

Comerica Bank

# Comerica Incorporated

Second Quarter 2011 Financial Review  
July 19, 2011



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Annualized, pro forma, projected and estimated numbers are used for illustrative purposes only, are not forecasts and may not reflect actual results.

# Financial Results

	<u>2Q11</u>	<u>1Q11</u>	<u>2Q10</u>
Income before income taxes	\$137	\$138	\$93
Net income	96	103	70
Net income attributable to common shares	95	102	69
Diluted income per common share	0.53	0.57	0.39
Net interest income	391	395	422
Net interest margin	3.14%	3.25%	3.28%
Provision for loan losses	\$ 47	\$ 49	\$126
Noninterest income	202	207	194
Noninterest expenses	409	415	397
Provision for income taxes	41	35	23
Tier 1 capital ratio	10.53% <sup>1</sup>	10.35%	10.64%
Tangible common equity ratio <sup>2</sup>	10.90%	10.43%	10.11%

\$ in millions, except per share data

<sup>1</sup>Estimated    <sup>2</sup>See Supplemental Financial Data slides for reconciliation of non-GAAP financial measures

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## Second Quarter 2011 Highlights

- **Average loans increased in Middle Market and Global Corporate Banking in all major markets, as well as Specialty Businesses, primarily Mortgage Banker Finance and Energy**
- **Average core deposits increased \$881 million, with increases in all major markets led by Texas**
- **Net interest margin decreased to 3.14%, primarily as a result of increased excess liquidity and decreased loan pricing based on decreased LIBOR**
- **Noninterest expenses remained well controlled, decreasing \$6 million**
- **Broad-based improvement in credit quality continues**
  - Net credit related charge-offs declined \$11 million to \$90 million
  - Nonperforming assets declined \$60 million
  - Watch list loans decreased \$339 million
- **Provision for income taxes included the final settlement of a structured investment transaction**
- **Capital ratios remain solid**
  - Tier 1 common capital ratio<sup>1</sup> of 10.53%

# Sterling Acquisition Expected to Close July 28, 2011

## Accelerates Comerica's growth strategy in Texas

- **Strategically compelling – a unique opportunity**
  - Significantly boosts Texas presence with a solid deposit base and well located branch network
    - Houston deposit market share triples<sup>1</sup>
    - Entry into San Antonio market
    - Complements Dallas-Fort Worth locations
  - Enhances growth opportunities with focus on Middle Market and Small Business
  - Leverages additional marketing capacity to offer a wide array of products and services through a larger distribution channel
  - Maintains strong pro forma capital position
  - Located in Texas, among the strongest economies in the U.S.
- **Integration on track**
  - Manageable size within footprint
  - Comprehensive ongoing customer and employee communication

# Sterling Acquisition Transaction Summary

Purchase Price and Structure	100% common stock at fixed 0.2365 exchange ratio
Transaction value	\$853 million <sup>1</sup>
Estimated Deal Economics	Break even in 2012 <sup>2</sup> and increasingly accretive thereafter; Attractive valuation multiples
Estimated Synergies	\$56 million or 35% of SBIB expenses (run rate realized by year-end 2012) No revenue synergies assumed
Estimated merger-related charges	\$80 million after-tax (approximately \$25 million in each of 3Q11 and 4Q11, remainder in 2012)
Loan Marks	12%
Goodwill	\$514 million <sup>1,3</sup>

<sup>1</sup>Estimated based on 6/30/11 CMA stock price of \$34.57; includes warrants and equity awards exchanged as part of transaction.

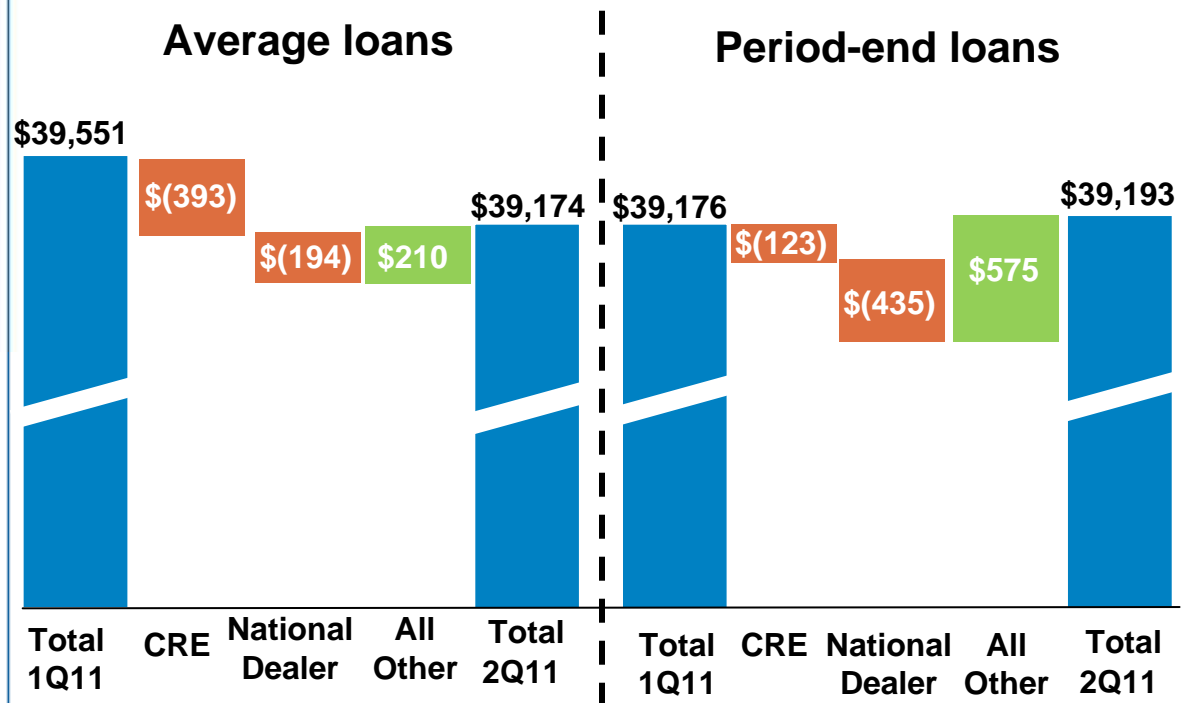
<sup>2</sup>Break even analysis excludes merger and integration costs.

<sup>3</sup>Based on expected purchase accounting adjustments using June 30, 2011 balances.

Additional detail can be found on slide 22 in the appendix of this presentation.

