BILSTROM JON W

Form 4 April 23, 2010

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB 3235-0287

Number:

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

1. Name and Address of Reporting Person \*

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

**BILSTROM JON W** 

BILSTROW JON W		Symbol COMERICA INC /NEW/ [CMA]				[A]	(6) 1 1 1 1 1 1			
(Last)	(First)	(Middle)		Earliest Tra	ansaction				ck all applicable	
COMERICA INCORPOR STREET, M	RATED, 1717	MAIN	(Month/D 04/21/20	•				DirectorX Officer (give below)		o Owner er (specify
	(Street)		4. If Ame	ndment, Da	te Original	l		6. Individual or J	oint/Group Filii	ng(Check
Filed(Mont			tth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative (	Securi	ities Acc	quired, Disposed (	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction (Month/Day/Yo	ear) Execut any	emed ion Date, if n/Day/Year)	3. Transaction Code (Instr. 8)	on(A) or D (D) (Instr. 3,	4 and (A) or	d of 5) Price	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)
Common Stock	04/21/2010			F	1,587	D	\$ 43.4	71,623 (1)	D	
Common Stock								1,500	I	by Jon W. Bilstrom Agency
Common Stock								2,000	I	by Kathy Keeler Bilstrom Trust Agency

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(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)	of		-	7. Title and A Underlying S (Instr. 3 and 4	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 44.91					01/02/2004(2)	01/02/2013	Common Stock	20,000
Employee Stock Option (right to buy)	\$ 52.5					01/26/2005(2)	04/16/2014	Common Stock	25,000
Employee Stock Option (right to buy)	\$ 54.99					01/25/2006(2)	04/21/2015	Common Stock	25,000
Employee Stock Option (right to buy)	\$ 56.47					01/24/2007(2)	02/15/2016	Common Stock	25,000
Employee Stock Option (right to buy)	\$ 58.98					01/23/2008(2)	01/23/2017	Common Stock	25,000
	\$ 37.45					01/22/2009(2)	01/22/2018		25,000

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Employee Stock Option (right to buy)			Common Stock	
Employee Stock Option (right to buy)	\$ 17.32	01/27/2010 <u>(2)</u> 01/27/2019	Common Stock	20,300
Phantom Stock Units (3)	<u>(4)</u>	02/05/2011 <sup>(5)</sup> 02/05/2011 <sup>(5)</sup>	Common Stock	1,895

# **Reporting Owners**

Reporting Owner Name / Address	Keiauonsnips						
	Director	10% Owner	Officer	Other			

BILSTROM JON W COMERICA INCORPORATED 1717 MAIN STREET, MC 6404 DALLAS, TX 75201

**EVP & Secretary** 

## **Signatures**

/s/ Nicole V. Gersch, on behalf of Jon W. Bilstrom through Power of Attorney

04/23/2010

Date

\*\*Signature of Reporting Person

## **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) Includes shares acquired through employee stock plans, shares purchased with reinvested dividends and stock units held pursuant to a deferred compensation plan as of April 21, 2010.
- (2) The options vest in four equal annual installments beginning on the date indicated in this column.
- (3) The phantom stock units represent a portion of the reporting person's base salary.
- (4) Each phantom stock unit is the economic equivalent of one share of Comerica Incorporated common stock.
- (5) Phantom stock units will be settled in cash on the earlier to occur of February 5, 2011 or the reporting person's death.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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