

COMMERCE BANCSHARES, INC.

EARNINGS HIGHLIGHTS 4th Quarter 2022



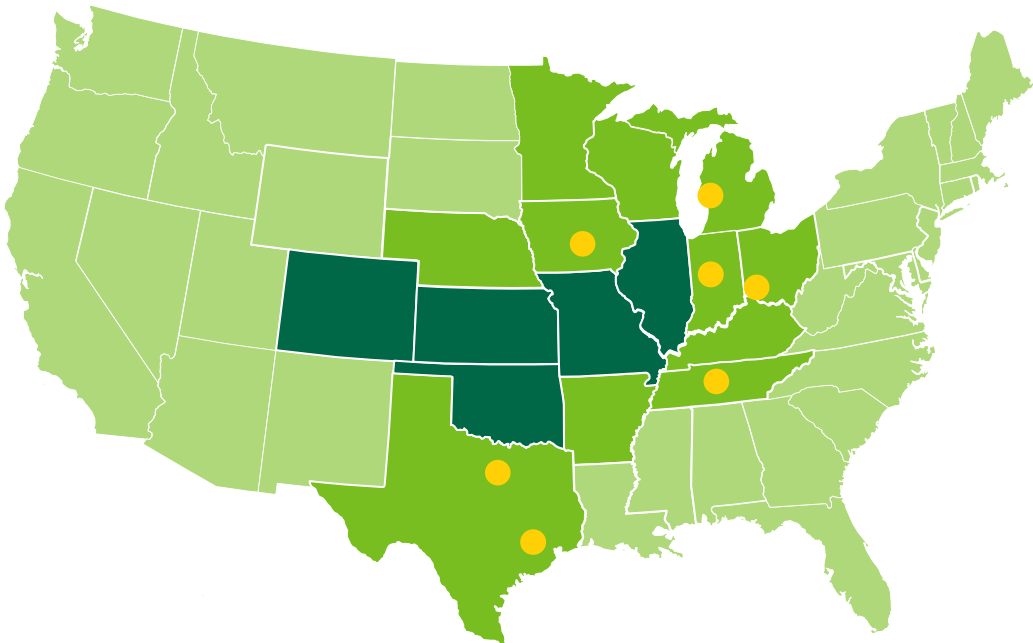
Commerce Bancshares, Inc.

CAUTIONARY STATEMENT

A number of statements we will be making in our presentation and in the accompanying slides are “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995, such as statements of the Corporation’s plans, goals, objectives, expectations, projections, estimates and intentions. These forward-looking statements involve significant risks and uncertainties and are subject to change based on various factors (some of which are beyond the Corporation’s control). Factors that could cause the Corporation’s actual results to differ materially from such forward-looking statements made herein or by management of the Corporation are set forth in the Corporation’s 2021 Annual Report on Form 10-K, 3RD Quarter 2022 Report on Form 10-Q and the Corporation’s Current Reports on Form 8-K.

COMMERCE BANCSHARES

157 YEARS IN BUSINESS



FULL-SERVICE BANKING FOOTPRINT

148 full-service branches and 293 ATMs
St. Louis ♦ Kansas City ♦ Springfield ♦ Central Missouri
Central Illinois ♦ Wichita ♦ Tulsa ♦ Oklahoma City ♦ Denver

COMMERCIAL OFFICES

Cincinnati ♦ Nashville ♦ Dallas ♦ Des Moines
Indianapolis ♦ Grand Rapids ♦ Houston

U.S. PRESENCE

- Extended Commercial Market Area
- Commercial Payments Services
Offered in 48 states across the U.S.

Sources: ¹S&P Global Market Intelligence – Regulated U.S. depositories which includes commercial banks, bank holding companies, and credit unions, rankings as of 09/30/2022; ²Includes loans held for sale; ³Moody's Credit Opinion – Commerce Bancshares, Inc., November 11, 2022, baseline Credit Assessment (BCA) reflects a bank's standalone credit strength; Company reports and filings, information as of 12/31/2022 unless otherwise noted.

TOTAL ASSETS
\$31.9
BILLION

42ND

LARGEST U.S. BANK
BASED ON ASSET SIZE¹

MARKET CAP
\$8.5
BILLION

22ND

LARGEST U.S. BANK BASED
ON MARKET CAP¹

TOTAL TRUST ASSETS
UNDER ADMINISTRATION
\$60.3
BILLION

18TH

LARGEST AMONG BANK-MANAGED
TRUST COMPANIES BASED ON AUM¹

TIER 1 COMMON RISK-
BASED CAPITAL RATIO
AS OF 9/30/2022

14.0%

5TH

HIGHEST AMONG TOP 50 U.S.
BANKS BASED ON ASSET SIZE¹

TOTAL DEPOSITS
\$26.2
BILLION

TOTAL LOANS²
\$16.3
BILLION

\$10.4 BILLION COMMERCIAL
CARD VOLUME
AS OF 12/31/2022

17.3% RETURN ON
AVERAGE
EQUITY YTD

6TH

YTD ROACE FOR THE TOP
50 U.S. BANKS BASED ON
ASSET SIZE¹

a1 BASELINE CREDIT
ASSESSMENT³

1 of 5

MOODY'S RANKS COMMERCE
AMONG THE TOP 5 BANKS IN
THE COUNTRY

4Q2022 HIGHLIGHTS

Highlights

PPNR¹
\$174.7 million

Net Income
\$131.6 million

EPS
\$1.04

ROAA
1.65%

ROACE
21.88%

Efficiency Ratio
55.26%

Well-positioned for current environment

- PPNR¹ reached record level of \$174.7 million, up 1.6% over Q3.
- Net interest income increased 3.4% over Q3.
- Net interest margin increased 17 bps over Q3 to 3.18%.
- Non-interest income decreased 1.2% from Q3 (35.0% of total revenue).
- Wealth management client assets of \$60.3 billion at December 31, 2022.
- Non-interest expense increased 1.8% over Q3.
- QTD average loans up 1.5% over Q3. Period-end loans up 2.5% over Q3.
- QTD average deposits decreased \$1.1 billion from Q3. Period-end deposits decreased \$1.3 billion from Q3 (includes \$515 million of expected withdrawal from one customer).
- Net charge-offs to total average loans of .14% and non-accrual loans to total loans of .05%.
- Tangible common equity to tangible assets of 7.32%. Leverage ratio of 10.34%.
- Announced bolt-on acquisition of L.J. Hart & Company, a municipal bond underwriting and advisory firm.

