

COMERICA INC /NEW/  
Form 8-K  
June 11, 2014

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

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FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 11, 2014

COMERICA INCORPORATED  
(Exact name of registrant as specified in its charter)

|                                                   |                          |                                      |
|---------------------------------------------------|--------------------------|--------------------------------------|
| Delaware                                          | 1-10706                  | 38-1998421                           |
| -----                                             | -----                    | -----                                |
| (State or other Jurisdiction of<br>Incorporation) | (Commission File Number) | (IRS Employer Identification Number) |

Comerica Bank Tower  
1717 Main Street, MC 6404  
Dallas, Texas 75201

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(Address of principal executive offices) (zip code)

(214) 462-6831

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(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



ITEM 8.01 OTHER EVENTS.

On March 26, 2014, Comerica Incorporated ("Comerica") announced that the Federal Reserve had completed its 2014 Comprehensive Capital Analysis and Review, and that it did not object to the Comerica capital plan and capital distributions contemplated in the plan, which included the authority to redeem \$150 million of subordinated notes due 2024 issued by Comerica Bank (the "subordinated notes") when callable in 2014. Accordingly, on June 11, 2014, Comerica Bank directed the paying agent for the subordinated notes to issue a redemption notice, which will result in the redemption of the subordinated notes at par, plus any accrued and unpaid interest thereon, on July 15, 2014.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

COMERICA INCORPORATED

By: /s/ Jon W. Bilstrom

Name: Jon W. Bilstrom

Executive Vice President -

Title: Governance, Regulatory Relations  
and Legal Affairs, and Secretary

Date: June 11, 2014