# Commercial Loan Growth

## 1Q11 vs 2Q11



- Growth momentum building in Commercial loans; Period-end Commercial loans, excluding Dealer Floor Plan, increased \$1.1B (6%) 2Q11 vs. 1Q11
- National Dealer expected to rebound in 4Q11
- Pace of decline in Commercial Real Estate is expected to slow

- Loan pipeline remained strong
- Commitments to Commit increased in almost all business lines
- Commitments increased in all major markets

\$ in millions

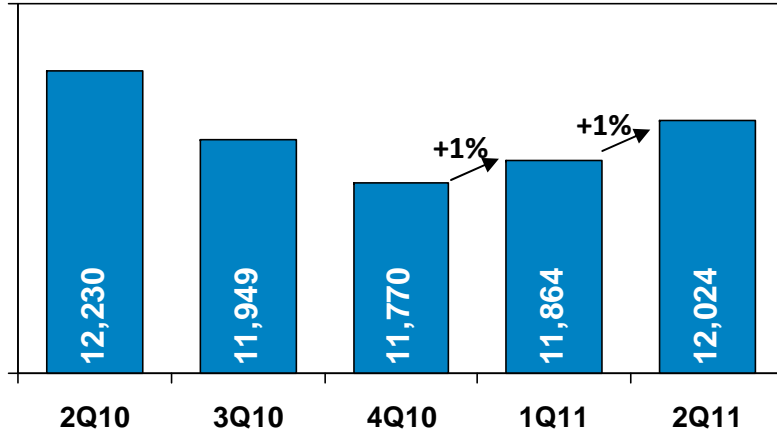
CRE: Commercial Real Estate Line of Business



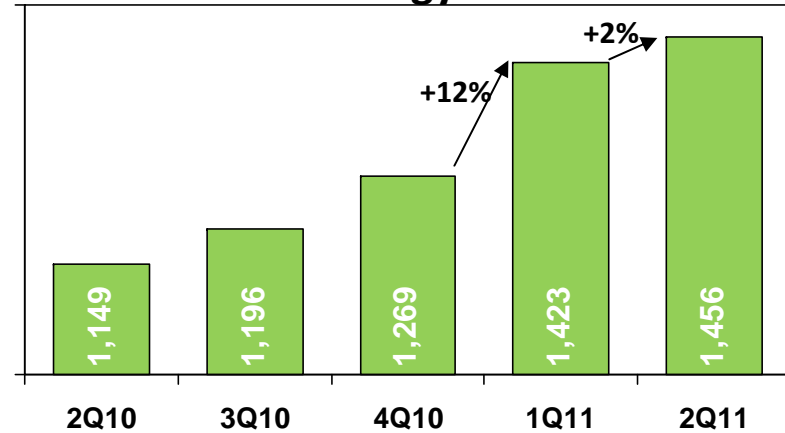


# Loan Growth in Selected Portfolios

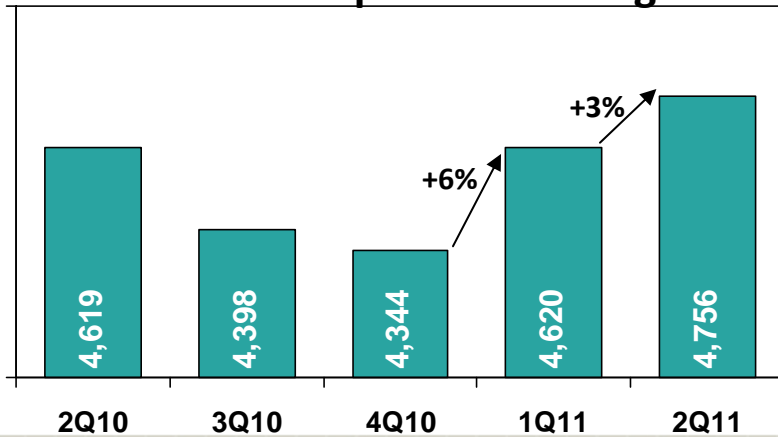
## Middle Market



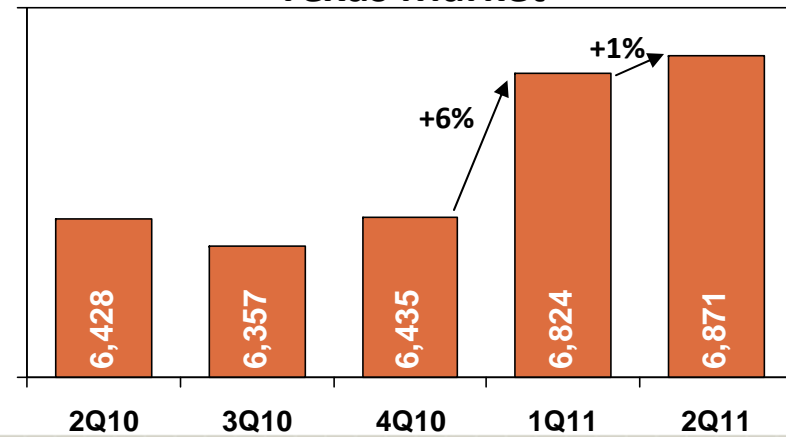
## Energy



## Global Corporate Banking



## Texas Market



Average balances in \$ millions



# Core Deposits Increased

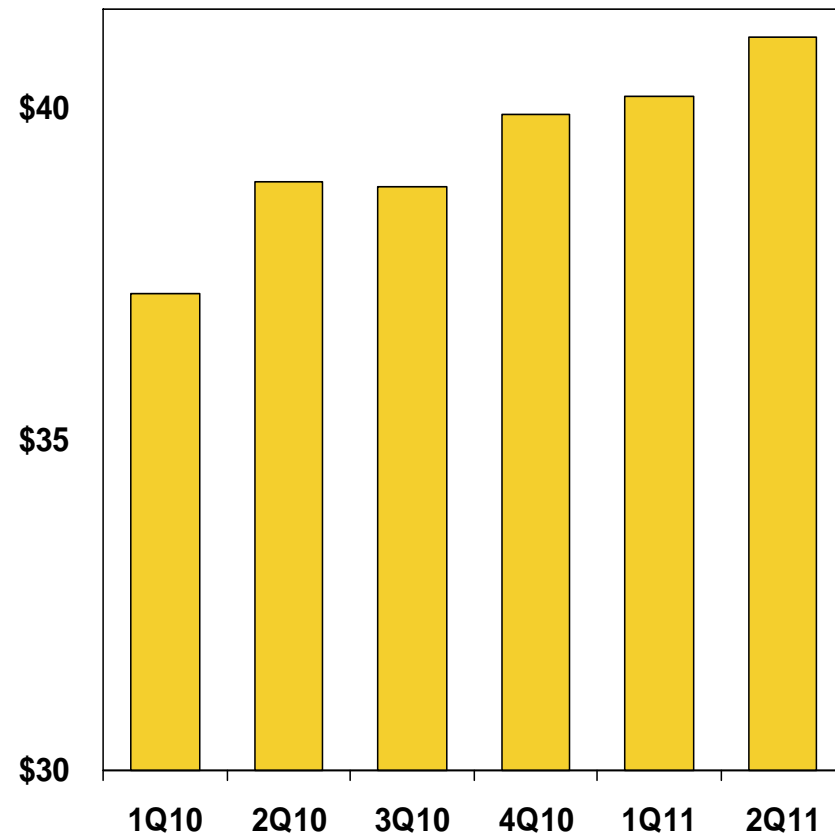
**Total average core deposits<sup>1</sup> of \$41.1B, a \$881MM increase primarily due to:**

