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COMERICA INC /NEW/
Form 8-K
May 06, 2003

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

FORM 8-K

Current Report
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 1, 2003

COMERICA INCORPORATED

(Exact name of registrant as specified in its charter)

| | | |
|---------------------------------------------------|-----------------------------|-----------------------------------------|
| Delaware | 1-10706 | 38-1998421 |
| ----- | ----- | ----- |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |

| | |
|---------------------------------------------------------------------------------------|------------|
| Comerica Tower at Detroit Center 500 Woodward Avenue, MC 3391 Detroit, Michigan | 48226 |
| ----- | ----- |
| (Address of principal executive offices) | (Zip Code) |

(800) 521-1190

Registrant's telephone number, including area code:

Not Applicable

(Former name or former address, if changed since last report)

ITEM 5. OTHER EVENTS.

Comerica Incorporated ("Comerica") executed an underwriting agreement, dated as of May 1, 2003, with Citigroup Global Markets Inc., Comerica Securities, Inc., Credit Suisse First Boston LLC and J.P. Morgan Securities Inc. (the "Underwriting Agreement"), relating to the sale of \$300,000,000 aggregate principal amount of its 4.80% Subordinated Notes due May 1, 2015 (the "Notes").

The Notes have been registered under the Securities Act of 1933, as

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amended, pursuant to a Registration Statement on Form S-3 (No. 333-04297) previously filed with the Securities and Exchange Commission. Copies of the Underwriting Agreement, the final indenture governing the Notes and the form of Note are attached hereto as Exhibits 1.1, 4.1 and 4.2, respectively.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

See Exhibit Index incorporated herein by reference.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 6, 2003

COMERICA INCORPORATED

By: /s/ George W. Madison

Name: George W. Madison
Title: Executive Vice President, General
Counsel and Corporate Secretary

EXHIBIT INDEX

| EXHIBIT NO. | DESCRIPTION |
|-------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.1 | Underwriting Agreement, dated May 1, 2003, among Comerica Incorporated and Citigroup Global Markets Inc., Comerica Securities, Inc., Credit Suisse First Boston LLC and J.P. Morgan Securities Inc. |
| 4.1 | Subordinated Debt Indenture, dated as of May 1, 2003, between Comerica Incorporated and JPMorgan Chase Bank. |
| 4.2 | Form of 4.80% Subordinated Note due May 1, 2015. |