COMERICA INC /NEW/

Form 4 April 06, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

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OMB APPROVAL

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Check this box

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** WAY KENNETH L			2. Issuer Name and Ticker or Trading Symbol				ng	5. Relationship of Reporting Person(s) to Issuer		
			COMERICA INC /NEW/ [CMA]				IA]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of	Earliest Tr	ansaction					
			(Month/D	ay/Year)				_X_ Director		Owner
500 WOOD FLOOR	WARD AVE., 3	31ST	04/04/20	005				Officer (give below)	below)	er (specify
	(Street)		4. If Ame	ndment, Da	te Origina	1		6. Individual or Jo	oint/Group Filin	ıg(Check
			Filed(Month/Day/Year)					Applicable Line)		
DETROIT, MI 48226			,·			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of	2. Transaction Da	te 2A. Dee	med	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year) Execution	on Date, if	Transactio	on(A) or Di	ispose	d of (D)	Securities	Form: Direct	Indirect
(Instr. 3)	•	any		Code	(Instr. 3,	_		Beneficially	(D) or	Beneficial
		(Month/	Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
								Following	(Instr. 4)	(Instr. 4)
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	04/04/2005			A	405	A	\$ 54.65	15,449	D (1)	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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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. Transactic Code (Instr. 8)	of	Date (Month/Day/Year	ate		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	
Director Stock Option (right to buy)	\$ 40.09					05/16/1998	05/16/2007	Common Stock	1,500	
Director Stock Option (right to buy)	\$ 65.13					05/15/1999	05/15/2008	Common Stock	1,500	
Director Stock Option (right to buy)	\$ 62.75					05/21/2000	05/21/2009	Common Stock	1,500	
Director Stock Option (right to buy)	\$ 44.13					05/19/2001	05/19/2010	Common Stock	2,000	
Director Stock Option (right to buy)	\$ 57.15					05/22/2002	05/20/2011	Common Stock	2,500	
Director Stock Option (right to buy)	\$ 64.5					05/21/2003	05/21/2012	Common Stock	2,500	
Director Stock Option	\$ 43.63					05/20/2004	05/20/2013	Common Stock	2,500	

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(right to buy)					
Director Stock Option (right to buy)	\$ 53.87	05/18/2005	05/18/2014	Common Stock	2,500
Restricted Stock Units	\$ 0 <u>(2)</u>	08/08/1988(3)	08/08/1988(3)	Common Stock	319

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
WAY KENNETH L							
500 WOODWARD AVE.	X						
31ST FLOOR	Λ						
DETROIT, MI 48226							

Signatures

/s/ Nicole V. Gersch, on behalf of Kenneth L.

Way

**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 stock units held pursuant to deferred director plans and shares purchased with reinvested dividends as of April 4, 2005.
- (2) Each restricted stock unit represents a contingent right to receive one share of Comerica common stock.
- (3) The restricted stock units vest one year after the date of grant. Vested shares are settled one year after the insider's date of retirement.

 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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