

COMERICA INC /NEW/
Form 4
November 06, 2008

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GUMMER CHARLES L

(Last) (First) (Middle)

COMERICA BANK, 1717 MAIN
STREET, 5TH FLOOR

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
COMERICA INC /NEW/ [CMA]

3. Date of Earliest Transaction
(Month/Day/Year)
11/04/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below)

Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/04/2008		S	2,200 D	\$ 28.64	85,345 ⁽¹⁾	D
Common Stock	11/04/2008		S	1,600 D	\$ 28.65	83,745 ⁽¹⁾	D
Common Stock	11/04/2008		S	2,900 D	\$ 28.66	80,845 ⁽¹⁾	D
Common Stock	11/04/2008		S	2,400 D	\$ 28.67	78,445 ⁽¹⁾	D
Common Stock	11/04/2008		S	3,900 D	\$ 28.68	74,545 ⁽¹⁾	D

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Common Stock	11/04/2008	S	3,000	D	\$ 28.69	71,545 ⁽¹⁾	D	
Common Stock	11/04/2008	S	2,300	D	\$ 28.7	69,245 ⁽¹⁾	D	
Common Stock	11/04/2008	S	700	D	\$ 28.71	68,545 ⁽¹⁾	D	
Common Stock	11/04/2008	S	400	D	\$ 28.72	68,145 ⁽¹⁾	D	
Common Stock	11/04/2008	S	600	D	\$ 28.73	67,545 ⁽¹⁾	D	
Common Stock	11/05/2008	G V	100	D	\$ 0	67,445 ⁽¹⁾	D	
Common Stock						1,500	I	By Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative 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)	8. Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 66.81					01/14/2000 ⁽²⁾ 03/19/2009	Common Stock	25,000
Employee Stock Option (right to	\$ 41.5					01/19/2001 ⁽²⁾ 03/17/2010	Common Stock	18,000

buy)						
Employee Stock Option (right to buy)	\$ 51.43	01/22/2002 ⁽²⁾	05/02/2011	Common Stock	15,800	
Employee Stock Option (right to buy)	\$ 63.2	01/21/2003 ⁽²⁾	04/17/2012	Common Stock	24,800	
Employee Stock Option (right to buy)	\$ 40.32	01/27/2004 ⁽²⁾	04/17/2013	Common Stock	24,500	
Employee Stock Option (right to buy)	\$ 52.5	01/26/2005 ⁽²⁾	04/16/2014	Common Stock	25,000	
Employee Stock Option (right to buy)	\$ 54.99	01/25/2006 ⁽²⁾	04/21/2015	Common Stock	25,000	
Employee Stock Option (right to buy)	\$ 56.47	01/24/2007 ⁽²⁾	02/15/2016	Common Stock	20,500	
Employee Stock Option (right to buy)	\$ 58.98	01/23/2008 ⁽²⁾	01/23/2017	Common Stock	25,000	
Employee Stock Option (right to buy)	\$ 37.45	01/22/2009 ⁽²⁾	01/22/2018	Common Stock	25,000	

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director	10% Owner	Officer	Other
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GUMMER CHARLES L
COMERICA BANK
1717 MAIN STREET, 5TH FLOOR
DALLAS, TX 75201

Executive
Vice
President

Signatures

/s/ Nicole V. Gersch on behalf of Charles L.
Gummer

11/06/2008

__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) Includes shares acquired through employee stock plans, shares purchased with reinvested dividends and stock units held pursuant to a deferred compensation plan as of November 5, 2008.
- (2) The options vest in four equal annual installments beginning on the date indicated in this column.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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