KINGRY LAUREN W

Form 4

December 06, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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Check this box

SECURITIES
4 or
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue.

See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, of the Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading KINGRY LAUREN W Issuer Symbol COMMERCIAL FEDERAL CORP (Check all applicable) [CFB] 3. Date of Earliest Transaction (Last) (First) (Middle) Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) 13500 COMMERCIAL FEDERAL 12/02/2005 Executive V.P. **PLAZA** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **OMAHA, NE 68154** Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 6. Ownership 7. Nature of 3. 4. Securities 5. Amount of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 8) (Instr. 3, 4 and 5) Owned Ownership (Month/Day/Year) Indirect (I) Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount Price (D) Common \$ 34 0 12/02/2005 3.619 D D D (1) Stock Common 4,602 \$ 34 12/02/2005 D I By 401(k) D Stock (2)Bv Common I Restricted 12/02/2005 D 5,219

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 (9-02)

Stock

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 34.16	12/02/2005		D		2,500	05/13/1998	05/13/2008	Common Stock	2,500
Stock Option (right to buy)	\$ 24.19	12/02/2005		D		7,000	05/12/1999	05/12/2009	Common Stock	7,000
Stock Option (Right to Buy)	\$ 15.69	12/02/2005		D		7,800	05/17/2000	05/17/2010	Common Stock	7,800
Stock Option (Right to Buy)	\$ 22	12/02/2005		D		12,000	03/01/2001	03/01/2011	Common Stock	12,000
Stock Option (Right to Buy)	\$ 25	12/02/2005		D		10,000	03/01/2002	03/01/2012	Common Stock	10,000
Stock Option (Right to Buy)	\$ 22.54	12/02/2005		D		12,000	02/27/2003	02/27/2013	Common Stock	12,000
Stock Option (Right to Buy)	\$ 27.9	12/02/2005		D		12,000	02/25/2004	02/25/2014	Common Stock	12,000
Stock Option	\$ 27.06	12/02/2005		D		12,000	02/23/2005	02/23/2015	Common Stock	12,000

(Right to Buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KINGRY LAUREN W 13500 COMMERCIAL FEDERAL PLAZA OMAHA, NE 68154

Executive V.P.

Signatures

By: Joel E. Rappoport, Attorney-in-Fact

12/06/2005

**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).
- (1) Disposed of pursuant to the merger agreement between Commercial Federal Corporation and Bank of the West in exchange for cash consideration of \$34.00 per share.
- (2) Amount reflects dividend reinvestments and purchases of shares through salary deferrals.
- (3) Because the exercise price of this option exceeded the merger consideration of \$34.00 per share, a \$0.50 cash dividend was paid for each share subject to this option and the option was then cancelled.
- (4) This option was canceled in the merger in exchange for a cash payment representing the difference between the merger consideration of \$34.00 per share and the exercise price of the option.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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