- Interest-bearing deposits increased \$554MM
- Noninterest-bearing deposits increased \$327MM

**Total avg. core deposits:**

- Increased in:
  - Technology & Life Sciences \$389MM
  - Personal Banking \$240MM
  - Global Corporate \$199MM
  - Wealth Management \$178MM
  - Small Business \$138MM
- Decreased in:
  - Middle Market (\$235MM)
  - Mortgage Banker Finance (\$124MM)

**Average Core Deposits**

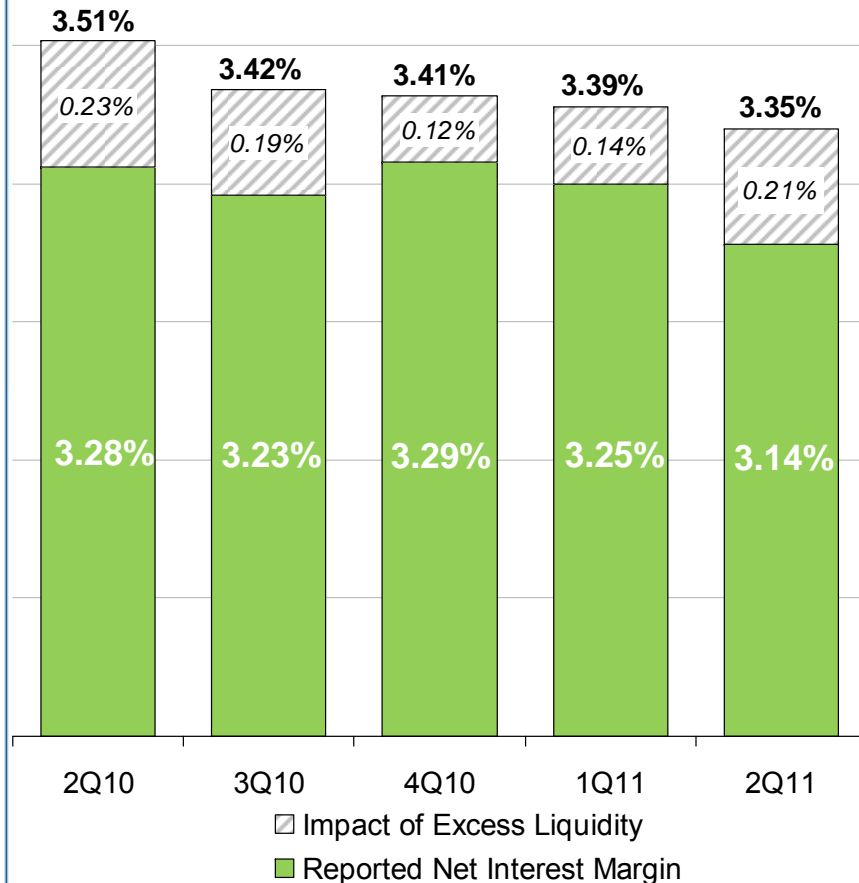


\$ in billions; 2Q11 compared to 1Q11

<sup>1</sup>Core deposits exclude other time and foreign office time deposits



# Stable Net Interest Margin



## Net interest margin decreased to 3.14% reflecting<sup>1</sup>:

- Increase in excess liquidity
- Decrease in LIBOR
- 1Q11 maturities of interest rate swaps

## Excess liquidity position<sup>2</sup>:

- 2Q11 average \$3.4B, up from \$2.3B in 1Q11
- 6/30/11 period end \$2.4B, down from \$3.5B at 3/31/11
- Negative impact on 2Q11 margin was 21 basis points compared to 14 basis points in 1Q11

## Balance sheet remains well positioned for a rising rate environment:

- With Sterling, on a pro forma basis, 200 basis points increase in interest rates over a 12 month period (100 basis points on average) expected to result in about a \$124 million increase in net interest income<sup>3</sup>

<sup>1</sup>2Q11 compared to 1Q11

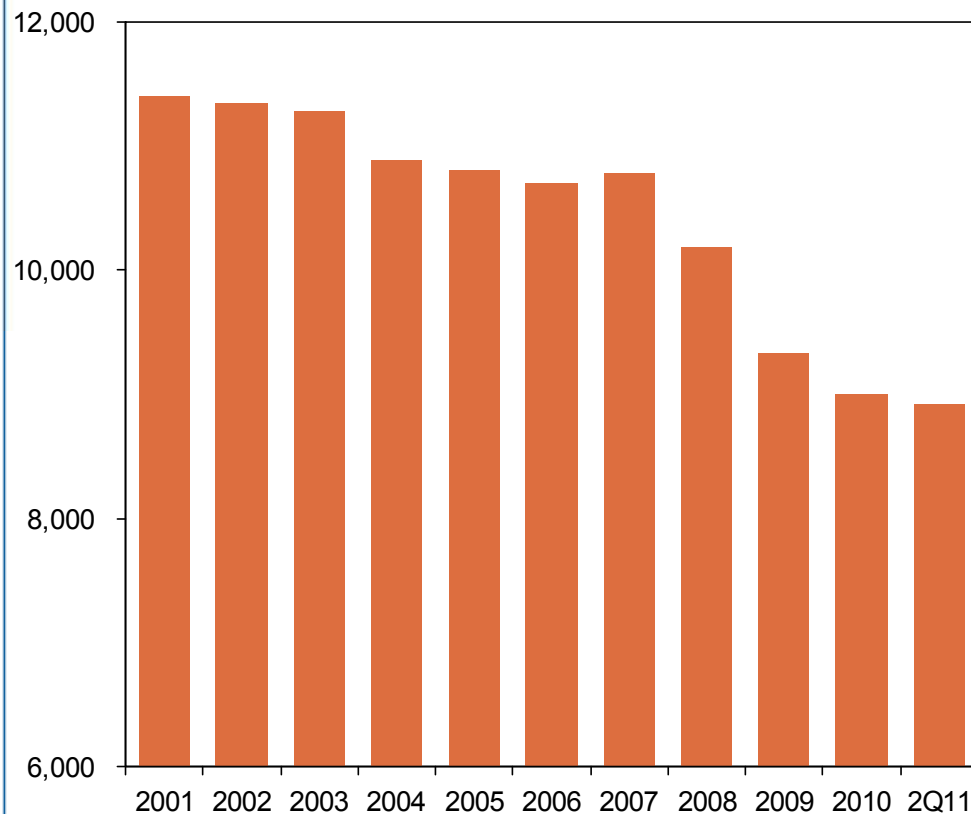
<sup>2</sup>Excess liquidity represented by average deposits held at the Federal Reserve Bank. See Supplemental Financial Data slide for reconciliation of non-GAAP financial measures.

