Comerica Incorporated

Fourth Quarter 2016 Financial Review

January 17, 2017



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protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995

Financial Summary

	4Q16	3Q16	2016	2015
Diluted income per common share	\$0.92	\$0.84	\$2.68	\$2.84
Net interest income	\$455	\$450	\$1,797	\$1,689
Net interest margin	2.65%	2.66%	2.71%	2.60%
Provision for credit losses	35	16	248	147
Net credit-related charge-offs to average loans	0.29%	0.13%	0.32%	0.21%
Noninterest income	267	272	1,051	1,035
Noninterest expenses	461	493	1,930	1,827
Restructuring expenses	20	20	93	-
Net income	164	149	477	521
Average loans	\$48,915	\$49,206	\$48,996	\$48,628
Average deposits	59,645	58,065	57,741	58,326
Common equity Tier 1 capital ratio	11.07% ¹	10.69%	11.07% ¹	10.54%
Average diluted shares (millions) ²	177	176	177	181
Efficiency Ratio ³	63.58%	68.15%		

\$ in millions, except per share data • ¹Estimated • ²Average diluted shares for 4Q16 included an increase of 1MM shares as a result of the impact of increased share price on common stock equivalents • ³Noninterest expenses as a percentage of the sum of net interest income (FTE) and noninterest income excluding net securities gains (losses).



Full-Year 2016 Results

	2016	From Chg \$	FY15 Chg %
Average loans	\$48,996	\$368	1%
Average deposits	57,741	(585)	(1)%
Net interest income	1,797	108	6%
Provision for credit losses	248	101	70%
Net credit-related charge-offs	157	46	46%
Noninterest income	1,051	16	2%
Noninterest expenses ¹	1,930	103	6%
Net income	477	(44)	(8)%
Earnings per share (EPS) ²	2.68	(0.16)	(6)%

Equity repurchases³

6.6MM shares or \$303MM

Key YoY Performance Drivers

- Average Loans up 1% (or 2%, ex \$641MM decline in Energy)
- Deposits down 1% with LCR adjustments early in 2016
- Net interest income grew due to rise in interest rates & earning asset growth
- Provision increased due to 1Q16 reserve build for Energy loans
- Noninterest income reflects growth in customer-driven fees (particularly card) partially offset by decline in non-fee categories
- Expenses included \$93MM in restructuring charges
- Share repurchases plus dividends returned \$458MM to shareholders



^{\$} in millions, except per share data • 2016 compared to 2015 • ¹Included restructuring charges of \$93MM in 2016

^{• &}lt;sup>2</sup>EPS based on diluted income per share • ³2016 repurchases under the equity repurchase program

Fourth Quarter 2016 Results

	4Q16	Change 3Q16	From 4Q15
Average loans	\$48,915	\$(291)	(1)%
Average deposits	59,645	1,580	3%
Net interest income	455	5	1%
Provision for credit losses	35	19	n/m
Net credit-related charge-offs	36	20	n/m
Noninterest income	267	(5)	(2)%
Noninterest expenses ¹	461	(32)	(6)%
Net income	164	15	10%
Earnings per share (EPS) ²	0.92	0.08	10%

Equity repurchases³

1.8MM shares or \$99MM

Key QoQ Performance Drivers

- Average loans relatively stable, reflects seasonality & Energy portfolio reduction
- Deposit growth strong with increases in nearly all lines of business
- Net interest income benefitted from increase in interest rates
- Provision & net charge-offs increased from low level
- Noninterest income decreased with decline in commercial lending fees
- Lower expenses mainly resulting from GEAR Up initiative (lower salaries & benefits)
- Taxes benefitted from early termination of certain leveraged lease transactions
- Active capital management continued

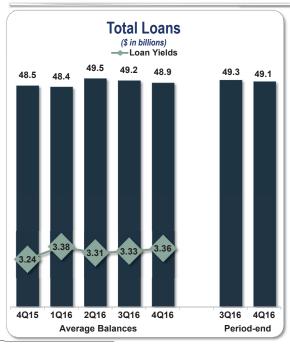
\$ in millions, except per share data • n/m = not meaningful • 4Q16 compared to 3Q16 • ¹Included restructuring charges of \$20MM in 3Q16 & 4Q16 • ²EPS based on diluted income per share • ³4Q16 repurchases under the equity repurchase program



