

GUMMER CHARLES L
 Form 4
 November 02, 2011

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)
 10/31/2011

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 (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)
Common Stock	10/31/2011		F	12,285	(A) or (D) Price \$ 25.55	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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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	\$ 37.45					01/22/2009 ⁽²⁾	01/22/2018	Common Stock	25,000

Option
(right to
buy)

Employee
Stock

Option \$ 17.32
(right to
buy)

01/27/2010⁽²⁾ 01/27/2019 Common Stock 23,300

Employee
Stock

Option \$ 39.16
(right to
buy)

07/27/2011⁽²⁾ 07/27/2020 Common Stock 18,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GUMMER CHARLES L
COMERICA INCORPORATED
1717 MAIN STREET, MC 6507
DALLAS, TX 75201

Executive Vice President

Signatures

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

11/02/2011

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 October 31, 2011.
- (2) The options vest in four equal annual installments beginning on the date indicated on 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.