¹See the non-GAAP reconciliation on page 20

BALANCE SHEET HIGHLIGHTS

Quarterly Average Balances \$ in millions	Change vs.				Highlights
	4Q22	3Q22	4Q21		
Commercial ¹	\$10,047.8	↑ \$183.3	↑ \$624.3		Linked quarter (LQ) reflects growth in business and business real estate, partly offset by a decline in construction loans
Consumer	5,837.2	↑ 55.8	↑ 167.6		
Total Loans	\$15,885.0	↑ \$239.0	↑ \$791.9		
Investment Securities	\$12,675.4	↓ \$(1,041.2)	↓ \$(2,097.4)		LQ decrease mainly due to maturities and pay downs of AFS securities and unrealized losses
Interest Earning Deposits with Banks	\$640.0	↓ \$(340.2)	↓ \$(2,217.0)		LQ decrease resulting from lower deposit balances and higher loan balances, offset by paydowns of investment securities
Deposits	\$26,606.9	↓ \$(1,146.2)	↓ \$(2,240.9)		4.1% decline from LQ, \$515 million planned withdrawal from one customer in October 7.8% decline from prior year (PY)
Book Value per Share ²	\$19.85	↑ \$.94	↓ \$(7.20)		Lower long-term interest rates (AOCI impact) and higher net income drove quarterly increase

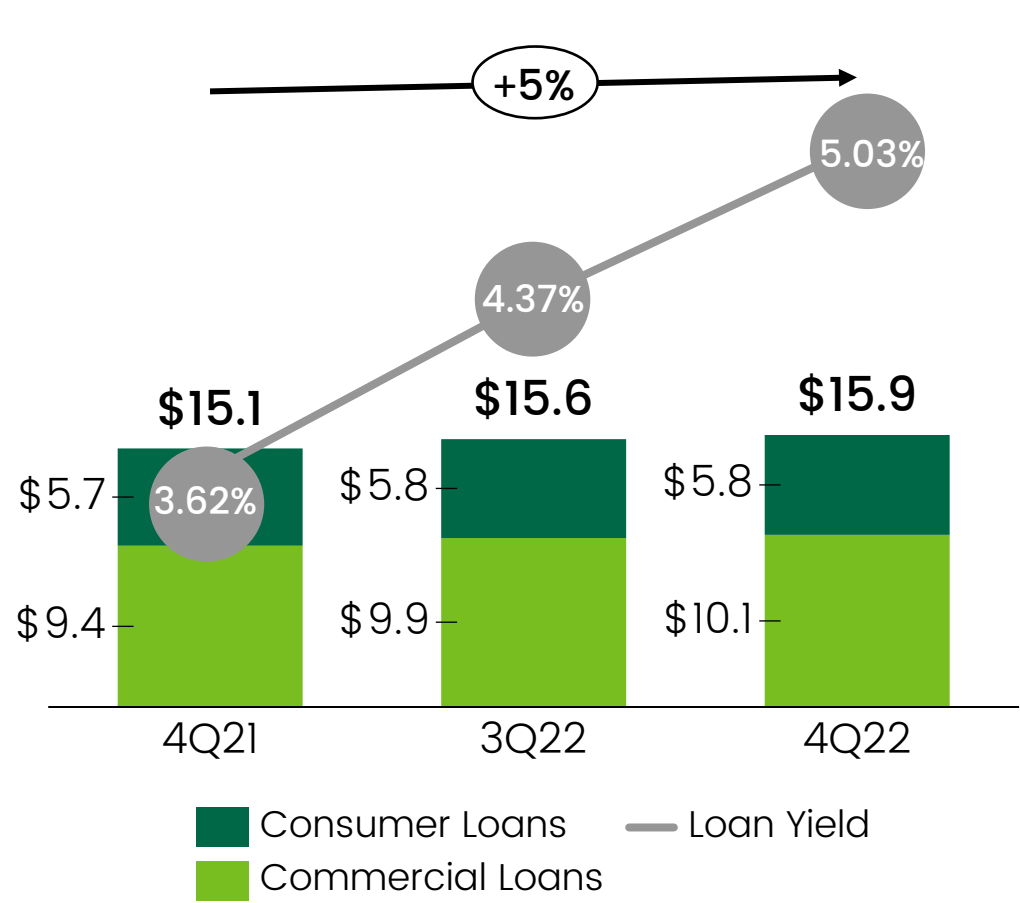
¹ PPP QTD average balances were \$12.7 million and \$27.0 million as of December 31, 2022 and September 30, 2022, respectively

² For the quarters ended December 31, 2022, September 30, 2022, and December 31, 2021