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Loans Relatively Stable

Typical seasonality & Energy portfolio reduction



Average loans decreased \$291MM

- Mortgage Banker Finance
- Energy
- General Middle Market
- Environmental Services
- + National Dealer Services

Loan yields +3 bps

- + Increase in rates
- Lease residual value adjustment

Commitments \$52.5B

- Declined 1% due to reduction in Energy & seasonal decline in Mortgage Banker
- Line utilization¹ remained stable at 51%

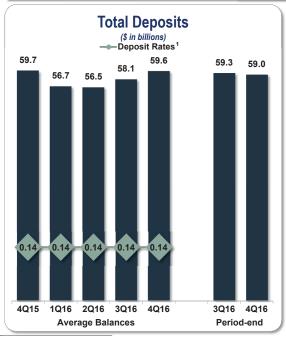
Loan pipeline remains strong

4Q16 compared to 3Q16 ● ¹Utilization of commercial commitments as a percentage of total commercial commitments at period-end



Strong Deposit Growth

Driven by increase in noninterest-bearing deposits



Average deposits increased \$1.6B

- + Corporate Banking
- + Energy
- + General Middle Market
- + Retail Bank
- Technology & Life Sciences
- Noninterest-bearing grew \$1.6B
- Interest-bearing declined \$57MM

Loan to Deposit Ratio² of 83%

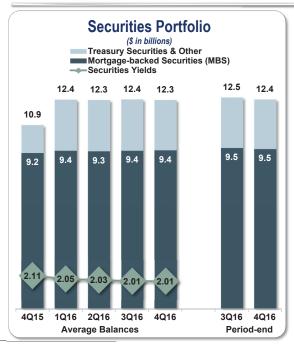
4Q16 compared to 3Q16 \bullet ¹Interest costs on interest-bearing deposits \bullet ²At 12/31/16



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Securities Portfolio Stable

Average yield unchanged



Securities portfolio

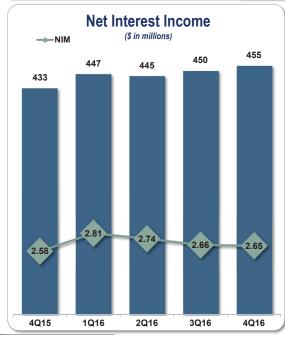
- Duration of 3.5 years¹
 - Extends to 3.9 years under a 200 bps instantaneous rate increase¹
- Net unrealized pre-tax loss of \$42MM²
- Net unamortized premium of \$29MM³
- GNMA ~49% of MBS portfolio

12/31/16 • ¹Estimated as of 12/31/16. Excludes auction rate securities (ARS). • ²Net unrealized pre-tax gain on the available-for-sale (AFS) portfolio • ³Net unamortized premium on the MBS portfolio



Net Interest Income Increased \$5MM

NIM decreased 1 basis point; rate rise offset by increased liquidity



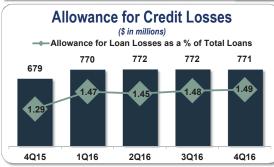
Net	Net Interest Income and Rate NIM		
\$450MM	3Q16	2.66%	
+1MM	Loan impacts: + \$6MM increase in rates - \$2MM lower volume - \$2MM lease residual value adj \$1MM other portfolio dynamics	+0.02	
+1MM	Lower wholesale funding cost	+0.01	
+1MM	Investment securities income		
+2MM	\$1.5B increase in Fed balances	-0.04	
\$455MM	4Q16	2.65%	

4Q16 compared to 3Q16



Credit Quality Strong

Energy business line reserve allocation¹ >7% of Energy loans



NALs	Critic	cized Lo	ans ²	
	ed as a % of 1	Total Loans		
3,193	3,928	3,551	3,261	2,856
367	681	605	631	582
4Q15	1Q16	2Q16	3Q16	4Q16

