COMERICA INC /NEW/

Form 4

February 24, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

OMB APPROVAL

3235-0287

Expires:

Form filed by More than One Reporting

January 31, 2005

0.5

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Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

may continue. See Instruction 1(b).

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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **BAUDER LILLIAN** Issuer Symbol COMERICA INC /NEW/ [CMA] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner Other (specify Officer (give title 500 WOODWARD AVE., 31ST 02/22/2005 below) **FLOOR** 4. If Amendment, Date Original (Street) 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person

DETROIT, MI 48226

(State)

(Zin)

(City)

(City)	(State) (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)	Execution Date, if Transaction(A) or Disposed of any Code (Instr. 3, 4 and 5)			d of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	02/22/2005		M	1,500	A	\$ 19.92	13,042	D (1)		
Common Stock	02/24/2005		S	800	D	\$ 57.04	12,242	D (1)		
Common Stock	02/24/2005		S	700	D	\$ 57.07	11,542	D (1)		

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

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number.

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. Transact Code (Instr. 8)	Secondary Second	nof Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	V (1	A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Director Stock Option (right to buy)	\$ 19.92	02/22/2005		M			1,500	05/19/1996	05/19/2005	Common Stock	1,5
Director Stock Option (right to buy)	\$ 29.08							05/17/1997	05/17/2006	Common Stock	1,5
Director Stock Option (right to buy)	\$ 40.09							05/16/1998	05/16/2007	Common Stock	1,5
Director Stock Option (right to buy)	\$ 65.13							05/15/1999	05/15/2008	Common Stock	1,5
Director Stock Option (right to buy)	\$ 62.75							05/21/2000	05/21/2009	Common Stock	1,5
Director Stock Option (right to buy)	\$ 44.13							05/19/2001	05/19/2010	Common Stock	2,0

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Director Stock Option (right to buy)	\$ 57.15	05/22/2002	05/20/2011	Common Stock	2,5
Director Stock Option (right to buy)	\$ 64.5	05/21/2003	05/21/2012	Common Stock	2,5
Director Stock Option (right to buy)	\$ 43.63	05/20/2004	05/20/2013	Common Stock	2,5
Director Stock Option (right to buy)	\$ 53.87	05/18/2005	05/18/2014	Common Stock	2,5
Restricted Stock Units	\$ 0 <u>(2)</u>	08/08/1988(3)	08/08/1988(3)	Common Stock	31

Reporting Owners

10% Owner	Officer	
	Officei	Other
	10% Owner	10% Owner Officer

Signatures

/s/ Jon W. Bilstrom, on behalf of Lillian 02/24/2005 Bauder **Signature of Reporting Person

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).

Date

- (1) Includes stock units held pursuant to deferred director plans and shares purchased with reinvested dividends as of January 3, 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.

Reporting Owners 3

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