

COMERICA INC /NEW/  
Form 8-K  
April 22, 2014

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 22, 2014

COMERICA INCORPORATED  
(Exact name of registrant as specified in its charter)

|   |                                     |   |
|---|-------------------------------------|---|
| Delaware<br>(State or other Jurisdiction<br>of Incorporation) | 1-10706<br>(Commission File Number) | 38-1998421<br>(IRS Employer<br>Identification Number) |
|---|-------------------------------------|---|

Comerica Bank Tower  
1717 Main Street, MC 6404  
Dallas, Texas 75201  
(Address of principal executive offices) (zip code)

(214) 462-6831  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 7.01

REGULATION FD DISCLOSURE.

Comerica Incorporated will hold its 2014 annual meeting of shareholders on Tuesday, April 22, 2014, in Dallas, Texas. As part of that meeting, Ralph W. Babb, Jr., Chairman, President and Chief Executive Officer, will make a presentation. A copy of the presentation slides, which will be discussed at the meeting, is attached hereto as Exhibit 99.1. A copy of remarks relating to the presentation slides is attached hereto as Exhibit 99.2.

The information in this report (including Exhibits 99.1 and 99.2 hereto) is being “furnished” and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, is not subject to the liabilities of that section and is not deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, except as shall be expressly set forth by specific reference in such a filing.

ITEM 9.01

FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits

- 99.1 2014 Annual Shareholders’ Meeting Presentation Slides
  - 99.2 2014 Annual Shareholders’ Meeting Presentation Slide Remarks
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

COMERICA INCORPORATED

By: /s/ Jon W. Bilstrom  
Name: Jon W. Bilstrom  
Title: Executive Vice President-Governance,  
Regulatory Relations and Legal Affairs,  
and Secretary

Date: April 22, 2014

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EXHIBIT INDEX

| Exhibit No. | Description  |
|-------------|--|
| 99.1        | 2014 Annual Shareholders' Meeting Presentation Slides        |
| 99.2        | 2014 Annual Shareholders' Meeting Presentation Slide Remarks |