Energy Credit Metrics			4Q16	
\$ in millions	Loans	Criticized	NAL	NCO ³
E&P	\$1,587	\$909	\$294	\$15
Midstream	374	45	7	-
Services	289	200	27	-
Total Energy	\$2,250	\$1,154	\$328	\$15
Q/Q change	(207)	(319)	(50)	9

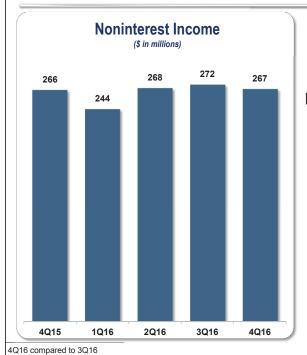
Portfolio Credit Metrics

\$ in millions	Ex-Energy	Total
Total loans	\$46,838	\$49,088
% of total	95%	100%
Criticized ²	1,702	2,856
Ratio	3.6%	5.8%
Q/Q change	(86)	(405)
Nonaccrual	254	582
Ratio	0.5%	1.2%
Q/Q change	1	(49)
Net charge-offs ³ Ratio	21 0.17%	36 0.29%

12/31/16 • ¹Bank's entire allowance is available to cover any & all losses. Allocation of allowance for energy loans reflects our robust allowance methodology which contains quantitative and qualitative components • ²Criticized loans are consistent with regulatory defined Special Mention, Substandard, Doubtful & Loss loan classifications • ³Net credit-related charge-offs

Noninterest Income Decreased from Record 3Q16 Level

Non-fee income decreased \$4MM



Noninterest income decreased \$5MM

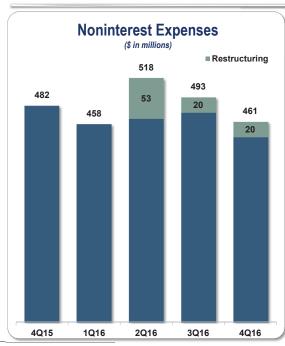
- + \$3MM Card fees
- \$5MM Commercial Lending fees
- \$2MM Net securities loss (related to Visa derivative)
- \$2MM Deferred comp (offset in noninterest expense)

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Noninterest Expenses Decreased 6%

Restructuring costs of \$20MM included in 4Q16



>\$25MM in GEAR Up savings realized thus far

Noninterest expenses down \$32MM

- \$28MM Salaries & Benefits
- \$ 4MM Consulting Fees
- \$ 3MM Gain on early termination of certain leased assets
- + \$ 3MM Outside processing

4Q16 compared to 3Q16

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Active Capital Management

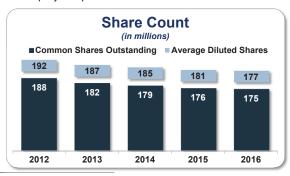
Continued to return excess capital to shareholders

2016 CCAR Capital Plan

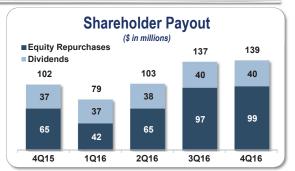
- Equity repurchases up to \$440 million (3Q16-2Q17)
- Pace of buyback linked to capital position, financial performance & market conditions

Equity repurchases¹

- 1.8MM shares for \$99MM in 4Q16
- 2.1MM shares for \$97MM in 3Q16
- 5MM shares issued in 4Q16 for warrants & employee options exercised









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Potential Future Upside

Significant upside from recent rate increase

Additional Annual Net Interest Income¹

Estimated increase from interest rate movement

~\$120MM to ~\$235MM

~\$95MM to ~\$155MM

~\$50MM to ~\$85MM

25 bps

50 bps

75 bps

Range is driven by deposit betas, deposit reduction & incremental funding needs

Well Positioned for Potential Tax Changes

2016 Tax Reconciliation

(\$ in millions)	Amount	Rate
Tax based on federal statutory rate	\$235	35.0%
State income taxes	8	1.2
Affordable housing and historic credits	(22)	(3.3)
Bank-owned life insurance	(15)	(2.3)
Lease termination transactions	(15)	(2.2)
Tax-related interest and penalties	3	0.5
Other	(1)	(0.1)
Provision for income taxes	193	28.8%

Other Potential Upsides

- Regulatory relief on expenses & capital management
- Fiscal stimulus driving economic growth & loan demand

12/31/16 • Outlook as of 1/17/17 • ¹Based on immediate parallel shock. Calculations derived from sensitivity results shown on slide 22.



