

COMERICA INC /NEW/
Form 3
February 10, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | |
|---|----------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Guilfoile Peter William | | (Month/Day/Year) | COMERICA INC /NEW/ [CMA] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 02/01/2015 | | |
| 1717 MAIN STREET | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | (Street) | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| DALLAS,Â TXÂ 75201 | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | (give title below) (specify below) | |
| | | | Executive Vice President | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 16,551 ⁽¹⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|---|---------------------------|------------|-----------------|--------|----------|-------------------|---|
| Employee Stock Option (Right to Buy) | 01/25/2006 ⁽²⁾ | 04/21/2015 | Common Stock | 3,800 | \$ 54.99 | D | Â |
| Employee Stock Option (Right to Buy) | 01/24/2007 ⁽²⁾ | 02/15/2016 | Common Stock | 3,600 | \$ 56.47 | D | Â |
| Employee Stock Option (Right to Buy) | 01/23/2008 ⁽²⁾ | 01/23/2017 | Common Stock | 4,350 | \$ 58.98 | D | Â |
| Employee Stock Option (Right to Buy) | 07/27/2011 ⁽²⁾ | 07/27/2020 | Common Stock | 625 | \$ 39.16 | D | Â |
| Employee Stock Option (Right to Buy) | 01/25/2012 ⁽²⁾ | 01/25/2021 | Common Stock | 1,225 | \$ 39.1 | D | Â |
| Employee Stock Option (Right to Buy) | 01/24/2013 ⁽²⁾ | 01/24/2022 | Common Stock | 2,750 | \$ 29.6 | D | Â |
| Employee Stock Option (Right to Buy) | 01/22/2014 ⁽²⁾ | 01/22/2023 | Common Stock | 3,300 | \$ 33.79 | D | Â |
| Employee Stock Option (Right to Buy) | 01/21/2015 ⁽²⁾ | 01/21/2024 | Common Stock | 1,578 | \$ 49.51 | D | Â |
| Employee Stock Option (Right to Buy) | 01/27/2016 ⁽²⁾ | 01/27/2025 | Common Stock | 2,270 | \$ 42.32 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Guilfoile Peter William 1717 MAIN STREET DALLAS, TX 75201 | Â | Â | Â Executive Vice President | Â |

Signatures

/s/ Jennifer S. Perry, on behalf of Peter W. Guilfoile through Power of Attorney

02/10/2015

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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 and shares purchased with reinvested dividends as of February 1, 2015.

(2) The options vest in four equal annual installments (based on the original grant amount) beginning on the date indicated in this column.

Â

Remarks:

EXHIBIT 24 - POWER OF ATTORNEY FOR PETER W. GUILFOILE.

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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