

COMERICA INC /NEW/
Form 8-K
March 30, 2010

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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): **March 30, 2010**

COMERICA INCORPORATED

(Exact name of registrant as specified in its charter)

Delaware

(State or other Jurisdiction of
Incorporation)

1-10706

(Commission File Number)

38-1998421

(IRS Employer
Identification Number)

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

(Address of principal executive offices) (zip code)

(214) 462-6831

(Registrant's telephone number, including area code)

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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))
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ITEM 7.01

Regulation FD Disclosure.

Comerica Incorporated (Comerica) has elected not to repurchase from the U.S. Department of the Treasury (U.S. Treasury) the warrant that Comerica previously issued to the U.S. Treasury under the Troubled Asset Relief Program s Capital Purchase Program in November 2008. The warrant is to purchase 11,479,592 shares of Comerica s common stock at an exercise price, subject to anti-dilution adjustments, equal to \$29.40 per share.

The information furnished in this Item 7.01 is being furnished and shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that Section, and shall not be incorporated by reference into any registration statement or other document filed or furnished pursuant to the Exchange Act or the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such document.

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

| | |
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| By: | /s/ Jon W. Bilstrom |
| Name: | Jon W. Bilstrom |
| Title: | Executive Vice President - Governance, Regulatory Relations and Legal Affairs, and Secretary |

Date: March 30, 2010