GEAR Up: Growth in Efficiency And Revenue

Goal: Enhance shareholder value through increased profitability

On Track to Reach FY18 Financial Targets

~270MM additional annual pre-tax income¹

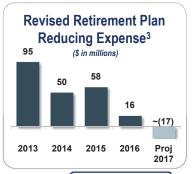
Double-digit ROE

≤ 60% Efficiency Ratio

Expense Achievements & Opportunities







12/31/16 • ¹Relative to when we began the initiative in June 2016 • ²Count of total U.S. banking centers • ³Includes Pension, Postretirement & Retirement Account Plan costs • Estimates & outlook as of 1/1717

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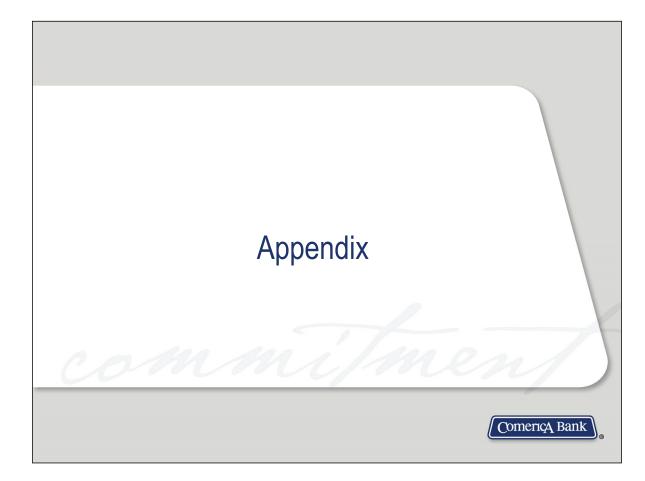
Management Outlook FY17 compared to FY16

Assuming continuation of current economic & low rate environment

		GEAR Up initiative incorporated into this Outlook
Average loans	Higher	 In line with growth in real GDP Increases in most lines of business & reduced headwind from declining Energy loans
Net interest income	Higher	 December rise in short-term rates expected to contribute approx. \$70MM (assuming a 25% deposit beta) Contribution from loan growth Partly offset by higher funding costs & minor loan yield compression
Provision	Lower	 Provision & net charge-offs in-line with historical normal levels of 30-40 basis points Continued solid performance of the overall portfolio
Noninterest income	Higher	 Execution of GEAR Up opportunities of ~\$30MM Modest growth in treasury management & card fees, as well as wealth management products such as fiduciary & brokerage services Increase 4-6%
Noninterest expenses	Lower	Restructuring expenses of about \$25MM-\$50MM (2016 \$93MM) Remaining noninterest expense decline 1-2% GEAR Up savings: additional \$125MM relative to 2016 savings (2016 >\$25MM) Increased outside processing in line with growing revenue, continued increases in technology costs, higher FDIC insurance expense & typical inflationary pressures No repeat of gain on leveraged lease terminations (2016 \$13MM) Decrease 4-5% including restructuring charges
Income Taxes	Higher	~33% of pre-tax income

Outlook as of 1/17/17





Loans by Business and Market

By Line of Business	4Q16	3Q16	4Q15
Middle Market			
General	\$12.4	\$12.5	\$13.0
Energy	2.4	2.6	3.2
National Dealer Services	6.6	6.3	6.2
Entertainment Tech. & Life Sciences	0.7 3.2	0.7 3.1	0.7 3.3
Environmental Services	3.2 0.8	0.9	0.9
		0.9	
Total Middle Market	\$26.2	\$26.2	\$27.3
Corporate Banking			
US Banking	2.4	2.3	2.4
International	1.6	1.7	1.7
Mortgage Banker Finance	2.4	2.5	1.7
Commercial Real Estate	5.4	5.5	4.6
BUSINESS BANK	\$37.9	\$38.2	\$37.7
Small Business	3.9	3.9	3.9
Retail Banking	2.0	2.0	1.9
RETAIL BANK	\$5.9	\$5.9	\$5.9
Private Banking	5.1	5.1	5.0
WEALTH MANAGEMENT	5.1	5.1	5.0
TOTAL	\$48.9	\$49.2	\$48.5