BALANCE SHEET

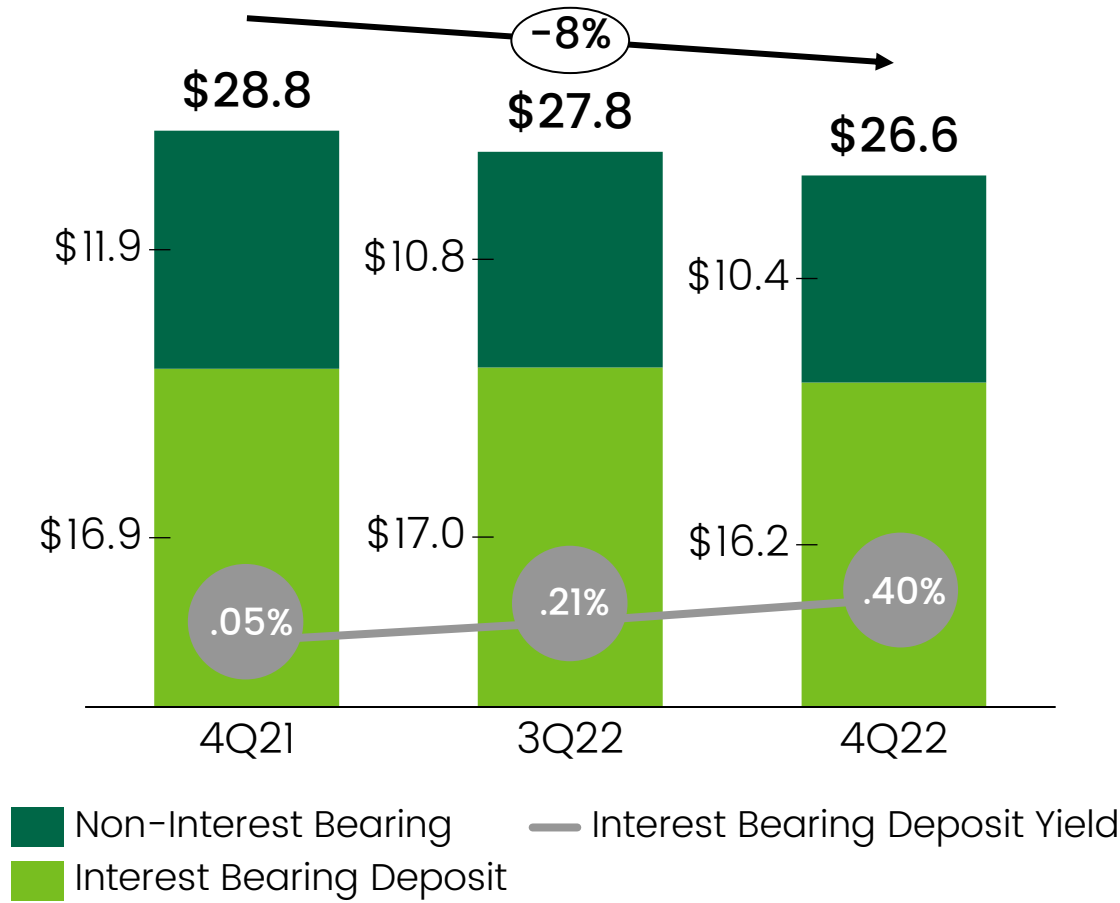
Loans

QTD Average Balances
\$ billions



Deposits

QTD Average Balances
\$ billions

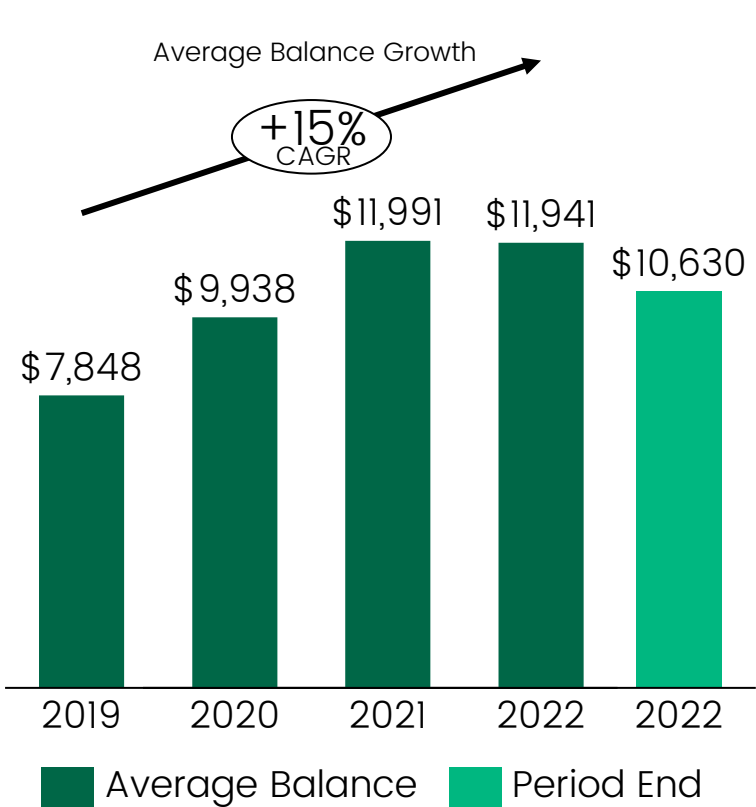


DEPOSIT BALANCE TRENDS

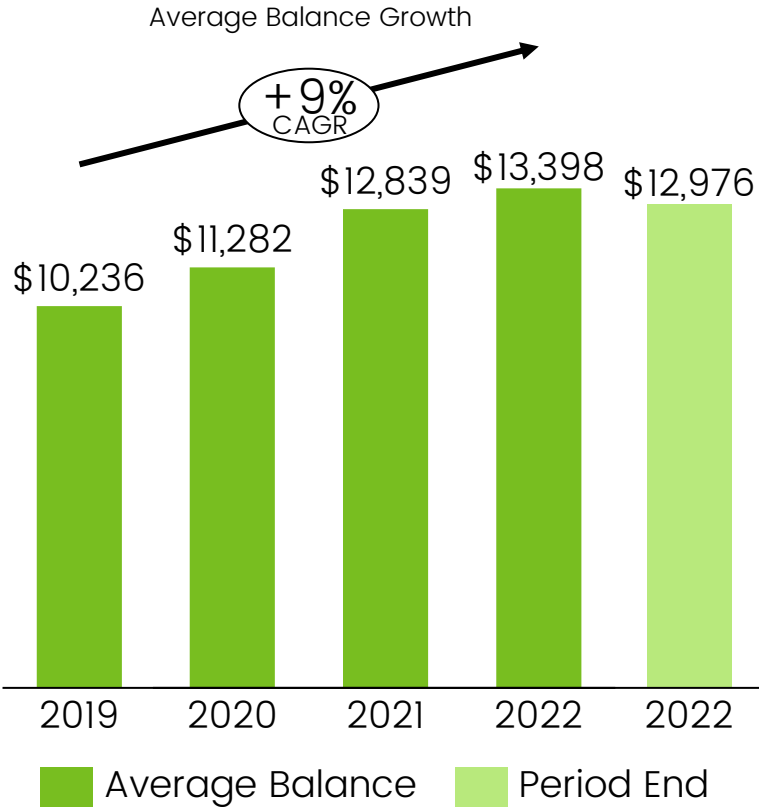
Segment view

\$ in millions

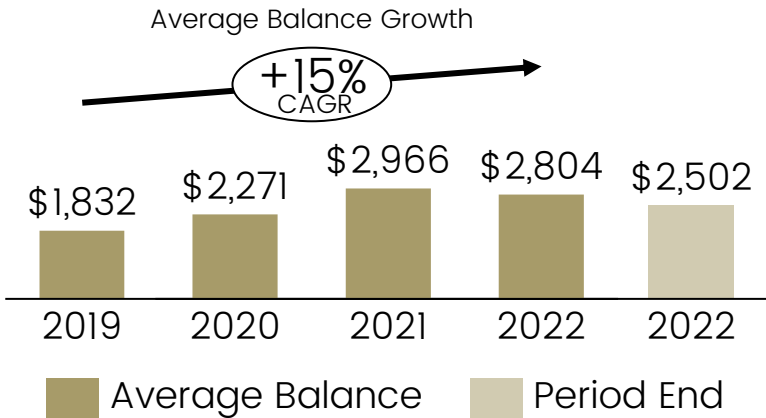
Commercial



Consumer



Wealth



LOAN PORTFOLIO

Period-End Balances

QTD Average Balances

\$ in 000s	12/31/2022	9/30/2022	12/31/2021	QoQ	YoY	\$ in 000s	12/31/2022	9/30/2022	12/31/2021	QoQ	YoY
Business	\$5,661,725	\$5,528,895	\$5,303,535	2.4%	6.8%	Business	\$5,478,241	\$5,317,696	\$5,191,844	3.0%	5.5%
<i>Business excl. PPP</i>	<i>5,653,659</i>	<i>5,507,081</i>	<i>5,174,372</i>	<i>2.7%</i>	<i>9.3%</i>	<i>Business excl. PPP</i>	<i>5,465,536</i>	<i>5,290,731</i>	<i>4,972,934</i>	<i>3.3%</i>	<i>9.9%</i>
Construction	1,361,095	1,206,955	1,118,266	12.8%	21.7%	Construction	1,268,900	1,288,721	1,228,237	-1.5%	3.3%
Business Real Estate	3,406,981	3,331,627	3,058,837	2.3%	11.4%	Business Real Estate	3,300,697	3,258,128	3,003,459	1.3%	9.9%
Personal Real Estate	2,918,078	2,862,519	2,805,401	1.9%	4.0%	Personal Real Estate	2,886,686	2,844,376	2,785,095	1.5%	3.6%
Consumer	2,059,088	2,116,371	2,032,225	-2.7%	1.3%	Consumer	2,089,912	2,101,622	2,043,690	-.6%	2.3%
Revolving Home Equity	297,207	286,026	275,945	3.9%	7.7%	Revolving Home Equity	293,681	280,923	276,464	4.5%	6.2%
Consumer Credit Card	584,000	563,349	575,410	3.7%	1.5%	Consumer Credit Card	559,463	550,058	559,429	1.7%	0.0%
Overdrafts	14,957	3,216	6,740	365.1%	121.9%	Overdrafts	7,428	4,438	4,926	67.4%	50.8%
Total Loans	\$16,303,131	\$15,898,958	\$15,176,359	2.5%	7.4%	Total Loans	\$15,885,008	\$15,645,962	\$15,093,144	1.5%	5.2%
PPP ¹	8,066	21,814	129,163	-63.0%	-93.8%	PPP ¹	12,705	26,965	218,910	-52.9%	-94.2%
Total Loans excl. PPP	\$16,295,065	\$15,877,144	\$15,047,196	2.6%	8.3%	Total Loans excl. PPP	\$15,872,303	\$15,618,997	\$14,874,234	1.6%	6.7%

