#### COMERICA INC /NEW/

Form 4 March 07, 2006

### FORM 4

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

**OMB APPROVAL** OMB

3235-0287 Number:

January 31, Expires: 2005

0.5

burden hours per

5. Relationship of Reporting Person(s) to

Estimated average response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

LEWIS JOHN D			Symbol COME	Symbol COMERICA INC /NEW/ [CMA]				(Check all applicable)			
(Last) 500 WOOL FLOOR	(First)  DWARD AVE.	(Middle)		f Earliest Tr Day/Year) 006	ransaction			DirectorX Officer (give below)	10%	Owner er (specify	
DETROIT,	(Street) MI 48226			endment, Da nth/Day/Year	_	1		6. Individual or Jo Applicable Line) _X_ Form filed by 0 Form filed by N Person	-	rson	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye.	ar) Execution any	emed fon Date, if /Day/Year)	3. Transaction Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3,	sposed	of (D)	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	03/06/2006			M	37,500	A	\$ 25.42	107,735 (2)	D		
Common Stock	03/06/2006			J <u>(1)</u>	25,360	D	\$ 56.34	82,375 (2)	D		
Common Stock								70,671	I	by John D. Lewis Trust	

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

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Yea	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Secu		Securition
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha		
Employee Stock Option (right to buy)	\$ 25.42	03/06/2006		M	37,500	01/17/1997 <u>(3)</u>	04/14/2006	Common Stock	37,5		
Employee Stock Option (right to buy)	\$ 40.25					01/20/1998(3)	04/20/2007	Common Stock	41,2		
Employee Stock Option (right to buy)	\$ 71.58					01/15/1999 <u>(3)</u>	03/20/2008	Common Stock	50,0		
Employee Stock Option (right to buy)	\$ 66.81					01/14/2000(3)	03/19/2009	Common Stock	50,0		
Employee Stock Option (right to buy)	\$ 41.5					01/19/2001 <sup>(3)</sup>	03/17/2010	Common Stock	75,0		
Employee Stock Option (right to buy)	\$ 51.43					01/22/2002(3)	05/02/2011	Common Stock	75,0		
	\$ 63.2					01/21/2003(3)	04/17/2012		70,0		

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Employee Stock Option (right to buy)				Common Stock	
Employee Stock Option (right to buy)	\$ 40.32	01/27/2004(3)	04/17/2013	Common Stock	68,0
Employee Stock Option (right to buy)	\$ 52.5	01/26/2005(3)	04/16/2014	Common Stock	65,0
Employee Stock Option (right to	\$ 54.99	01/25/2006(3)	04/21/2015	Common Stock	75,0

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
LEWIS JOHN D 500 WOODWARD AVE. 31ST FLOOR DETROIT, MI 48226			Vice Chairman				

## **Signatures**

buy)

/s/ Robert W. Spencer, Jr., on behalf of John D. Lewis 03/07/2006

\*\*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) Reflects the payment of an option exercise price and tax liability through the surrender of previously owned shares to the issuer.
- (2) This number includes shares purchased under the CMA dividend reinvestment plan and shares acquired through employee stock plans as of March 6, 2006.
- (3) 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.

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