By Market	4Q16	3Q16	4Q15
Michigan	\$12.5	\$12.5	\$13.0
California	17.7	17.6	17.0
Texas	10.4	10.6	10.9
Other Markets ¹	8.3	8.5	7.6
TOTAL	\$48.9	\$49.2	\$48.5

- Middle Market: Serving companies with revenues generally between \$20-\$500MM
- Corporate Banking: Serving companies (and their U.S. based subsidiaries) with revenues generally over \$500MM
- Small Business: Serving companies with revenues generally under \$20MM

Average \$ in billions • Totals shown above may not foot due to rounding • 10ther Markets includes Florida, Arizona, the International Finance Division and businesses that have a significant presence outside of the three primary geographic markets



Loans by Business and Market

By Line of Business	2016	2015
Middle Market		
General	\$12.6	\$13.3
Energy	2.8	3.4
National Dealer Services Entertainment	6.4 0.7	6.0 0.7
Tech. & Life Sciences	3.2	3.1
Environmental Services	0.9	0.9
Total Middle Market	\$26.6	\$27.4
Corporate Banking		
US Banking	2.4	2.5
International	1.7	1.8
Mortgage Banker Finance	2.2	1.8
Commercial Real Estate	5.2	4.4
BUSINESS BANK	\$38.1	\$37.9
Small Business	3.9	3.9
Retail Banking	2.0	1.9
RETAIL BANK	\$5.9	\$5.8
Private Banking	5.0	4.9
WEALTH MANAGEMENT	\$5.0	\$4.9
TOTAL	\$49.0	\$48.6

2016	2015
\$12.6	\$13.2
17.6	16.6
10.6	11.2
8.2	7.7
\$49.0	\$48.6
	\$12.6 17.6 10.6 8.2

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Deposits by Business and Market

By Line of Business	4Q16	3Q16	4Q15
Middle Market			
General	\$15.6	\$15.4	\$16.0
Energy	1.1	0.6	0.7
National Dealer Services	0.3	0.3	0.3
Entertainment	0.2 6.0	0.1 6.2	0.1
Tech. & Life Sciences Environmental Services	0.0 0.1	0.2	6.3 0.2
Environmental Services		0.1	0.2
Total Middle Market	\$23.4	\$22.7	\$23.5
Corporate Banking			
US Banking	\$2.5	\$2.1	\$3.3
International	2.5	2.3	2.4
Mortgage Banker Finance	8.0	0.8	0.6
Commercial Real Estate	2.1	2.1	1.8
BUSINESS BANK	\$31.2	\$30.0	\$31.7
Small Business	3.4	3.3	3.2
Retail Banking	20.6	20.4	20.0
RETAIL BANK	\$24.0	\$23.7	\$23.3
Private Banking	4.1	4.0	4.4
WEALTH MANAGEMENT	\$4.1	\$4.0	\$4.4
Finance/ Other ²	0.4	0.4	0.4
TOTAL	\$59.6	\$58.1	\$59.7

By Market	4Q16	3Q16	4Q15
Michigan	\$22.0	\$21.9	\$22.1
California	18.4	17.7	18.5
Texas	10.4	9.9	10.8
Other Markets ¹	8.5	8.2	7.9
Finance/ Other ²	0.4	0.4	0.4
TOTAL	\$59.6	\$58.1	\$59.7

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Deposits by Business and Market

