

COMERICA INC /NEW/  
Form 4  
November 06, 2008

**FORM 4**

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

OMB APPROVAL

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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

(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  
 Officer (give title below)  Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 (A) 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)
			Code	V	Amount or Price		
Common Stock	11/04/2008		S		2,200 D \$ 28.64	85,345 <sup>(1)</sup>	D
Common Stock	11/04/2008		S		1,600 D \$ 28.65	83,745 <sup>(1)</sup>	D
Common Stock	11/04/2008		S		2,900 D \$ 28.66	80,845 <sup>(1)</sup>	D
Common Stock	11/04/2008		S		2,400 D \$ 28.67	78,445 <sup>(1)</sup>	D
Common Stock	11/04/2008		S		3,900 D \$ 28.68	74,545 <sup>(1)</sup>	D

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

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 required to respond unless the form displays a currently valid OMB control number.**

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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
Employee Stock Option (right to buy)	\$ 66.81					01/14/2000 <sup>(2)</sup> 03/19/2009	Common Stock	25,000
Employee Stock Option (right to	\$ 41.5					01/19/2001 <sup>(2)</sup> 03/17/2010	Common Stock	18,000

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

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director      10% Owner      Officer      Other

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. 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.