

COMERICA INC /NEW/  
Form 4  
May 06, 2005

**FORM 4**

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

OMB APPROVAL

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

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 Person \*  
DINAPOLI J PHILIP

(Last) (First) (Middle)

500 WOODWARD AVE., 31ST FLOOR

(Street)

DETROIT, MI 48226

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
COMERICA INC /NEW/ [CMA]

3. Date of Earliest Transaction (Month/Day/Year)  
05/05/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V Amount (D) Price  |   |  |  |
| Common Stock                    | 05/05/2005                           |  | M                              | 1,500 A \$ 19.92  | 192,767 <sup>(1)</sup>  | D <sup>(2)</sup>   |  |
| Common Stock                    |                                      |  |                                |   | 50,176  | I  | by DiNapoli Family L.P.                    |
| Common Stock                    |                                      |  |                                |   | 5,871   | I  | by D&D Ranch                               |
| Common Stock                    |                                      |  |                                |   | 64,575  | I  | by DDD Partners                            |

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

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(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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Director Stock Option (right to buy)       | \$ 19.92   | 05/05/2005                           |  | M                              | 1,500   | 05/19/1996 05/19/2005                                    | Common Stock  | 1,500                      |
| Director Stock Option (right to buy)       | \$ 29.08   |                                      |  |                                |   | 05/17/1997 05/17/2006                                    | Common Stock  | 1,500                      |
| 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                             | \$ 44.13   |                                      |  |                                |   | 05/19/2001 05/19/2010                                    | Common Stock  | 2,000                      |



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- (2) Includes stock units held pursuant to deferred director plans and shares purchased with reinvested dividends as of April 4, 2005.
- (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 the insider's date of retirement.

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