<sup>3</sup>Analysis based on non-parallel ramp in interest rates over a 12 month period; See 10K filing with SEC for methodology.

# A Leaner, More Efficient Company

## Workforce Reductions

Full time equivalent at period-end



## Noninterest expenses decreased \$6MM<sup>1</sup> primarily due to:

- Decreases in
  - \$3MM Salaries
  - \$3MM FDIC Insurance
  - \$3MM Software
  - \$2MM Other Real Estate (ORE)
- Partially offset by \$5MM in pre-integration costs related to the pending acquisition of Sterling

Operating with 17% fewer people than in 2007 when the recession began

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<sup>1</sup>2Q11 compared to 1Q11

## Credit Quality Positive Trends Continued

	<u>2Q11</u>	<u>1Q11</u>	<u>4Q10</u>	<u>3Q10</u>	<u>2Q10</u>
↓ Net credit-related charge-offs to average total loans	\$90 0.92%	\$101 1.03%	\$113 1.13%	\$132 1.32%	\$146 1.44%
↓ Provision for Loan Losses	\$47	\$49	\$57	\$122	\$126
↓ Nonperforming assets to total loans & foreclosed property	\$1,044 2.66%	\$1,104 2.81%	\$1,235 3.06%	\$1,311 3.24%	\$1,214 2.98%
↓ Nonperforming assets inflow <sup>1</sup>	\$163	\$166	\$180	\$294	\$199
↓ Foreclosed property	\$70	\$74	\$112	\$120	\$93
↓ Loans past due 90 days or more & still accruing	\$64	\$72	\$62	\$104	\$115
↓ Total Watch list loans <sup>2</sup>	\$4,827	\$5,166	\$5,542	\$6,171	\$6,651

**Broad-based improvement in credit metrics**

\$ in millions

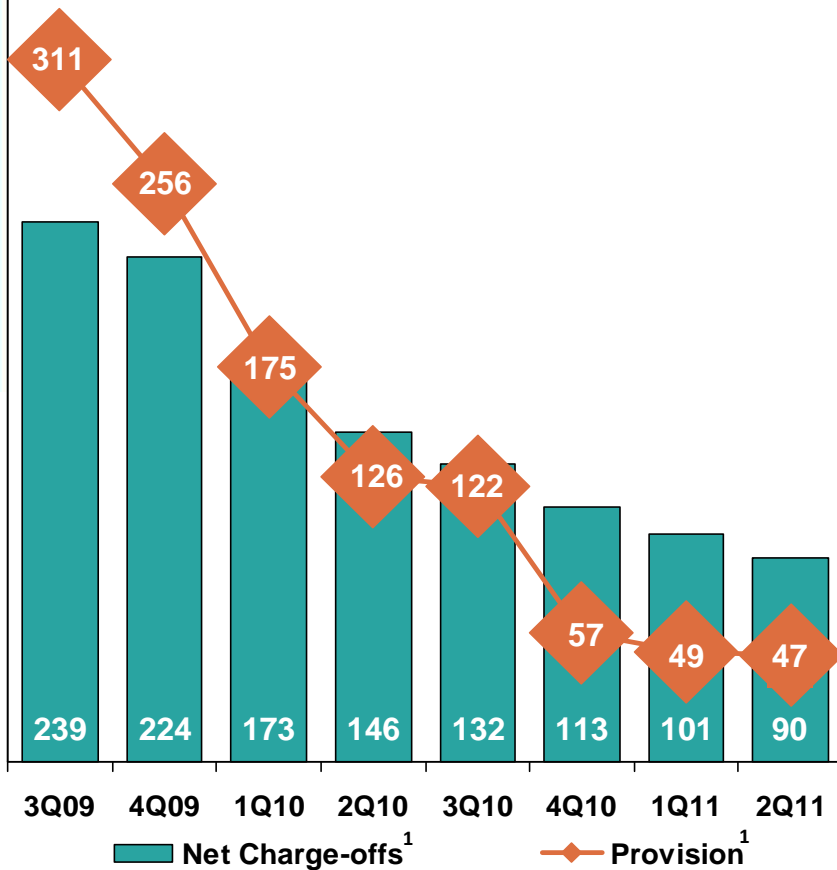
<sup>1</sup>Inflow to nonaccrual loans with book balances greater than \$2 million

<sup>2</sup>Watch list: generally consistent with regulatory defined Special Mention, Substandard and Doubtful (nonaccrual) loans

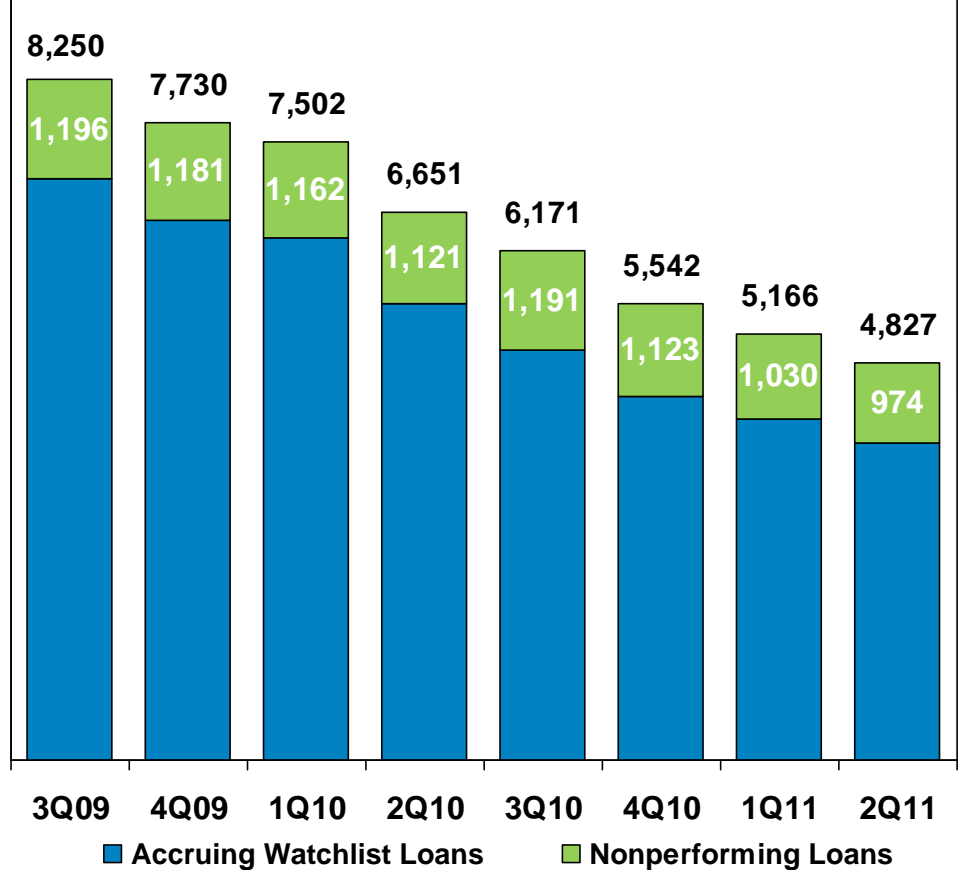
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# Credit Metrics Continued to Improve

