

CUMMINGS PETER D  
 Form 4  
 December 15, 2006

**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 \*  
 CUMMINGS PETER D

(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)  
 12/13/2006

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 Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock					11,168 <sup>(1)</sup>	D	
Common Stock	12/13/2006		G	V <u>38,505</u> <sup>(2)</sup> D \$ 0	3,816 <sup>(3)</sup>	I	by spouse

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

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**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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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 Option (right to buy)	\$ 44.13					05/19/2001	05/19/2010	Common Stock	2,000
Director Stock Option (right to buy)	\$ 57.15					05/22/2002	05/20/2011	Common Stock	2,500
Director Stock Option (right to buy)	\$ 64.5					05/21/2003	05/21/2012	Common Stock	2,500
	\$ 43.63					05/20/2004	05/20/2013		2,500

Director Stock Option (right to buy)					Common Stock	
Director Stock Option (right to buy)	\$ 53.87		05/18/2005	05/18/2014	Common Stock	2,500
Restricted Stock Units	\$ 0 <sup>(4)</sup>		08/08/1988 <sup>(5)</sup>	08/08/1988 <sup>(5)</sup>	Common Stock	319

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CUMMINGS PETER D 500 WOODWARD AVE. 31ST FLOOR DETROIT, MI 48226	X			

## Signatures

/s/ Robert W. Spencer, Jr., on behalf of Peter D.  
Cummings

12/15/2006

      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) Includes stock units held pursuant to deferred director plans, restricted stock units, and shares purchased with reinvested dividends as of December 13, 2006.
- (2) Reporting person's spouse has gifted these shares to a foundation.
- (3) The reporting person disclaims beneficial ownership of these shares, and this report shall not be deemed an admission that the reporting person is the beneficial owner of these shares for purposes of Section 16 or for any other purpose.
- (4) Each restricted stock unit represents a contingent right to receive one share of Comerica common stock.
- (5) The restricted stock units vest one year after the date of grant. Vested shares are settled one year after cessation of service on the board.

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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