

Edgar Filing: COMMERCE GROUP INC /MA - Form SC 13D

COMMERCE GROUP INC /MA
Form SC 13D
May 27, 2003

United States
Securities and Exchange Commission
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 1)

John Hancock Patriot Preferred Dividend Fund
(Name of Issuer)

Common Stock
(Title of Class of Securities)

41013J-10-7
(CUSIP Number)

The Commerce Group Inc.
211 Main Street
Webster, MA 01570
(508) 943-9000
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

May 13, 2003
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box:

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Edgar Filing: COMMERCE GROUP INC /MA - Form SC 13D

Page 1 of 6

CUSIP No.: 41013J-10-7

THE COMMERCE GROUP, Inc.
SCHEDULE 13D
AMENDMENT NO. 1
MAY 27, 2003

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. ID NO. OF ABOVE PERSON

The Commerce Group Inc.
ID# 04-2599931

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)
(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS [WC]

5. CHECK BOX IF DISCLOSURE OF LEGAL []
PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Massachusetts

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

| | |
|--------------------------|-----------|
| SOLE VOTING POWER | 2,266,300 |
| SHARED VOTING POWER | 0 |
| SOLE DISPOSITIVE POWER | 2,266,300 |
| SHARED DISPOSITIVE POWER | 0 |

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,266,300

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES []

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
31.2%

14. TYPE OF REPORTING PERSON
[HC]

Page 2 of 6

CUSIP No.: 41013J-10-7

THE COMMERCE GROUP, Inc.
SCHEDULE 13D
AMENDMENT NO. 1
MAY 27, 2003

ITEM 1. SECURITY AND ISSUER

This Schedule 13D relates to the shares of beneficial interest (the "Shares"), of John Hancock Patriot Preferred Dividend Fund (the "Fund"), a Massachusetts business trust registered as an investment company under the Investment Company Act of 1940, as amended (the "Investment Company Act"). The principal executive offices of the Fund are located at 101 Huntington Avenue, Boston, MA, 02119-7603.

ITEM 2. IDENTITY AND BACKGROUND

(a) - (f) This Schedule 13D is being filed by The Commerce Group Inc. (the "Reporting Person"), a corporation formed under the laws of Massachusetts. The Reporting Person is a corporation whose principal offices are located at 211 Main Street Webster, MA 01570. No material changes have taken place with respect to director or officer information of the Reporting Person.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

The source of the funds used by the Reporting Person to purchase Shares listed in Item 5(a) was working capital. The amount of the funds used to purchase such shares reported in Annex A aggregated approximately \$434,661.

ITEM 4. PURPOSE OF TRANSACTION

No material change has taken place since the previous filing.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

(a) The Fund's reports with the Securities and Exchange Commission report that 7,257,200 Shares are outstanding. Based upon such number, the Reporting Person beneficially owns 31.2% of the Fund's outstanding Shares.

(b) The Reporting Person is the beneficial owner (through its insurance subsidiaries as listed below) of 2,266,300 Shares, over which it has sole power of disposition and voting. Such number of Shares represents approximately 31.2% of the outstanding Shares.

| | Shares | Cost |
|-------------------------------------|-----------|--------------|
| The Commerce Insurance Company | 1,998,200 | \$21,960,700 |
| American Commerce Insurance Company | 248,100 | 2,765,374 |

Edgar Filing: COMMERCE GROUP INC /MA - Form SC 13D

| | | |
|---------------------------------|-----------|--------------|
| Commerce West Insurance Company | 20,000 | 237,675 |
| Totals | 2,266,300 | \$24,963,749 |

(c) During the period from December 15, 2000 through May 13, 2003, the Reporting Person has effected the following purchases and sales of Common Stock, all of which were made on the New York Stock Exchange (see attached Annex A). All transactions prior to December 15, 2000 were reported on previous Schedule 13D filings.

(d) No person other than the Reporting Person has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the shares of Common Stock owned by the Reporting Person.

(e) It is inapplicable to state the date on which the Reporting Person ceased to be the beneficial owner of more than five percent of the Common Stock.

Page 3 of 6

CUSIP No.: 41013J-10-7

THE COMMERCE GROUP, Inc.
SCHEDULE 13D
AMENDMENT NO. 1
MAY 27, 2003

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS
WITH RESPECT TO SECURITIES OF THE ISSUER

The Reporting Person does not have any contract, arrangement, understanding or relationship (legal or otherwise) with any person with respect to any securities of the Fund, including, but not limited to, the transfer or voting of any such securities, finders' fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

Annex A Item 5(c) Information

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

May 27, 2003

THE COMMERCE GROUP INC.