Net charge-offs decline for 8 successive quarters



Watch list<sup>2</sup> decreased \$3.4B, or 41%, over past 7 quarters



\$ in millions

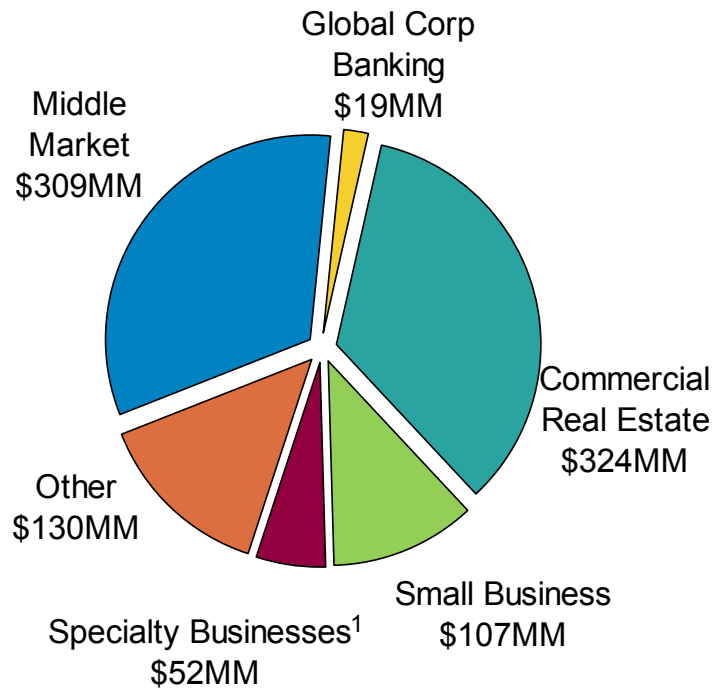
<sup>1</sup>Excluding lending-related commitments

<sup>2</sup>Watch list: generally consistent with regulatory defined Special Mention, Substandard and Doubtful (nonaccrual) loans



# Nonperforming Assets Declined

**June 30, 2011**  
**Nonaccrual Loans \$941 million**  
**By Line of Business**



**Nonperforming Assets of \$1,044MM, a \$60MM decrease, included:**

- Nonaccrual loans decreased \$55MM
    - Commercial Real Estate decreased \$71MM
    - Middle Market increased \$18MM
  - Foreclosed Property decreased \$4MM to \$70MM
- 
- Troubled Debt Restructurings (TDRs) \$212MM, included:
    - \$71MM Performing Restructured
    - \$33MM Reduced Rate
    - \$108MM Nonaccrual TDRs
- 
- Average carrying value of nonaccrual loans 53% (47% write-down)
  - No nonaccrual loans Held-For-Sale

2Q11 compared to 1Q11

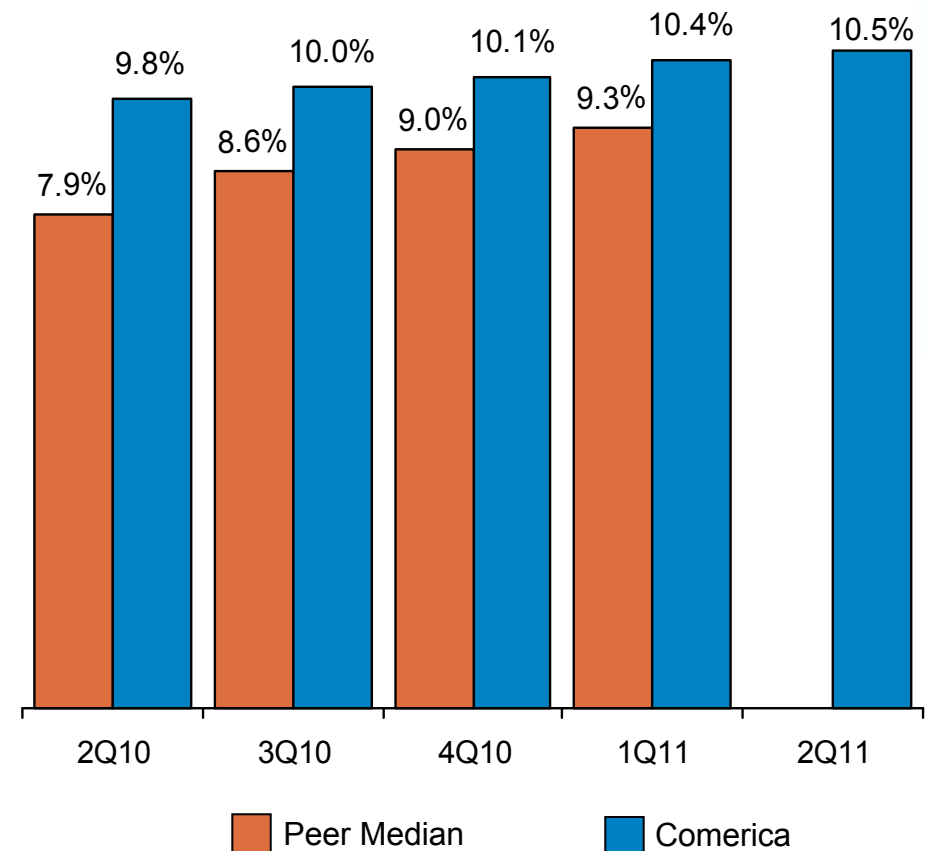
<sup>1</sup> Specialty Businesses includes: Financial Services Division, Entertainment, Energy, Leasing, Mortgage Banker Finance and Technology and Life Sciences (TLS )