¹Paycheck protection program (PPP) loans are included in the business loan category

INCOME STATEMENT HIGHLIGHTS

\$ in millions	4Q22	Change vs.				Highlights
		3Q22		4Q21		
Net Interest Income	\$254.6	↑	\$8.3	↑	\$47.0	• Linked quarter (LQ) increase due to higher interest earned on loans, partly offset by lower interest earned on investment securities and higher interest expense
Non-Interest Income	\$136.8	↓	\$ (1.7)	↓	\$ (10.9)	• See page 10
Non-Interest Expense	\$216.7	↑	\$3.9	↑	\$13.2	• See page 11
Pre-Tax, Pre-Provision Net Revenue ¹	\$174.7	↑	\$2.7	↑	\$23.0	
Investment Securities Gains, Net	\$8.9	↑	\$5.5	↑	\$18.6	• 4Q22 net gains of \$8.8 million on the private equity investment portfolio
Provision for Credit Losses	\$15.5	↑	\$.2	↑	\$22.5	• 4Q22 provision reflects builds in the ACL on loans and the liability for unfunded lending commitments of \$6.8 million and \$3.1 million, respectively.
Net-Income Attributable to Commerce Bancshares, Inc.	\$131.6	↑	\$8.8	↑	\$16.7	
For the three months ended	4Q22		3Q22		4Q21	
Net Income per Common Share – Diluted	\$1.04	↑	\$.97	↑	\$.90	
Net Yield on Interest Earning Assets	3.18%	↑	3.01%	↑	2.43%	• Higher rates on earning assets supported quarterly margin expansion

¹See the non-GAAP reconciliation on page 20

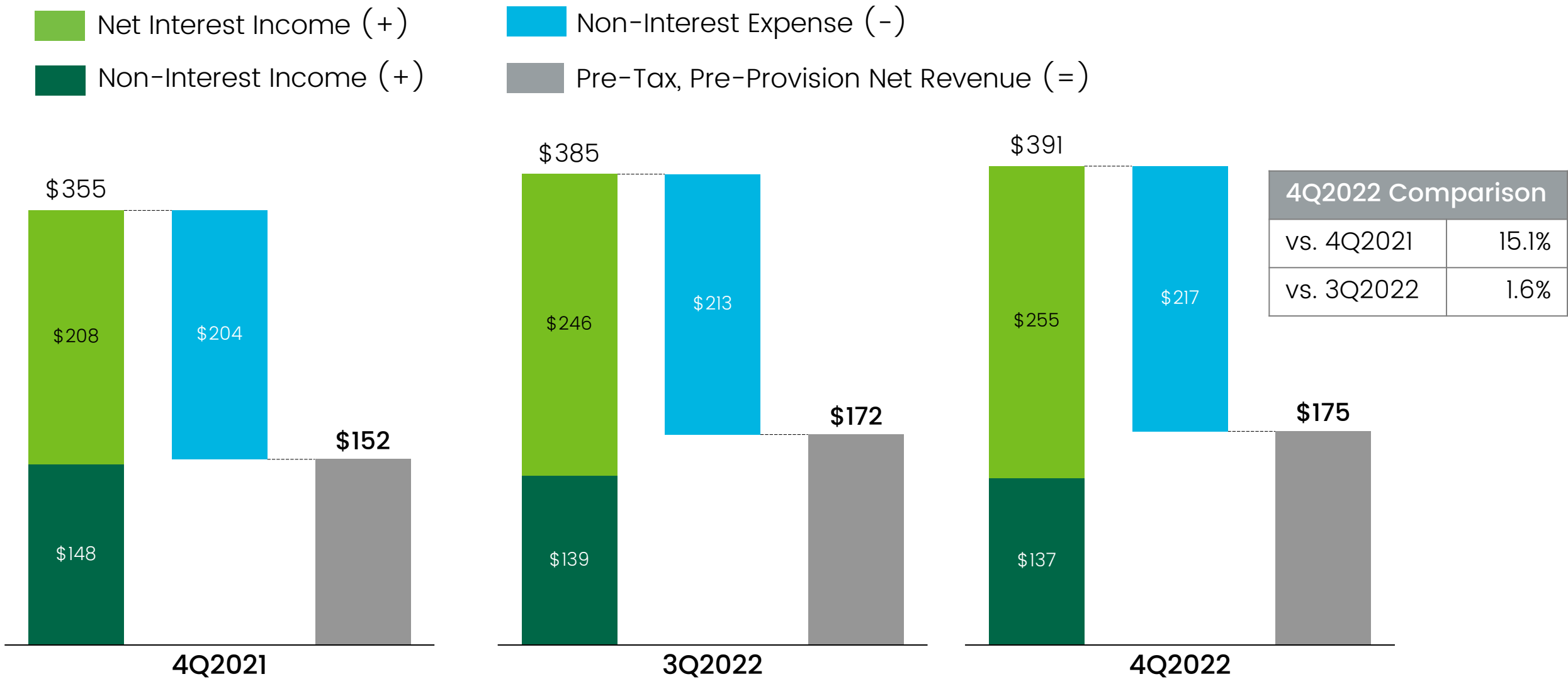
NON-INTEREST INCOME HIGHLIGHTS

\$ in millions	4Q22	Change vs.		4Q21	Highlights	
		3Q22				
Bank Card Transaction Fees	\$44.6	↓	\$ (1.1)	↓	\$ (.2)	• Higher corporate card fees more than offset by higher rewards
Trust Fees	\$44.7	↓	\$ (.7)	↓	\$ (4.2)	• 4Q22 reflects lower market values on assets under management compared to prior year (PY)
Deposit Account Charges and Other Fees	\$22.0	↓	\$ (2.5)	↓	\$ (3.5)	• Decrease of 13.7% from PY mainly due to lower overdraft and return item fees (decline of \$4.1 million) • Overdraft and return item fees for 4Q22 were \$2.9 million
Capital Market Fees	\$3.4		—	↓	\$ (.5)	
Consumer Brokerage Services	\$4.5	↓	\$ (.6)	↓	\$ (.4)	
Loan Fees and Sales	\$2.6	↓	\$ (.5)	↓	\$ (2.7)	• Decline from PY reflects lower mortgage banking revenue
Other	\$15.1	↑	\$ 3.7	↑	\$.5	• Increase over last quarter (LQ) mainly due to a \$1.0 million gain on the sale of real estate and a higher deferred compensation fair value adjustment of \$2.5 million
Total Non-Interest Income	\$136.8	↓	\$ (1.7)	↓	\$ (10.9)	