By Line of Business	2016	2015
Middle Market		
General	\$15.1	\$15.9
Energy	0.8	0.7
National Dealer Services	0.3	0.2
Entertainment	0.2	0.1
Tech. & Life Sciences	6.1	6.3
Environmental Services	0.1	0.2
Total Middle Market	\$22.6	\$23.4
Corporate Banking		
US Banking	2.2	2.8
International	2.3	2.2
Mortgage Banker Finance	0.7	0.6
Commercial Real Estate	1.9	1.9
BUSINESS BANK	\$29.7	\$30.9
Small Business	3.2	3.1
Retail Banking	20.3	19.8
RETAIL BANK	\$23.5	\$22.9
Private Banking	4.1	4.1
WEALTH MANAGEMENT	\$4.1	\$4.1
Finance/ Other ²	0.4	0.4
TOTAL	\$57.7	\$58.3

2016	2015
\$21.8	\$21.9
17.4	17.8
10.2	10.9
8.0	7.3
0.3	0.4
\$57.7	\$58.3
	\$21.8 17.4 10.2 8.0 0.3

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Interest Rate Sensitivity

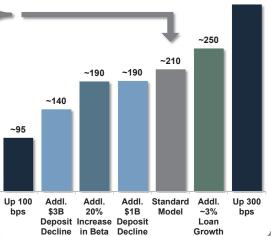
Remain well positioned for rising rates

Standard Model Assumptions

Interest Rates	200 bps gradual, non-parallel rise
Loan Balances	Modest increase
Deposit Balances	Moderate decrease
Deposit Pricing (Beta)	Historical price movements with short-term rates
Securities Portfolio	Held flat with prepayment reinvestment
Loan Spreads	Held at current levels
MBS Prepayments	Third-party projections and historical experience
Hedging (Swaps)	No additions modeled

Estimated Net Interest Income: Annual (12 month) Sensitivities

Based on Various Assumptions
Additional Scenarios are Relative to 4Q16 Standard Model
(\$ in millions) ~325



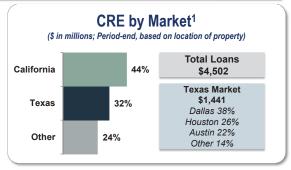
12/31/16 • For methodology see the Company's Form 10-Q, as filed with the SEC. Estimates are based on simulation modeling analysis.



Commercial Real Estate Line of Business

Long history of working with well established, proven developers









12/31/16 • ¹Excludes CRE line of business loans not secured by real estate • ²Includes CRE line of business loans not secured by real estate • ³Criticized loans are consistent with regulatory defined Special Mention, Substandard, Doubtful & Loss loan classifications

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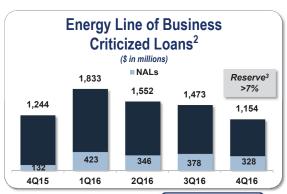
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Energy Line of Business Credit Quality Improved in 4Q16

Granular, contracting portfolio

Energy Line of Business Loans (\$ in millions; Period-end) Midstream ■ Services ■ Exploration & Production 3,070 3,097 2.741 2,457 2,250 2,111 2,162 1,911 1,773 1,587 480 426 363 332 479 509 467 352 374 4Q15 1016 2Q16 3016 4016 Utilization Rate ■ Total Commitments 6,134 5,573 4,945 4,605 4,385 54% 54% 52% 49% 50% 4Q15 1Q16 3Q16 4Q16

- Maintain granular portfolio: ~200 customers
- Loans decreased \$207MM since 9/30/16
- E&P companies¹
 - Fall redeterminations resulted in ~11% increase in borrowing bases
- 96% of nonaccrual loans current on interest as of 12/31/16



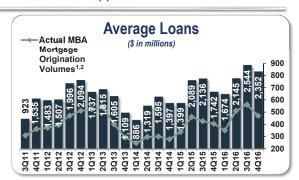
12/31/16 • ¹As of 1/8/17 • ²Criticized loans are consistent with regulatory defined Special Mention, Substandard, Doubtful & Loss loan classifications • ³Bank's entire allowance is available to cover any & all losses. Allocation of allowance for Energy loans reflects our robust allowance methodology which contains quantitative and qualitative components.