# Strong Capital Ratios

- Among the best capitalized in peer group
- Quality of capital is solid
  - Tier 1 made up of 100% common equity (as of 6/30/11)
- Active and prudent capital management
  - Doubled quarterly dividend to \$0.10 per share effective 1/1/11
  - 400,000 shares repurchased year to date 2011; expect to resume repurchases in 3Q11
- Strong capital supports future growth

**Tier I Common Capital Ratio<sup>1</sup>**



Source: SNL Financial

Peer Group: BBT, BOKF, FHN, FITB, HBAN, KEY, MTB, RF, SNV, STI, ZION

<sup>1</sup>See Supplemental Financial Data slides for reconcilements of non-GAAP financial measures; 2Q11 estimated





# Management Outlook<sup>1</sup>

## Based on a continuation of modest economic growth

### Second-Half 2011 Outlook (Combined Sterling and Comerica results) Compared to First-Half 2011 (Comerica only results):

- **Average Loans: mid single-digit increase**
  - Acquisition of Sterling loans at fair value
  - Modest C&I loan growth partially offset by continued decline in the Commercial Real Estate line of business
- **Average earning assets of about \$52.5 billion**
  - Assumes combined investment securities portfolios of about \$8 billion
- **Net interest margin of 3.35% to 3.40%**
  - Purchase accounting accretion resulting from fair value loan discounts on Sterling legacy loans contributes 13-17 basis points or \$35-\$45 million
  - Dissipation of excess liquidity
  - LIBOR consistent with 2Q11 levels

Continued on next slide

<sup>1</sup>This outlook is provided as of July 19, 2011. Management expectations for the second half of 2011 combined results based on the incorporation of the projected results of Sterling operations from the expected acquisition closing date of July 28, 2011 through year-end 2011, compared to Comerica-only results for the first half of 2011. The estimated purchase accounting impacts incorporated in this outlook are preliminary and may not be indicative of actual amounts that will be recorded as additional information becomes available and as additional analyses are performed. The acquisition is subject to customary closing conditions.

# Management Outlook<sup>1</sup> continued

## Second-Half 2011 Outlook (Combined Sterling and Comerica results) Compared to First-Half 2011 (Comerica only results):

- **Net credit-related charge-offs of \$165 million to \$185 million**
  - Provision for credit losses to be \$65 million to \$85 million
- **Noninterest income: mid single-digit decrease**
  - Impact of regulatory changes, partially offset by the addition of Sterling
- **Noninterest expenses, excluding restructuring costs: high single-digit increase**
  - Addition of Sterling
  - After-tax restructuring expenses of approximately \$80 million with \$25 million in each of 3Q11 and 4Q11 and the remainder in 2012
  - Total acquisition synergies of approximately \$56 million or 35% of Sterling expenses, with the majority realized in 2012
- **Income tax expense**
  - 36% of pre-tax income less approximately \$33 million in second half 2011 tax benefits
- **Cautiously manage capital**
  - Share repurchases, combined with dividend payments, to result in a payout ratio up to 50% of full-year earnings

<sup>1</sup> This outlook is provided as of July 19, 2011. Management expectations for the second half of 2011 combined results based on the incorporation of the projected results of Sterling operations from the expected acquisition closing date of July 28, 2011 through year-end 2011, compared to Comerica-only results for the first half of 2011. The estimated purchase accounting impacts incorporated in this outlook are preliminary and may not be indicative of actual amounts that will be recorded as additional information becomes available and as additional analyses are performed. The acquisition is subject to customary closing conditions.



# Appendix

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# Basel III Implementation

- New rules effective between 2013 and 2019; US adoption expected to occur over a similar timeframe, but the final form of the US rules is uncertain
- CMA is not a mandatory Basel II bank

## Capital Requirement:

- CMA Tier 1 Common<sup>1</sup> 06/30/11: 10.53%  
Regulatory required minimum by 2019: 7%  
(4.5% minimum plus 2.5% “conservation buffer”)
- CMA has NO material impact from:
  - Mortgage servicing rights
  - Trust Preferreds
  - Deferred tax assets
  - Investments in financial institutions
- Expected change in Risk Weighted Assets not material

## Liquidity Requirement:

- Higher degree of uncertainty regarding implementation and interpretation
- Will likely require more on-balance sheet liquidity
  - Possibly increase or change the mix of the investment securities portfolio
  - Continued focus on retail deposit generation
- Careful management of off-balance sheet commitments; expect evolution of pricing and terms of off-balance sheet commercial commitments
- Expected to be manageable given proven ability to administer our balance sheet

# Financial Reform<sup>1</sup>

**Overall, relative impact from Financial Reform will likely be less than other major banks**

Key Changes	Impacts	Opportunities
<b>Interest on Demand Deposits</b> - Allows interest on commercial demand deposits (one year from enactment)	Could lead to increased cost of commercial demand deposits, depending on interplay of interest, deposit credits, and service charges	Could provide impetus for additional deposit generation
<b>Unlimited deposit insurance</b> extension on noninterest-bearing accounts from 12/31/10 to 12/31/12	There will <u>not</u> be a separate assessment for unlimited deposit insurance coverage for this period	Could provide impetus for additional deposit generation
<b>Deposit Insurance</b> – Changes definition of assessment base, increases fund’s minimum reserve ratio & permanently increases insurable level	CMA expects 2011 FDIC insurance expense to be lower than 2010 expense (\$62 million).	New rule is consistent with CMA’s focus on core deposit growth
<b>Derivatives</b> – Allows continued trading of foreign exchange and interest rate derivatives; energy, uncleared commodities and agriculture derivatives will move to a separate subsidiary	Direct impact on client-driven energy derivatives business (\$1 million annual revenue <sup>2</sup> )	Allows for continued growth of CMA’s core client-driven foreign exchange (\$39 million annual revenue <sup>2</sup> ) and interest rate (\$7 million annual revenue <sup>2</sup> ) derivatives business
<b>Interchange Fees</b> - Limits debit card transaction processing fees that card issuers can charge merchants	Based on the final Fed rules, total debit card PIN (\$9 million annual revenue <sup>2</sup> ) and signature-based (\$31 million annual revenue <sup>2</sup> ) interchange fees in 2011 would be reduced by about \$4 million.	Government card programs, such as the DirectExpress Social Security program, are exempt
<b>Trust Preferreds</b> - Prohibits certain banks from including Trust Preferreds in Tier 1 Capital (phase out beginning 1/1/13)		On October 1, 2010 fully redeemed all \$500 million of Trust Preferred Securities at par

<sup>1</sup>Dodd-Frank Wall Street Reform and Consumer Protection Act; <sup>2</sup>Based on 2010 full-year results Impact on Comerica is estimated and subject to final rulemaking. Comerica may be impacted by other changes due to the financial reform legislation. Timing of prescribed changes varies by rule.





