Edgar Filing: BABB RALPH W JR - Form 4

BABB RALP	PH W JR										
Form 4											
July 13, 2010										PPROVAL	
FORM	4 UNITED	STATES		ITIES Al hington,			NGE	COMMISSION	OMB OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. SECURITIES							Expires: January 31, 2005 Estimated average burden hours per response 0.5				
(Print or Type R	esponses)										
(2. Issuer Name and Ticker or Trading Symbol COMERICA INC /NEW/ [CMA]				-	5. Relationship of Reporting Person(s) to Issuer			
				Earliest Tra				(Check all applicable)			
COMERICA INCORPORATED, 1717 MAIN STREET, MC 6400			(Month/Day/Year) 07/09/2010					_X_ Director10% Owner _X_ Officer (give titleOther (specify below) Chairman, President & CEO			
				Amendment, Date Original (Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
DALLAS, T	X 75201							Form filed by M Person			
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed of	, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any			Disposed (Instr. 3,	(A) o of (D 4 and (A) or) 5)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock				Code V	Amount	(D)	Price	388,267 <u>(1)</u>	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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)	onof Derivative Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Securit (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Shar
Employee Stock Option (right to buy)	\$ 51.43						01/22/2002 <u>(2)</u>	05/02/2011	Common Stock	75.
Employee Stock Option (right to buy)	\$ 54.95						10/01/2002 <u>(2)</u>	09/30/2011	Common Stock	50.
Employee Stock Option (right to buy)	\$ 63.2						01/21/2003(2)	04/17/2012	Common Stock	125
Employee Stock Option (right to buy)	\$ 40.32						01/27/2004(2)	04/17/2013	Common Stock	120
Employee Stock Option (right to buy)	\$ 52.5						01/26/2005 <u>(2)</u>	04/16/2014	Common Stock	150
Employee Stock Option (right to buy)	\$ 54.99						01/25/2006 <u>(2)</u>	04/21/2015	Common Stock	175
Employee Stock Option (right to buy)	\$ 56.47						01/24/2007(2)	02/15/2016	Common Stock	100
	\$ 58.98						01/23/2008(2)	01/23/2017		100

Employee Stock Option (right to buy)							Common Stock	
Employee Stock Option (right to buy)	\$ 37.45				01/22/2009 <u>(2)</u>	01/22/2018	Common Stock	100
Employee Stock Option (right to buy)	\$ 17.32				01/27/2010 <u>(2)</u>	01/27/2019	Common Stock	83.
Phantom Stock Units (3)	<u>(4)</u>	07/09/2010	А	1,771	02/05/2011 <u>(5)</u>	02/05/2011 <u>(5)</u>	Common Stock	1,

Reporting Owners

Reporting Owner Name / Address			Relationships						
	Director	10% Owner	Officer	Other					
BABB RALPH W JR COMERICA INCORPORATED 1717 MAIN STREET, MC 6400 DALLAS, TX 75201	Х		Chairman, President & CEO						
Signatures									
/s/ Nicole V. Gersch, on behalf of Ralph W. Babb, Jr. through Power of 07/13/2010									

<u>**</u>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).
- (1) Includes shares acquired through employee stock plans, shares purchased with reinvested dividends and stock units held pursuant to a deferred compensation plan as of July 9, 2010.
- (2) The options vest in four equal annual installments beginning on the date indicated in this column.
- (3) The phantom stock units represent a portion of the reporting person's base salary.
- (4) Each phantom stock unit is the economic equivalent of one share of Comerica Incorporated common stock.
- (5) Phantom stock units will be settled in cash on the earlier to occur of February 5, 2011 or the reporting person's death.

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.

Attorney

Date