#### COMERICA INC /NEW/

Form 4 July 06, 2006

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or

Section 16.

Form 4 or
Form 5

chlications

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

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 * WARDEN GAIL L			2. Issuer Name and Ticker or Trading Symbol COMERICA INC /NEW/ [CMA]					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			X Director 10% Owner Officer (give title Other (specify					
FLOOR	WARD AVE.,	3181	07/03/20	)06				below)	below)	a (specify	
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
DETROIT,	MI 48226 (State)	(Zip)	·	th/Day/Year)		Secur	ities Aca	Applicable Line) _X_ Form filed by O Form filed by M Person uired, Disposed of	Iore than One Re	porting	
1.Title of Security (Instr. 3)	2. Transaction Day/Yea	r) Execution	ned	3. Transactio Code (Instr. 8)	4. Securi	ties A ispose 4 and (A) or	cquired d of (D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	•	
Common Stock	07/03/2006			A	136 (1)	A	\$ 52.38	6,638 (2)	D		

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

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SEC 1474

(9-02)

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)		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>(3)</u>	08/08/1988(4)	08/08/1988(4)	Common Stock	319

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 6	Director	10% Owner	Officer	Other			
WARDEN GAIL L 500 WOODWARD AVE. 31ST FLOOR DETROIT, MI 48226	X						

## **Signatures**

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

Warden

\*\*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) Stock units acquired under a deferral plan. The units are being reported in Table I because they are distributed in the form of common stock, on a one-for-one basis.
- (2) Includes stock units held pursuant to deferred director plans, restricted stock units, and shares purchased with reinvested dividends as of July 3, 2006.
- (3) Each restricted stock unit represents a contingent right to receive one share of Comerica common stock.
- (4) The restricted stock units vest one year after the date of grant. Vested shares are settled one year after cessation of service on the board. 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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