BILSTROM JON W

Form 4 March 09, 2010

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

Form 4 or Form 5 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

2. Issuer Name and Ticker or Trading

COMERICA INC /NEW/ [CMA]

Symbol

1(b).

(Print or Type Responses)

BILSTROM JON W

1. Name and Address of Reporting Person *

		COME	COMERICA INC /NEW/ [CMA]			(Check all applicable)				
(Last)	(First) (1	Middle) 3. Date	of Earliest Tr	ansaction		• • • • • • • • • • • • • • • • • • • •				
1717 MAIN		Day/Year) 2010		below)	X Officer (give title Other (specify					
	(Street)		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				
DALLAS, T	X 75201				Person					
(City)										
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		Code	4. Securities on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) P	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock					73,196 <u>(1)</u>	D				
Common Stock					1,500	I	by Jon W. Bilstrom Agency			
Common Stock					2,000	I	by Kathy Keeler Bilstrom Trust Agency			

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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.

SEC 1474

(9-02)

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. Transacti Code (Instr. 8)	onof Deriv	rative rities ired rosed) . 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shar
Employee Stock Option (right to buy)	\$ 44.91						01/02/2004(2)	01/02/2013	Common Stock	20,00
Employee Stock Option (right to buy)	\$ 52.5						01/26/2005(2)	04/16/2014	Common Stock	25,00
Employee Stock Option (right to buy)	\$ 54.99						01/25/2006(2)	04/21/2015	Common Stock	25,00
Employee Stock Option (right to buy)	\$ 56.47						01/24/2007(2)	02/15/2016	Common Stock	25,00
Employee Stock Option (right to buy)	\$ 58.98						01/23/2008(2)	01/23/2017	Common Stock	25,00
Employee Stock	\$ 37.45						01/22/2009(2)	01/22/2018	Common Stock	25,00

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Option (right to buy)

Employee

Stock Option

\$ 17.32 01/27/2010(2) 01/27/2019 Common Stock

20,30

(right to buy)

Phantom

Stock (4) 03/05/2010 A 369 02/05/2011(5) 02/05/2011(5) Common Stock 369

Units (3)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BILSTROM JON W

1717 MAIN STREET
MC 6404

EVP & Secretary

DALLAS, TX 75201

Signatures

/s/ Nicole V. Gersch, on behalf of Jon W.
Bilstrom 03/09/2010

**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) Includes shares acquired through employee stock plans, shares purchased with reinvested dividends and stock units held pursuant to a deferred compensation plan as of March 5, 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.

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