GUMMER CHARLES L

Form 4 May 01, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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).

(Last)

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * **GUMMER CHARLES L**

(First)

(Street)

(State)

04/28/2006

(Middle)

(Zip)

2. Issuer Name and Ticker or Trading

Symbol

5. Relationship of Reporting Person(s) to

Issuer

COMERICA INC /NEW/ [CMA]

(Check all applicable) 3. Date of Earliest Transaction

Director 10% Owner

(Month/Day/Year)

COMERICA BANK, 1601 ELM ST. 04/28/2006

X_ Officer (give title Other (specify below) below)

Pres/CEO-Comerica Bank-Tex Div

4. If Amendment, Date Original

Filed(Month/Day/Year)

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

DALLAS, TX 75201

(City)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported

(A)

Transaction(s) (Instr. 3 and 4)

Amount (D) Price J(1)926 D

 $78,993 \stackrel{(2)}{=} \stackrel{(3)}{=}$ D

Common

Common

Stock

56.87

Stock

I 1,500 by Spouse

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

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3		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
Employee Stock Option (right to buy)	\$ 40.25					01/20/1998(4)	04/20/2007	Common Stock	18,000
Employee Stock Option (right to buy)	\$ 71.58					01/15/1999 <u>(4)</u>	03/20/2008	Common Stock	25,000
Employee Stock Option (right to buy)	\$ 66.81					01/14/2000(4)	03/19/2009	Common Stock	25,000
Employee Stock Option (right to buy)	\$ 41.5					01/19/2001(4)	03/17/2010	Common Stock	18,000
Employee Stock Option (right to buy)	\$ 51.43					01/22/2002(4)	05/02/2011	Common Stock	15,800
Employee Stock Option (right to buy)	\$ 63.2					01/21/2003(4)	04/17/2012	Common Stock	24,800
Employee Stock	\$ 40.32					01/27/2004(4)	04/17/2013	Common Stock	24,500

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Option (right to buy)					
Employee Stock Option (right to buy)	\$ 52.5	01/26/2005 <u>(4)</u>	04/16/2014	Common Stock	25,000
Employee Stock Option (right to buy)	\$ 54.99	01/25/2006(4)	04/21/2015	Common Stock	25,000
Employee Stock Option (right to buy)	\$ 56.47	02/15/2007(4)	02/15/2016	Common Stock	20,500

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	

GUMMER CHARLES L COMERICA BANK 1601 ELM ST. DALLAS, TX 75201

Pres/CEO-Comerica Bank-Tex Div

Signatures

/s/ Robert W. Spencer, Jr., on behalf of Charles L.

Gummer 05/01/2006

**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 tax liability on vested shares of restricted stock 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 April 28, 2006.
- (3) The reporting person no longer has a reportable beneficial interest in 1,400 shares owned by his son and included in the reporting person's prior ownership reports.
- (4) 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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