commerce	Chairman Cora Texas Manufacturing, LLC	15.69%	Cora Co. LLC 8% Cora Co. Inc. 8.74%	None
Ann Keogh Baton Rouge, LA	N/A	Director	Director The Bank of Commerce	N/A	10.54%	Cora Co. LLC 8% Cora Co. Inc. 8.74%	None

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Report Item 4: Director and Officers

(1) (2) (3)(a)(b)© and (4)(a)(b)©

1	2	3(a)	3(b)	3c	4(a)	4(b)	4c
Names & Address (City, State Country)	Principal Occupation if other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (include names of subsidiaries)	Title & Position with Other Businesses (Include names of other businesses)	Percentage of Voting Shares In Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include names of subsidiaries)	List names of other companies (Includes partnerships). If 25% or more of voting securities are held (List names of companies and percentage of voting securities held)
P.L. Viallon, IV White Castle, LA	Pharmacist	Director	Director The Bank of Commerce	Viallon Drug Co. Inc. Pharmaceuticals, Inc President VVM, LLC Member Stematix, Inc.	3.33%	None	Viallon Drug Co., Inc. President - 100% Pharmaceuticals - President - 100% VVM, LLC - Member - 33.33% F. Sam LeBlanc, LLC Ella LeBlanc, LLC Stematix, Inc.
James Dupont Plaquemine, LA	Attorney	Director	Director The Bank of Commerce	Dupont & Dupont Partner James Dupont, Inc. President	None	None	Dupont & Dupont Partner - 50% James Dupont, Inc. President - 100% Frank Maist LLC Deversified Marine No Title - 30% Dupont Development No Title - 33.33% Iberville Contractors - 33.33%
Alton Landry, Sr. White Castle, LA	N/A	Director	Director The Bank of Commerce	N/A	None	None	Walk On's Properties - 60% Walk On's Bistreaux LLC-58%

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Charles Schudmak Plaquemine, LA	Manufacturing Cora Texas Manufacturing, LLC	Director	Director & Secretary The Bank of Commerce	Assistant Manager Cora Texas Manufacturing, LLC	2.18%	None	
Harold Schexnayder White Castle, LA	N/A	Director	Director The Bank of Commerce	N/A	None	None	EJS, Inc. President - 20%
Michael Medine, Jr. White Castle, LA	Business Owner	Director	Director The Bank Of Commerce	Action Oilfield Services Inc. President	None	None	VVM, LLC - 33% Elmar Consulting, LLC - 50% Contract Gaugers, Inc. - 100% TremmLo Holdings, LLC - 100% Medorco, LLC - 50% Action Oilfield Services - 100% Action Environmental Ser., LLC Action Industries, Inc. Shelby Gaudet Cont. Inc.
Paul Bradley Kessler	Manufacturing Cora Texas Manufacturing, LLC	Director	Director The Bank of Commerce	N/A	1.14%	None	Cora Texas Co., LLC Kessler Sternfels Alaridge, Inc.