

Moore Christine M
Form 4
January 24, 2019

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Moore Christine M

(Last) (First) (Middle)

COMERICA
INCORPORATED, 411 WEST
LAFAYETTE, MC 3387

(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)

01/22/2019

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)

EVP and General Auditor

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. 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 Beneficial Ownership (Instr. 4)	
			Code	V	Amount (A) or (D)	Price		
Common Stock	01/22/2019		A		800 ⁽¹⁾	\$ 0	14,555 ⁽²⁾	D

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

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information contained in this form are not
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SEC 1474
(9-02)

**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. 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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 39.1							01/25/2012 ⁽³⁾	01/25/2021	Common Stock	3,200
Employee Stock Option (right to buy)	\$ 29.6							01/24/2013 ⁽³⁾	01/24/2022	Common Stock	3,000
Employee Stock Option (right to buy)	\$ 33.79							01/22/2014 ⁽³⁾	01/22/2023	Common Stock	2,750
Employee Stock Option (right to buy)	\$ 49.51							01/21/2015 ⁽³⁾	01/21/2024	Common Stock	2,205
Employee Stock Option (right to buy)	\$ 42.32							01/27/2016 ⁽³⁾	01/27/2025	Common Stock	2,545
Employee Stock Option (right to buy)	\$ 32.97							01/26/2017 ⁽³⁾	01/26/2026	Common Stock	1,845
Employee Stock Option (right to buy)	\$ 67.66							01/24/2018 ⁽³⁾	01/24/2027	Common Stock	1,010

Employee
Stock
Option
(right to
buy)

\$ 95.25

01/23/2019⁽³⁾ 01/23/2028

Common
Stock 785

Employee
Stock
Option
(right to
buy)

\$ 80.17

01/22/2019

A

1,130

01/22/2020⁽³⁾ 01/22/2029

Common
Stock 1,130

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Moore Christine M COMERICA INCORPORATED 411 WEST LAFAYETTE, MC 3387 DETROIT, MI 48226			EVP and General Auditor	

Signatures

/s/ Jennifer S. Perry, on behalf of Christine M. Moore through Power of Attorney 01/24/2019

__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) Restricted stock units awarded under Issuer's Long-Term Incentive Plan.

(2) Includes shares acquired through employee stock plans, shares purchased with reinvested dividends, restricted stock units and stock units held pursuant to a deferred compensation plan as of January 22, 2019.

(3) The options vest in four equal annual installments (based on the original grant amount) beginning on the date indicated in this column.

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

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