ComericA Bank

Mortgage Banker Finance

50 Years experience with reputation for consistent, reliable approach

- Provide warehouse financing: bridge from residential mortgage origination to sale to end market
- Extensive backroom provides collateral monitoring and customer service
- Focus on full banking relationships
- Granular portfolio with 100+ relationships
- Underlying mortgages are typically related to home purchases as opposed to refinances
 As of 4Q16:
 - Comerica: ~67% purchase
 Industry: 49% purchase¹
- Strong credit quality
 - No charge-offs since 2010





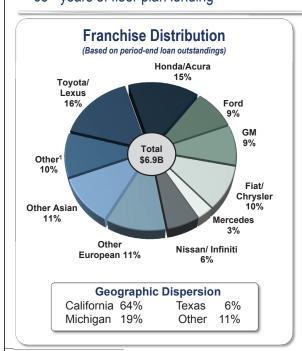
12/31/16 • ¹Source: Mortgage Bankers Association (MBA) Mortgage Finance Forecast as of 12/14/16; 4Q16 estimated • ²\$ in billions



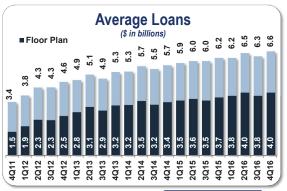
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National Dealer Services

65+ years of floor plan lending



- Top tier strategy
- Focus on "Mega Dealer" (five or more dealerships in group)
- Strong credit quality
- Robust monitoring of company inventory and performance



12/31/16 • ¹Other includes obligations where a primary franchise is indeterminable (rental car and leasing companies, heavy truck, recreational vehicles, and non-floor plan loans)

ComericA Bank

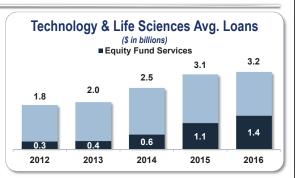
Technology and Life Sciences

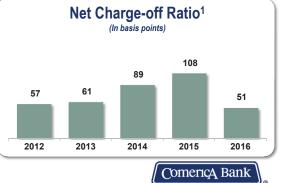
20+ Years experience provides competitive advantage

- Strong relationships with top-tier investors
- Granular portfolio: ~810 customers (including ~220 customers in Equity Fund Services)
- Manage concentration to numerous verticals to ensure widely diversified portfolio
- Closely monitor cash balances and maintain robust backroom operation



12/31/16 • ¹TLS net charge-offs to avg. TLS loans



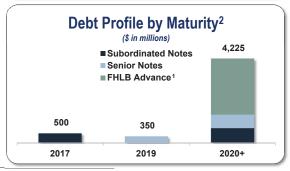


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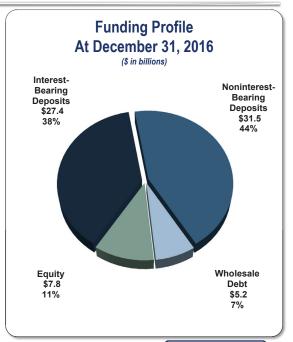
Funding and Maturity Profile

Multiple Funding Sources

- Wholesale debt markets
- Federal Home Loan Bank of Dallas
 - \$2.8B outstanding¹
 - \$3.9B remaining borrowing capacity
- Brokered deposits
- Fed funds/ Repo markets



12/31/16 ● ¹2026 maturity ● ²Face value at maturity



ComericA Bank

	Senior Unsecured/Long-Term Issuer Rating	Moody's	S&P	Fitch
	BB&T	A2	A-	A+
	Cullen Frost	A3	A-	
	M&T Bank	A3	A-	Α
S	Comerica	А3	BBB+	Α
Banks	BOK Financial Corporation	A3	BBB+	Α
Ba	Huntington	Baa1	BBB	A-
Peer	Fifth Third	Baa1	BBB+	Α
P	KeyCorp	Baa1	BBB+	A-
	SunTrust	Baa1	BBB+	A-
	Regions Financial	Baa2	BBB	BBB
	First Horizon National Corp	Baa3	BBB-	BBB-
	Zions Bancorporation	Baa3	BBB-	BBB-
ķ	U.S. Bancorp	A1	A+	AA
Banks	Wells Fargo & Company	A2	Α	AA-
	PNC Financial Services Group	A3	A-	A+
Large	JP Morgan	A3	A-	A+
ا ت	Bank of America	Baa1	BBB+	Α

