COMERICA INC /NEW/

Form 3

February 10, 2015

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

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

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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

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement COMERICA INC /NEW/ [CMA] À Guilfoile Peter William (Month/Day/Year) 02/01/2015 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 1717 MAIN STREET (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person DALLAS, TXÂ 75201 (give title below) (specify below) Form filed by More than One **Executive Vice President** Reporting Person (City) (State) (Zip) **Table I - Non-Derivative Securities Beneficially Owned** 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 16,551 (1) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

information contained in this form are not required to respond unless the form displays a

currently valid OMB control number.

1. Title of Derivative Security (Instr. 4)	rity Expiration Date		3. Title and Amount of Securities Underlying Derivative Security		4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
			(Instr. 4)		Price of	Derivative	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative	Security:	
					Security	Direct (D)	
						or Indirect	

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				Shares		(I) (Instr. 5)	
Employee Stock Option (Right to Buy)	01/25/2006(2)	04/21/2015	Common Stock	3,800	\$ 54.99	D	Â
Employee Stock Option (Right to Buy)	01/24/2007(2)	02/15/2016	Common Stock	3,600	\$ 56.47	D	Â
Employee Stock Option (Right to Buy)	01/23/2008(2)	01/23/2017	Common Stock	4,350	\$ 58.98	D	Â
Employee Stock Option (Right to Buy)	07/27/2011(2)	07/27/2020	Common Stock	625	\$ 39.16	D	Â
Employee Stock Option (Right to Buy)	01/25/2012(2)	01/25/2021	Common Stock	1,225	\$ 39.1	D	Â
Employee Stock Option (Right to Buy)	01/24/2013(2)	01/24/2022	Common Stock	2,750	\$ 29.6	D	Â
Employee Stock Option (Right to Buy)	01/22/2014(2)	01/22/2023	Common Stock	3,300	\$ 33.79	D	Â
Employee Stock Option (Right to Buy)	01/21/2015(2)	01/21/2024	Common Stock	1,578	\$ 49.51	D	Â
Employee Stock Option (Right to Buy)	01/27/2016(2)	01/27/2025	Common Stock	2,270	\$ 42.32	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Guilfoile Peter William 1717 MAIN STREET DALLAS, TX 75201	Â	Â	Executive Vice President	Â		

Signatures

/s/ Jennifer S. Perry, on behalf of Peter W. Guilfoile through Power of Attorney 02/10/2015

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 and shares purchased with reinvested dividends as of February 1, 2015.
- (2) The options vest in four equal annual installments (based on the original grant amount) beginning on the date indicated in this column.

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Remarks:

EXHIBIT 24 - POWER OF ATTORNEY FOR PETER W. GUILFOILE.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

Reporting Owners 2

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