NON-INTEREST EXPENSE HIGHLIGHTS

\$ in millions	4Q22	Change vs.		4Q21	Highlights	
		3Q22				
Salaries and Employee Benefits	\$138.5	↑	\$1.1	↑	\$5.8	• Increase of 4.4% over prior year (PY) due to higher full-time salaries and higher employee benefits expense
Net Occupancy	\$11.8	↓	\$ (.8)	↓	\$ (.5)	
Equipment	\$5.0		—	↑	\$.3	
Supplies and Communication	\$4.4	↓	\$ (.1)		—	
Data Processing and Software	\$28.0	↓	\$ (.1)	↑	\$2.2	• Increase of 8.6% over PY due to higher software expense, bank card processing fees and increased costs for service providers
Marketing	\$5.4	↓	\$ (.8)		—	
Other	\$23.6	↑	\$4.6	↑	\$5.3	• Increase over last quarter (LQ) mostly due to higher deferred compensation fair value adjustment of \$2.5 million, an increase in legal and professional fees of \$1.6 million, and higher travel and entertainment and insurance expense
Total Non-Interest Expense	\$216.7	↑	\$3.9	↑	\$13.2	

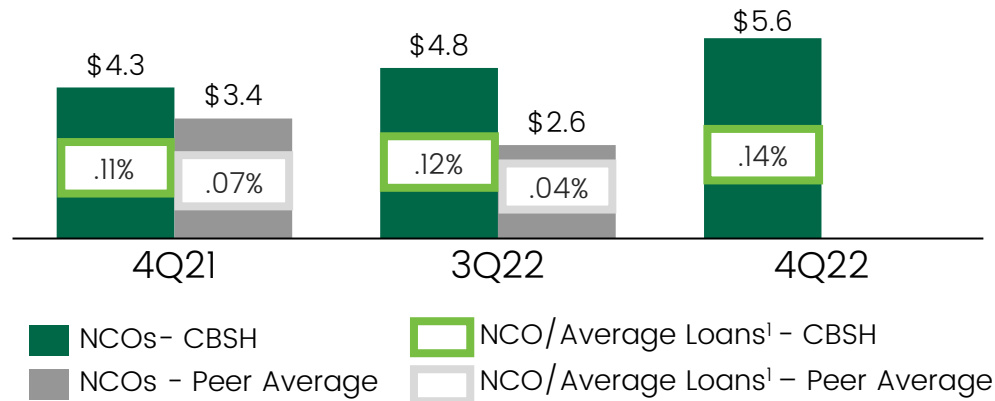
PRE-TAX, PRE-PROVISION NET REVENUE (PPNR)



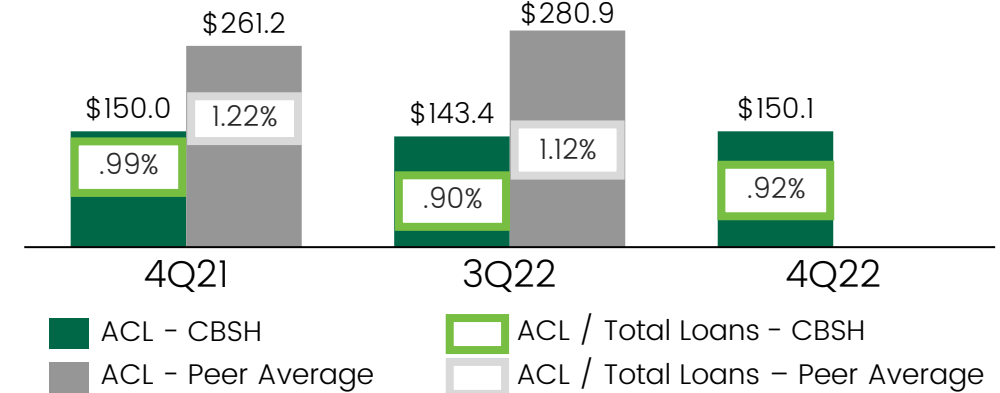
See the non-GAAP reconciliation on page 20

MAINTAINING STRONG CREDIT QUALITY

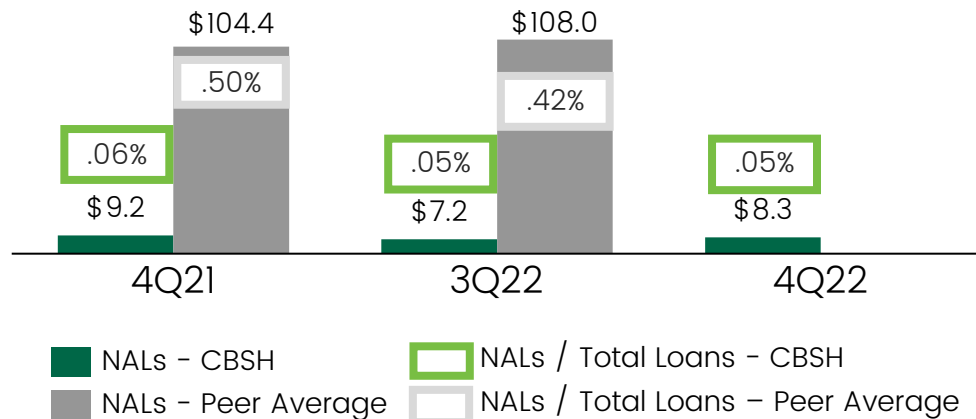
Net Loan Charge-Offs (NCOs)
\$ in millions



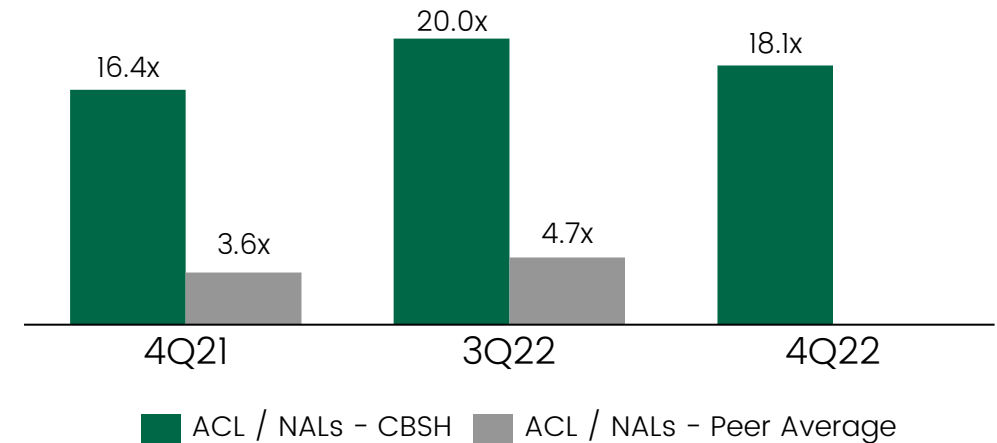
Allowance for Credit Losses on Loans (ACL)
\$ in millions



