

GUMMER CHARLES L  
 Form 4  
 November 16, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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**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  
 INCORPORATED, 1717 MAIN  
 STREET, MC 6507

(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)  
 11/12/2010

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |                                   |
| Common Stock                    |                                      |  |                                |   | 88,671 <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.

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SEC 1474  
 (9-02)

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**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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| 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                             | \$ 58.98   |                                      |  |                                |   | 01/23/2008 <sup>(2)</sup> 01/23/2017                     | Common Stock 25,000   |

Option  
(right to  
buy)

Employee  
Stock

Option \$ 37.45  
(right to  
buy)

01/22/2009<sup>(2)</sup> 01/22/2018

Common  
Stock 25,000

Employee  
Stock

Option \$ 17.32  
(right to  
buy)

01/27/2010<sup>(2)</sup> 01/27/2019

Common  
Stock 23,300

Phantom  
Stock  
Units <sup>(3)</sup>

<sup>(4)</sup> 11/12/2010

A 399

02/05/2011<sup>(5)</sup> 02/05/2011<sup>(5)</sup>

Common  
Stock 399

Employee  
Stock

Option \$ 39.16  
(right to  
buy)

07/27/2011<sup>(2)</sup> 07/27/2020

Common  
Stock 18,500

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                          |       |
|--|---------------|-----------|--------------------------|-------|
|  | Director      | 10% Owner | Officer                  | Other |
| GUMMER CHARLES L<br>COMERICA INCORPORATED<br>1717 MAIN STREET, MC 6507<br>DALLAS, TX 75201 |               |           | Executive Vice President |       |

## Signatures

/s/ Jennifer S. Perry, on behalf of Charles L. Gummer through Power of Attorney 11/16/2010

<sup>\_\_</sup>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 12, 2010.
- (2) Shares of restricted stock awarded under issuer's Long-Term Incentive Plan.
- (3) The phantom stock units represent a portion of the reporting person's base salary.
- (4) Each phantom stock unit is the economic equivalent of one share of Comerica Incorporated common stock.
- (5) Phantom stock units will be settled in cash on the earlier to occur of February 5, 2011 or the reporting person's death.

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