

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<u>OBERG JAY K.</u> (Last) (First) (Middle) <u>1717 MAIN STREET</u> (Street) <u>DALLAS TX 75201</u> (City) (State) (Zip)			<u>COMERICA INC /NEW/ [CMA]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>01/26/2019</u>		Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP - ChiefRisk Officer</u>	
			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line)	
					<input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/26/2019		F		803	D	\$82.07	26,916 ⁽¹⁾	D	
Common Stock	01/27/2019		F		164	D	\$82.07	26,752 ⁽²⁾	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					
Employee Stock Option (right to buy)	\$39.1					01/25/2012 ⁽³⁾	01/25/2021	Common Stock 1,500		1,500	D	
Employee Stock Option (right to buy)	\$29.6					01/24/2013 ⁽³⁾	01/24/2022	Common Stock 4,000		4,000	D	
Employee Stock Option (right to buy)	\$33.79					01/22/2014 ⁽³⁾	01/22/2023	Common Stock 3,000		3,000	D	
Employee Stock Option (right to buy)	\$49.51					01/21/2015 ⁽³⁾	01/21/2024	Common Stock 2,205		2,205	D	
Employee Stock Option (right to buy)	\$42.32					01/27/2016 ⁽³⁾	01/27/2025	Common Stock 2,640		2,640	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$32.97							01/26/2017 ⁽³⁾	01/26/2026	Common Stock	2,130		2,130	D	
Employee Stock Option (right to buy)	\$67.66							01/24/2018 ⁽³⁾	01/24/2027	Common Stock	1,010		1,010	D	
Employee Stock Option (right to buy)	\$95.25							01/23/2019 ⁽³⁾	01/23/2028	Common Stock	805		805	D	
Employee Stock Option (right to buy)	\$80.17							01/22/2020 ⁽³⁾	01/22/2029	Common Stock	2,575		2,575	D	

Explanation of Responses:

1. Includes shares acquired through employee stock plans, shares purchased with reinvested dividends and restricted stock units as of January 26, 2019.
2. Includes shares acquired through employee stock plans, shares purchased with reinvested dividends and restricted stock units as of January 27, 2019.
3. The options vest in four equal annual installments (based on the original grant amount) beginning on the date indicated in this column.

Remarks:

/s/ Jennifer S. Perry, on behalf
of Jay K. Oberg through Power 01/29/2019
of Attorney

** Signature of Reporting Person Date

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

* 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).

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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