Non-Accrual Loans (NALs)
\$ in millions



Allowance for Credit Losses on Loans (ACL) to NALs



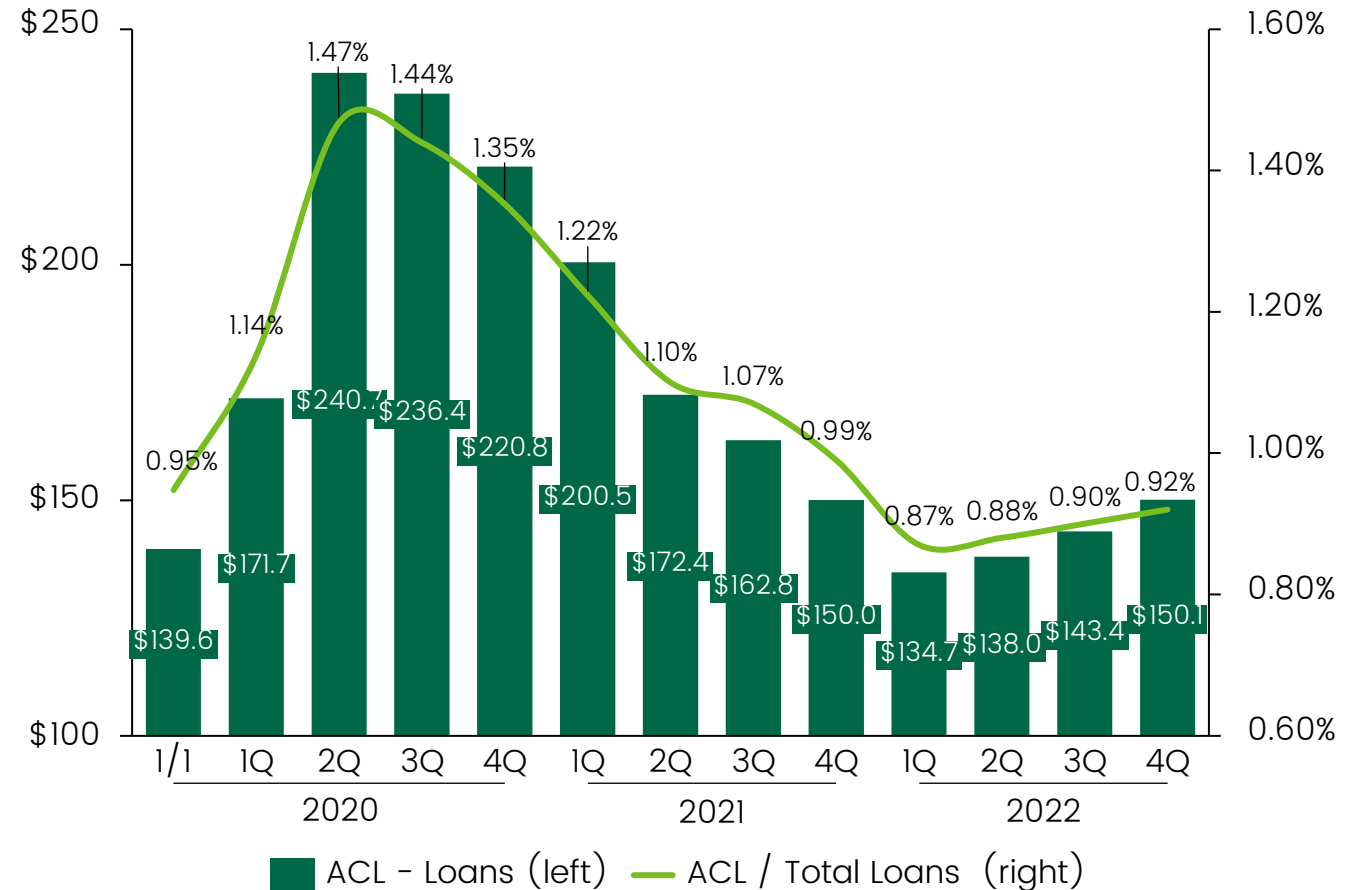
ALLOCATION OF ALLOWANCE

CECL allowances reflect the economic and market outlook

	September 30, 2022		December 31, 2022	
\$ in millions	Allowance for Credit Losses (ACL)	% of Outstanding Loans	Allowance for Credit Losses (ACL)	% of Outstanding Loans
Business	\$ 45.0	.81%	\$ 46.3	.82%
Bus R/E	28.7	.86%	28.2	.83%
Construction	29.4	2.44%	28.8	2.12%
Commercial total	\$ 103.1	1.02%	\$ 103.3	.99%
Consumer	9.8	.46%	10.3	.50%
Consumer CC	22.5	4.00%	24.9	4.26%
Personal R/E	6.6	.23%	10.0	.34%
Revolving H/E	1.3	.47%	1.6	.53%
Overdrafts	.1	2.71%	.1	.74%
Consumer total	\$ 40.3	.69%	\$ 46.8	.80%
Allowance for credit losses on loans	\$ 143.4	.90%	\$ 150.1	.92%

Allowance for Credit Losses (ACL) on Loans

\$ in millions

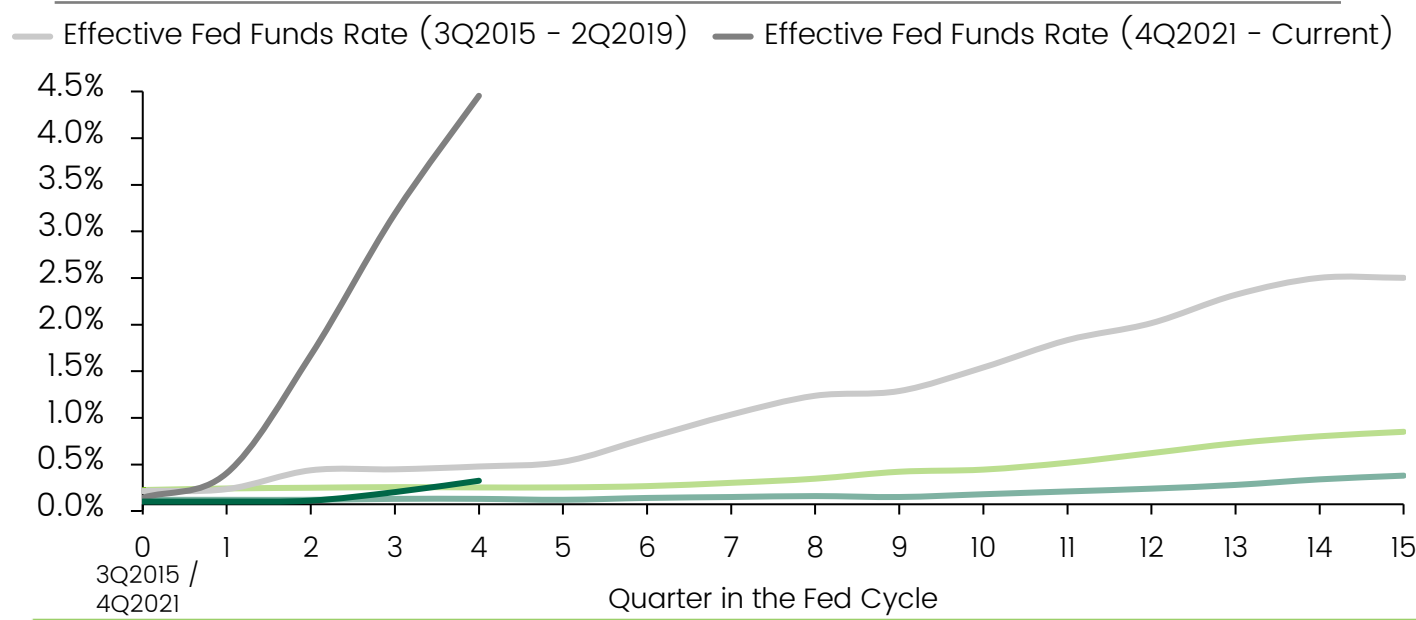


WELL-POSITIONED FOR CURRENT ENVIRONMENT

WELL-POSITIONED FOR MULTIPLE RATE ENVIRONMENTS

Cost of Total Deposits & Deposit Beta: Prior & Current Fed Cycle

	Cost of Total Deposits		Deposit Beta ¹
	Before Fed Rate Increases	End of Fed Rate Increases / Current	
Commerce (3Q2015 – 2Q2019)	.12%	.38%	12%
Peer Median (3Q2015 – 2Q2019)	.23%	.85%	27%
Commerce (4Q2021 – 4Q2022)	.03%	.24%	5%



