COMERICA INC /NEW/
Form 4
April 22, 2003

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response...0.5

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

o Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

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1. Name and Address of Reporting Person* *(Last, First, Middle)*

Fisher, Max M.

Fisher Building - 27th Floor

(Street)

Detroit, MI 48202

(City) *(State)* *(Zip)*

2. Issuer Name and Ticker or Trading Symbol

Comerica Incorporated (CMA)

3. I.R.S. Identification Number of Reporting Person, if an entity *(Voluntary)*

4. Statement for *(Month/Day/Year)*

April 21, 2003

5. If Amendment, Date of Original *(Month/Day/Year)*

6. Relationship of Reporting Person(s) to Issuer *(Check All Applicable)*

x Director o 10% Owner

o Officer *(give title below)*

o Other *(specify below)*

7. Individual or Joint/Group Filing *(Check Applicable Line)*

x Form filed by One Reporting Person

o Form filed by More than One Reporting Person

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).

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 Transactions(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	4/21/2003		J		155 (1)	A	$40.22	1,937,594	D (2)	
Common Stock								661,932 (3)	I	
Common Stock								599 (4)	I	

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)*	
				Code	V	(A)	(D)
Director Stock Option (Right to Buy)	$19.92						

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued
(*e.g.*, puts, calls, warrants, options, convertible securities)

6. Date Exercisable and Expiration Date *(Month/Day/Year)*		7. Title and Amount of Underlying Securities *(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 of Derivative Security: Direct (D) or Indirect (I) *(Instr. 4)*	11. Nature of Indirect Beneficial Ownership *(Instr. 4)*
Date Exercisable	**Expiration Date**	**Title**	**Amount or Number of Shares**				
5/17/1996	5/19/2005	Common Stock	1,500		1,500	D	
5/19/1997	5/17/2006	Common Stock	1,500		1,500	D	
5/16/1998	5/16/2007	Common Stock	1,500		1,500	D	
5/14/1999	5/15/2008	Common Stock	1,500		1,500	D	
5/21/2000	5/21/2009	Common Stock	1,500		1,500	D	
5/18/2001	5/19/2010	Common Stock	2,000		2,000	D	
5/22/2002	5/22/2011	Common Stock	2,500		2,500	D	
5/21/2003	5/21/2012	Common Stock	2,500		2,500	D	

Explanation of Responses:

(1) Shares acquired on the director's behalf with deferred directors fees pursuant to the Corporation's deferred director plans as of April 21, 2003.

(2) Includes shares owned pursuant to deferred director plans and purchased with reinvested dividends as of April 21, 2003.

(3) Owned by a corporation. The filing of this report shall not be deemed an admission that the undersigned is the beneficial owner of such shares.

(4) Owned by a charitable remainder unitrust. The filing of this report shall not be deemed an admission that the undersigned is the beneficial owner of such shares.

Carol H. Rodriguez, on behalf of Max M. Fisher	4/21/2003
**Signature of Reporting Person	Date

** 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.