

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(e) On January 31, 2017 the Compensation and Human Resources Committee of the Board of Directors of Commerce Bancshares, Inc. (the Company) approved the base salary for 2017 (effective April 1, 2017) and the payment of cash bonuses to the Company's CEO and its other named executive officers, as listed in the table below. The cash bonuses include performance-based compensation in accordance with the Company's Executive Incentive Compensation Plan (EICP). The Committee also approved the grant to those individuals of restricted stock awards and stock appreciation rights under the Company's 2005 Equity Incentive Plan.

| Executive Officer | Title | 2017 | 2016 | Restricted Stock | |
|--------------------|--------------------------------|---------|-------------------------|------------------|---------------------|
| | | Salary | Performance-Based Bonus | Stock Awards | Appreciation Rights |
| | | \$ | \$ | # | # |
| David W. Kemper | Chairman & CEO | 979,475 | 1,138,700 | 29,837 | 36,337 |
| John W. Kemper | President & COO | 609,348 | 523,566 | 28,924 | 13,266 |
| Jonathan M. Kemper | Vice Chairman | 505,267 | 381,813 | 8,665 | 10,125 |
| Charles G. Kim | Executive Vice President & CFO | 463,500 | 318,600 | 14,626 | 6,231 |
| Kevin G. Barth | Executive Vice President | 463,500 | 318,600 | 14,626 | 6,231 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

COMMERCE
BANCSHARES, INC.

By: /s/ Jeffery D. Aberdeen
Jeffery D. Aberdeen
Controller
(Chief Accounting Officer)

Date: February 6, 2017