Source: S&P Global Market Intelligence, 2021 10-K, 3Q2022 10-Q
¹ Fed Rate increase cycle from 3Q2015 through 2Q2019, +225 bps; Fed Rate increase cycle from 4Q2021 through 4Q2022, +425 bps; ² As of September 30, 2022

Opportunities to enhance and protect NII in a rising rate environment.

- Investment securities portfolio duration of 3.7 years.
- Cash flows from maturities and paydowns of securities of \$2.4 billion expected over the next twelve months.
- Large core deposit base and historically low betas.
- Securities purchased under agreements to resell of \$825 million maturing through 2025.
- 100 bps of gradual rate hikes impact NII over twelve months by reducing NII by \$14.0MM to increasing NII by \$9.9MM².
- As of December 31, 2022, 56% of loans were variable rate, (64% commercial, 42% consumer).

3Q2022 and 4Q2022 Hedging actions:

Entered into two floor contracts (indexed to 1 Month SOFR) to hedge the risk of declining interest rates on floating rate commercial loans. The contracts have a term of 6 years.

- 3Q2022: One 2.5% floor contract with a notional value of \$500 million. The contract begins 1/2024.
- 4Q2022: One 3.0% floor contract with a notional value of \$500 million. The contract begins 4/2024.

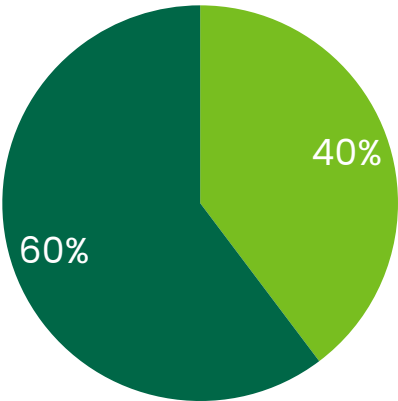
SUMMARY OF FIXED & FLOATING LOANS

Over 55% of total loans are variable; 64% of commercial loans have floating rates

