

COMERICA INC /NEW/  
Form 4  
January 30, 2007

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**ACTON ELIZABETH S**

(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)  
01/23/2007

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)  
Exec. V. Pres., CFO & Treas.

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	01/23/2007		A		7,000 (1) \$ 0 53,097 (2)	D	

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

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 58.98	01/23/2007		A	32,000	01/23/2008 <sup>(3)</sup>	01/23/2017	Common Stock	32,000
Employee Stock Option (Right to Buy)	\$ 62.02					04/15/2002 <sup>(3)</sup>	04/13/2012	Common Stock	30,000
Employee Stock Option (Right to Buy)	\$ 40.32					01/27/2004 <sup>(3)</sup>	04/17/2013	Common Stock	20,000
Employee Stock Option (Right to Buy)	\$ 52.5					01/26/2005 <sup>(3)</sup>	04/16/2014	Common Stock	45,000
Employee Stock Option (Right to Buy)	\$ 54.99					01/25/2006 <sup>(3)</sup>	04/21/2015	Common Stock	45,000
Employee Stock Option (Right to Buy)	\$ 56.47					02/15/2007 <sup>(3)</sup>	02/15/2016	Common Stock	32,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ACTON ELIZABETH S  
500 WOODWARD AVE.  
31ST FLOOR  
DETROIT, MI 48226

Exec. V. Pres., CFO & Treas.

## Signatures

/s/ Robert W. Spencer, Jr., on behalf of Elizabeth S.  
Acton

01/30/2007

\_\_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) Shares of restricted stock awarded under Issuer's Long-Term Incentive Plan.
  - (2) This number includes shares purchased under the CMA dividend reinvestment plan and shares acquired through employee stock plans as of January 29, 2007.
  - (3) The options vest in four equal annual installments 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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