Gerald Fels
 Executive Vice President &
 Chief Financial Officer

Page 4 of 6

ANNEX A
 Item 5 (c) - Information

FROM: 10/31/00 - 05/13/03
 PPF 41013J-10-7

JOHN HANCOCK PATRIOT PREFERRED DIVIDEND FUND

COMMERCE INSURANCE COMPANY
 SALES

| TRADE DATE | SETTLEMENT DATE | SHARES SOLD | SALE PRICE PER SHARE | CONSIDERATION |
|------------|-----------------|-------------|----------------------|---------------|
| 04/21/03 | 04/24/03 | 13,000 | \$12.9504 | \$167,827.32 |
| 04/30/03 | 05/05/03 | 6,000 | 12.7110 | 76,022.43 |
| 04/30/03 | 05/05/03 | 4,000 | 12.7110 | 50,681.62 |
| 05/01/03 | 05/06/03 | 9,900 | 12.7048 | 125,375.63 |
| 05/02/03 | 05/07/03 | 2,500 | 12.7011 | 31,651.26 |
| 05/02/03 | 05/07/03 | 1,300 | 12.7011 | 16,458.66 |
| 05/05/03 | 05/08/03 | 1,600 | 12.7044 | 20,262.08 |
| 05/06/03 | 05/09/03 | 900 | 12.7091 | 11,401.65 |
| 05/06/03 | 05/09/03 | 2,000 | 12.7091 | 25,337.01 |
| 05/06/03 | 05/09/03 | 2,000 | 12.7091 | 25,337.01 |
| 05/06/03 | 05/09/03 | 5,600 | 12.7091 | 70,943.63 |
| 05/07/03 | 05/12/03 | 1,800 | 12.7222 | 22,826.88 |
| 05/08/03 | 05/13/03 | 5,000 | 12.7420 | 63,507.01 |

COMMERCE SALE TOTALS: 55,600 \$707,632.19

PURCHASES

| TRADE DATE | SETTLEMENT DATE | SHARES PURCHASED | PRICE PER SHARE | ACQUISITION COST |
|------------|-----------------|------------------|-----------------|------------------|
| 12/15/00 | 12/20/00 | 2,000 | \$10.3750 | \$ 20,830.00 |

Edgar Filing: COMMERCE GROUP INC /MA - Form SC 13D

| | | | | |
|----------|----------|-------|---------|-----------|
| 12/19/00 | 12/22/00 | 2,400 | 10.5000 | 25,296.00 |
| 12/20/00 | 12/26/00 | 1,000 | 10.6250 | 10,665.00 |
| 12/21/00 | 12/27/00 | 5,800 | 10.7500 | 62,582.00 |
| 12/27/00 | 01/02/01 | 5,900 | 10.9375 | 64,767.25 |
| 02/20/01 | 02/23/01 | 200 | 11.6500 | 2,338.00 |
| 02/20/01 | 02/23/01 | 6,000 | 11.7000 | 70,440.00 |
| 02/21/01 | 02/26/01 | 1,800 | 11.7000 | 21,132.00 |
| 02/21/01 | 02/26/01 | 500 | 11.6500 | 5,845.00 |
| 03/05/01 | 03/08/01 | 2,600 | 11.8500 | 30,914.00 |

Page 5 of 6

ANNEX A
Item 5 (c) - Information
JOHN HANCOCK PATRIOT PREFERRED DIVIDEND FUND
(Continued)

PURCHASES

| TRADE DATE | SETTLEMENT DATE | SHARES PURCHASED | PRICE PER SHARE | ACQUISITION COST |
|---------------------------|-----------------|------------------|-----------------|------------------|
| 04/17/01 | 04/20/01 | 1,200 | 11.5500 | 13,908.00 |
| 12/12/01 | 12/17/01 | 5,200 | 12.2000 | 63,648.00 |
| 04/19/02 | 04/24/02 | 3,400 | 12.4000 | 42,296.00 |
| COMMERCE PURCHASE TOTALS: | | 38,000 | | \$434,661.25 |
| NET COMMERCE SALE TOTAL: | | 17,600 | | \$272,970.94 |

AMERICAN COMMERCE INSURANCE CO
SALES

| TRADE DATE | SETTLEMENT DATE | SHARES SOLD | SALE PRICE PER SHARE | CONSIDERATION |
|--------------------------------|-----------------|-------------|----------------------|---------------|
| 02/10/03 | 02/13/03 | 100 | \$12.5000 | \$ 1,245.96 |
| 04/21/03 | 04/24/03 | 21,800 | 12.9563 | 281,562.12 |
| 04/21/03 | 04/24/03 | 300 | 12.9563 | 3,874.71 |
| 04/21/03 | 04/24/03 | 7,700 | 12.9563 | 99,450.84 |
| 04/21/03 | 04/24/03 | 2,200 | 12.9563 | 28,414.52 |
| 04/22/03 | 04/25/03 | 500 | 12.9500 | 6,454.69 |
| 04/23/03 | 04/28/03 | 300 | 12.8500 | 3,842.81 |
| 05/08/03 | 05/13/03 | 100 | 12.7500 | 1,270.94 |
| 05/09/03 | 05/14/03 | 5,000 | 12.7100 | 63,347.03 |
| 05/12/03 | 05/15/03 | 3,300 | 12.9473 | 42,592.09 |
| 05/13/03 | 05/16/03 | 10,600 | 12.8154 | 135,412.88 |
| AMERICAN COMMERCE SALE TOTALS: | | 51,900 | | \$667,468.59 |

NO PURCHASES DURING PERIOD

NET CONSOLIDATED SALE TOTAL: 69,500 \$940,439.53

Page 6 of 6