# Sterling Bancshares Financial Highlights

<b><u>Period Ended</u></b>	<b><u>2009 FY</u></b> <b><u>12/31/09</u></b>	<b><u>2010 FY</u></b> <b><u>12/31/10</u></b>	<b><u>1Q11</u></b> <b><u>3/31/11</u></b>	<b><u>2Q11</u></b> <b><u>6/30/11</u></b>
Total Assets	4,937	5,192	5,050	5,061
Total Net Loans	3,170	2,678	2,526	2,333
Total Deposits	4,095	4,257	4,117	4,129
Revenue	227.6	202.1	47.9	44.3
Noninterest Expense	160.9	159.0	39.7	40.6
Income (loss) from Discontinued Operations	-	-	0.1	(9.0)
Net Income (loss)	(13.0)	0.7	(0.4)	(11.8)
Net Interest Margin (%)	4.22	3.70	3.52	3.39
Tier 1 Capital (%)	11.61	15.44	15.41	16.50
<b>Asset Quality (%)</b>				
NAL&90+PD&OREO/Assets	2.42	3.28	3.72	4.02
NCOs/ Avg Loans	1.72	1.48	1.87	1.06
Loan Loss Reserves/ Gross Loans	2.30	2.80	2.90	3.24

Source: SNL Financial and company report  
\$ in millions

NAL&90+PD&OREO: Nonaccrual Loans & Past Due Loans & Other Real Estate Owned

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# Sterling Acquisition Purchase Accounting

## Purchased Credit Impaired Loans

- SOP 03-3 (ASC 310-30)
- \$113MM (fair value)
- Interest income recognized based on expected future cash flows
- Accretible yield fluctuates with:
  - Weighted average life of portfolio
  - Prepayment assumptions
  - Base interest rate movements
  - Loan sales

At Acquisition (millions)	
Unpaid principal balance	\$ 245
Contractual payments <sup>1</sup>	\$ 342
Nonaccretible difference <sup>2</sup>	194
Expected cash flows	148
Accretible yield <sup>3</sup>	35
Estimated fair value at acquisition (54% discount)	\$ 113
Expected average maturity <sup>4</sup>	5 years

## Performing Loans

- FAS 91 (ASC 310-20)
- \$2,026MM (fair value)
- Interest income recognized based on contractual cash flows
- Future credit deterioration in excess of unamortized discount recorded as provision expense

At Acquisition (millions)	
Unpaid principal balance	\$ 2,186
Estimated fair value at acquisition (7% discount)	2,026
Accretible discount	160
Contractual interest owed	664
Aggregate yield	\$ 824
Expected average maturity <sup>4</sup>	5 years

Based on 6/30/11 balances; The estimated purchase accounting impacts incorporated in this outlook are preliminary and may not be indicative of actual amounts that will be recorded as additional information becomes available and as additional analyses are performed. <sup>1</sup>Includes all principal and interest payments contractually owed. <sup>2</sup>Nonaccretible difference established in purchase accounting absorbs losses otherwise recorded as charge-offs. <sup>3</sup>Represents expected cash flows in excess of fair value recognized as interest income over the life of the portfolio. <sup>4</sup>Represents the estimated average of expected loan maturities based on contractual terms and prepayment assumptions.



## Business and Market Segment Contributions to Net Income

	YTD 2Q11	YTD 2Q10		YTD 2Q11	YTD 2Q10
Business Bank	\$343	\$223	Midwest	\$115	\$86
Retail Bank	(5)	(10)	Western	101	61
Wealth Management	26	16	Texas	62	40
Finance	(164)	(116)	Florida	(9)	(8)
Other <sup>1</sup>	(1)	9	Other Markets <sup>2</sup>	68	19
<b>TOTAL</b>	<b>\$199</b>	<b>\$122</b>	International	27	31
			Finance and Other <sup>3</sup>	(165)	(107)
			<b>TOTAL</b>	<b>\$199</b>	<b>\$122</b>

\$ in millions

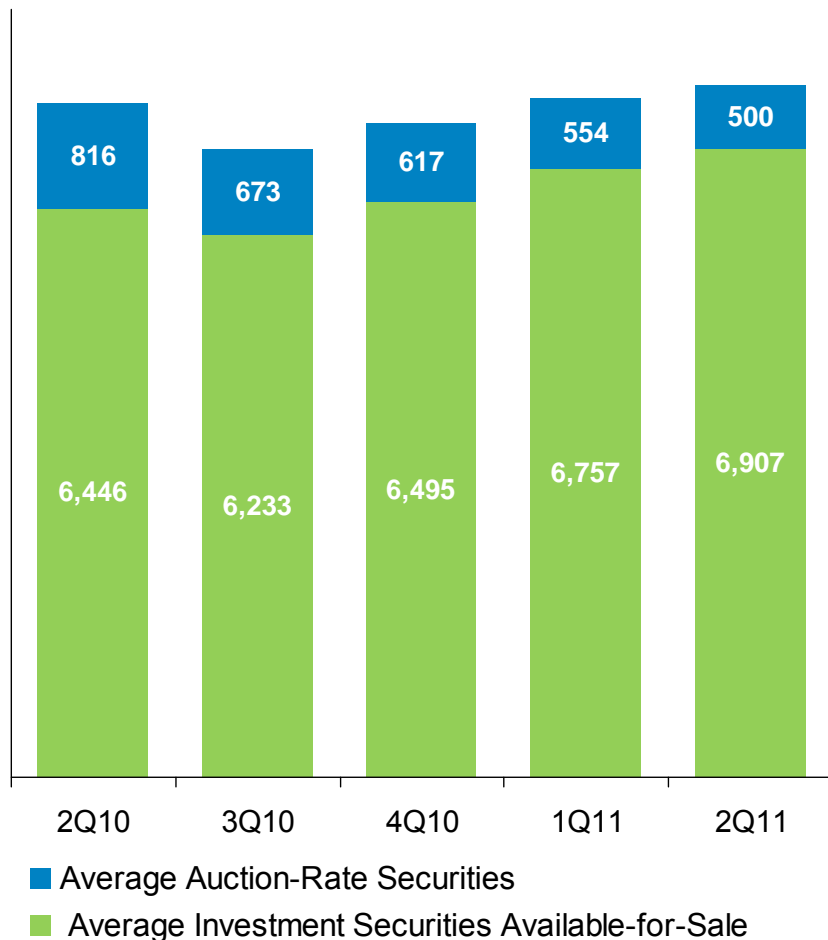
<sup>1</sup>Includes discontinued operations and items not directly associated with the three major business segments or the Finance Division

