COMERICA INC /NEW/

Form 4

February 16, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

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OMB APPROVAL

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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 may continue.

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MICHALAK MICHAEL H Issuer Symbol COMERICA INC /NEW/ [CMA] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify 500 WOODWARD AVE., MC 3379 02/15/2006 below) below) SVP/Corporate Planning (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

(Zip)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

D

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

DETROIT, MI 48226

(State)

(City)

1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (A)

Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

Common 02/15/2006 A 3,000 Α \$0 18,864 (1) Stock

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. Transacti Code (Instr. 8)	Securities	6. Date Exercisal Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Shares
Employee Stock Option (right to buy)	\$ 56.47	02/15/2006		A	5,000	02/15/2007(2)	02/15/2016	Common Stock	5,000
Employee Stock Option (right to buy)	\$ 54.99					01/25/2006(2)	04/21/2015	Common Stock	5,500
Employee Stock Option (right to buy)	\$ 40.25					01/20/1998(2)	04/20/2007	Common Stock	6,000
Employee Stock Option (right to buy)	\$ 71.58					01/15/1999(2)	03/20/2008	Common Stock	5,500
Employee Stock Option (right to buy)	\$ 66.81					01/14/2000(2)	03/19/2009	Common Stock	5,225
Employee Stock Option (right to buy)	\$ 41.5					01/19/2001(2)	03/17/2010	Common Stock	5,350
Employee Stock Option (right to buy)	\$ 51.43					01/22/2002(2)	05/02/2011	Common Stock	4,890

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Employee Stock Option (right to buy)	\$ 63.2	01/21/2003(2)	04/17/2012	Common Stock	7,000
Employee Stock Option (right to buy)	\$ 40.32	01/27/2004(2)	04/17/2013	Common Stock	1,500
Employee Stock Option (right to buy)	\$ 52.5	01/26/2005(2)	04/16/2014	Common Stock	5,000

Reporting Owners

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

MICHALAK MICHAEL H 500 WOODWARD AVE. MC 3379

SVP/Corporate Planning

DETROIT, MI 48226

Signatures

/s/ Robert W. Spencer, Jr., on behalf of Michael H.
Michalak

02/16/2006

**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) This number includes shares purchased under the CMA dividend reinvestment plan and shares acquired through employee stock plans as of February 15, 2006.
- (2) 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. 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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