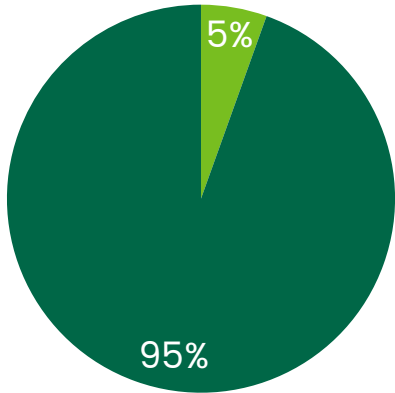


Commercial

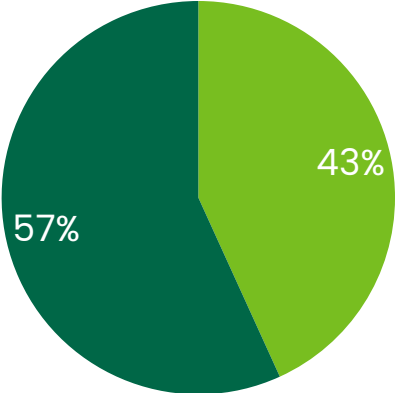
Business
Total Loans: \$5.7B



Construction
Total Loans: \$1.4B

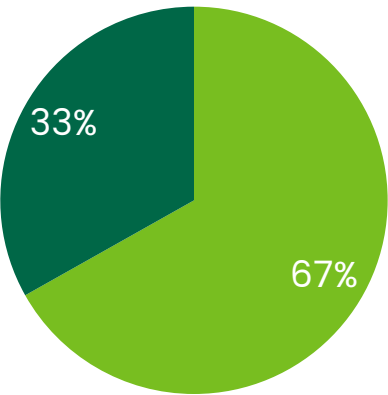


Business RE
Total Loans: \$3.4B

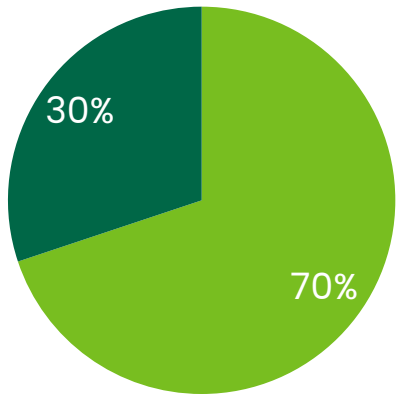


Consumer

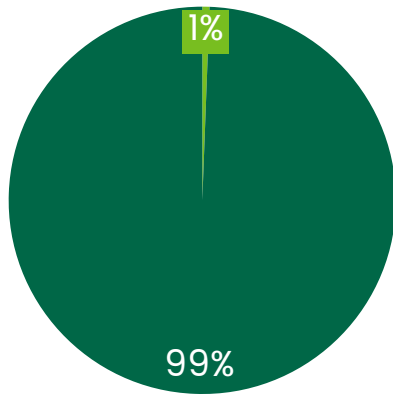
Personal RE
Total Loans: \$2.9B



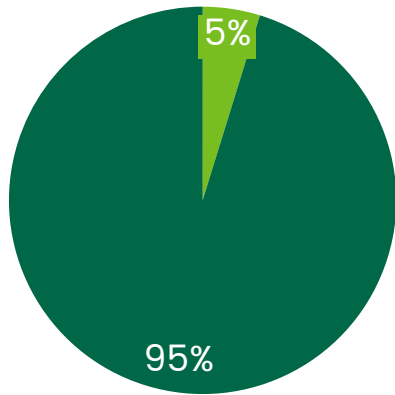
Consumer
Total Loans: \$2.1B



HELOC
Total Loans: \$0.3B



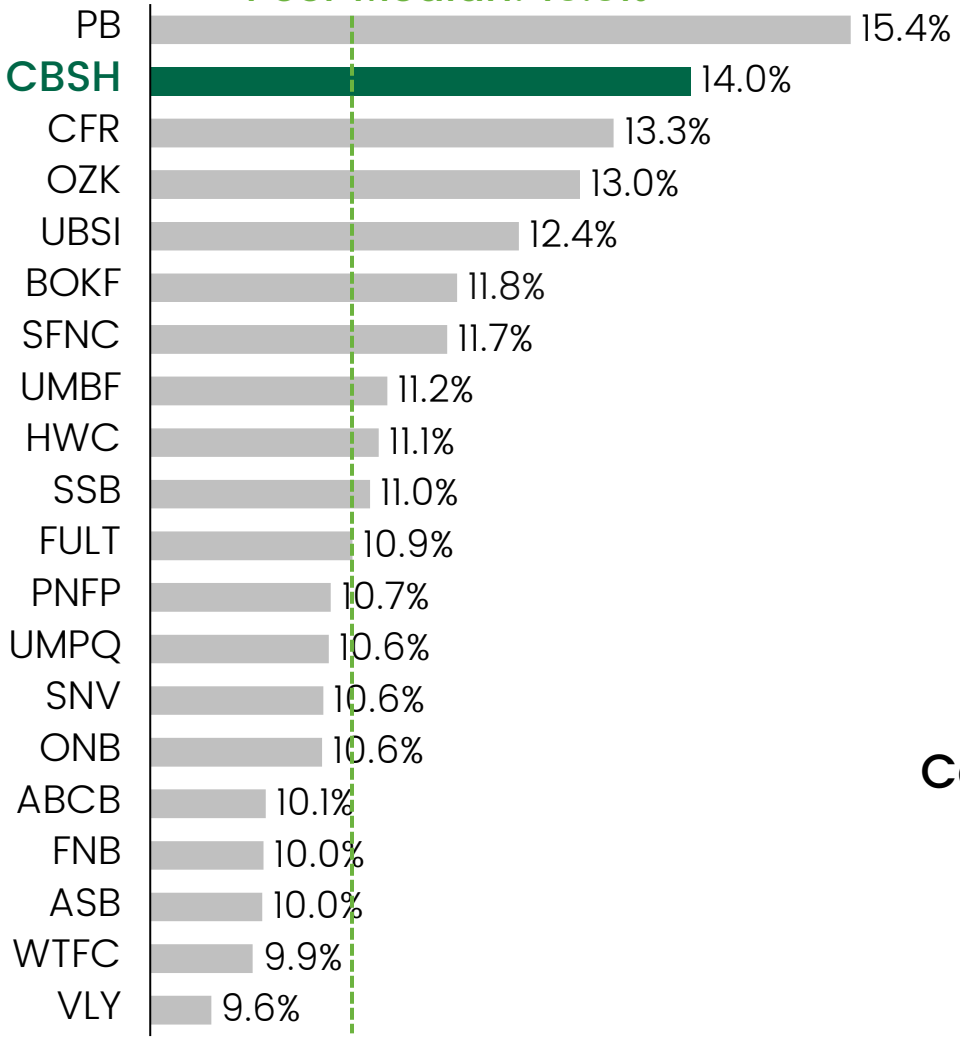
Consumer Card
Total Loans: \$0.6B



SOUND CAPITAL AND LIQUIDITY POSITION

Tier 1 Risk-Based Capital Ratio¹

Peer Median: 10.9%

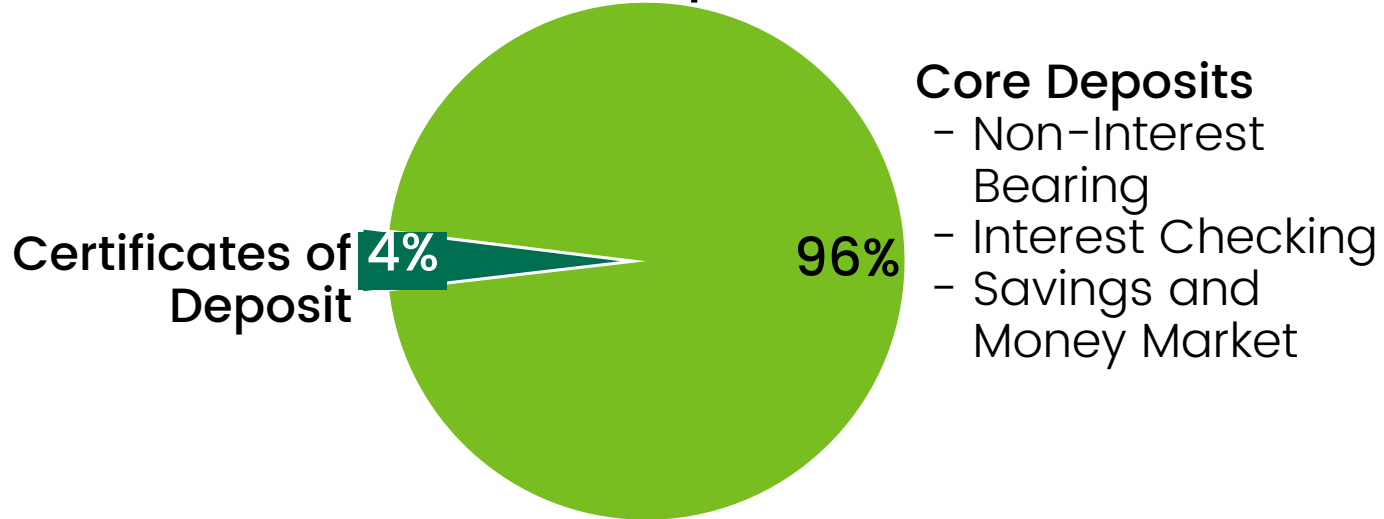


Loan to Deposit Ratio

Large, stable deposit base



Total Deposits



¹S&P Global Market Intelligence, Information as of September 30, 2022
²Period-end balances, as of December 31, 2022
³Includes loans held for sale, for the quarter ended December 31, 2022

CAPITAL FOR BUSINESS®

A middle-market private equity firm focused on the success of industrial growth companies

Quick Facts:

Small Business Investment
Company (SBIC) founded in 1959

Nationwide footprint with Greater
Midwest Focus

36 Portfolio Companies
Representing
\$875 million in Revenue
Over 3,400 Employees

Fair Value as of December 31, 2022:
\$178.1 million

Investment Criteria

- Manufacturing, distribution and certain service companies
- Cash flow positive
- Good management
- Consistent financial performers
- Operate in niche markets
- Significant and defensible market positions
- Differentiated products and services
- Scalable business platforms

Target Parameters

- Revenues – \$10 million to \$100 million
- EBITDA – \$2 million to \$7 million

Transaction Types

Management buyouts
Leveraged buyouts
Succession plans
Recapitalizations
Corporate divestitures

Investment Structures

Subordinated debt
Preferred stock
Common stock
Warrants

Other Information

Co-investors
Majority control
Target 5–7 year hold period
Management participation



NON-GAAP RECONCILIATIONS

Pre-tax, Pre-provision Net Revenue

		For The Three Months Ended		
(DOLLARS IN THOUSANDS)		Dec. 31, 2022	Sep. 30, 2022	Dec. 31, 2021
A	Net Interest Income	\$ 254,641	\$ 246,373	\$ 207,657
B	Non-Interest Income	\$ 136,825	\$ 138,514	\$ 147,699
C	Non-Interest Expense	\$ 216,740	\$ 212,884	\$ 203,582
Pre-Provision Net Revenue (A+B-C)		\$ 174,726	\$ 172,003	\$ 151,774