<sup>2</sup>Geography based on office of origination; Midwest: MI, OH, IL; Western: CA, AZ, NV, CO, WA; Other Markets include markets not separately identified above in addition to businesses with a national perspective

<sup>3</sup>Includes discontinued operations and items not directly associated with the geographic markets

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# Investment Securities Portfolio



- **Consists primarily of AAA mortgage-backed Freddie Mac and Fannie Mae government agency securities**
  - Net unrealized pre-tax gain \$158MM as of 06/30/11
  - Average life of 3.8 years as of 06/30/11
  
- **Including pending Sterling acquisition:**
  - Target: Mortgage-backed Securities ≈\$8B
  - Sterling legacy securities portfolio will evolve to look more like Comerica's

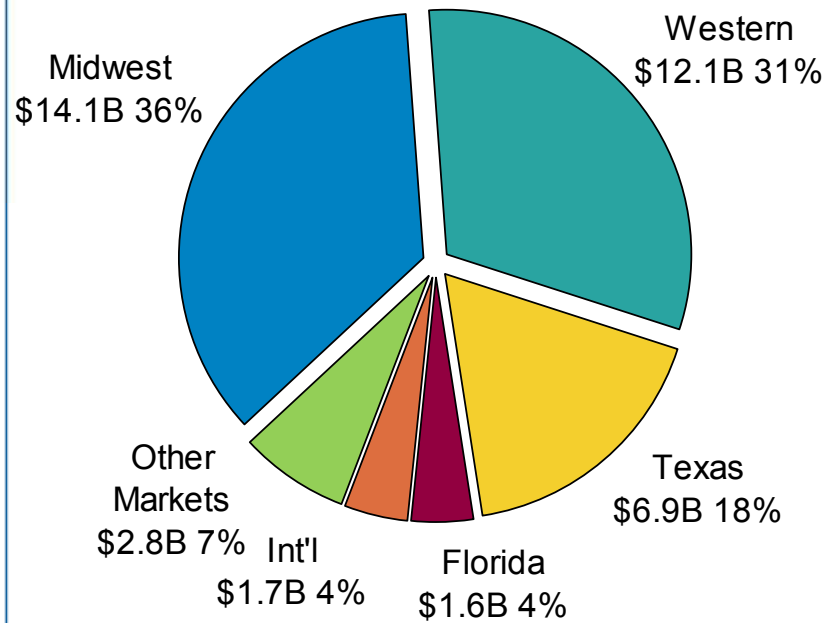


\$ in millions (MM)

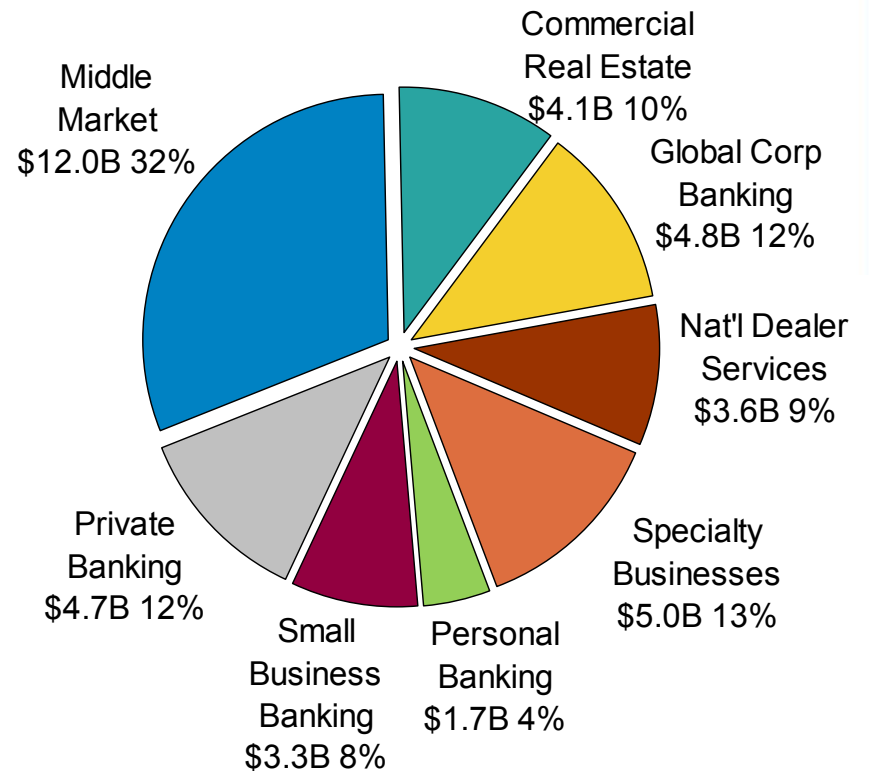
# Diverse Loan Portfolio

Average 2Q11: \$39.2 billion

By Geographic Market



By Line of Business



# Loans By Lines of Business and Geographic Market

By Line of Business	2Q11	1Q11	2Q10
Middle Market	\$12.0	\$12.0	\$12.3
Commercial Real Estate	4.1	4.4	5.4
Global Corporate Banking	4.8	4.6	4.6
National Dealer Services	3.6	3.8	3.3
Specialty Businesses	5.0	4.9	4.9
<b>SUBTOTAL – BUSINESS BANK</b>	<b>\$29.5</b>	<b>\$29.7</b>	<b>\$30.5</b>
Small Business Banking	3.3	3.4	3.5
Personal Banking	1.7	1.7	1.9
<b>SUBTOTAL – RETAIL BANK</b>	<b>\$5.0</b>	<b>\$5.1</b>	<b>\$5.4</b>
Private Banking	4.7	4.8	4.8
<b>SUBTOTAL – WEALTH MANAGEMENT</b>	<b>\$4.7</b>	<b>\$4.8</b>	<b>\$4.8</b>
<b>TOTAL</b>	<b>\$39.2</b>	<b>\$39.6</b>	<b>\$40.7</b>

By Market	2Q11	1Q11	2Q10
Midwest	\$14.1	\$14.1	\$14.6
Western	12.1	12.4	12.8
Texas	6.9	6.8	6.4
Florida	1.6	1.6	1.6
Other Markets	2.8	3.0	3.7
International	1.7	1.7	1.6
<b>TOTAL</b>	<b>\$39.2</b>	<b>\$39.6</b>	<b>\$40.7</b>

## Second Quarter 2011 Average Loans Detail

	Midwest	Western	Texas	Florida	Other Markets	Int'l	TOTAL
Middle Market	\$5.5	\$3.9	\$1.7	\$0.2	\$0.7	\$0.0	\$12.0
Commercial Real Estate	0.8	1.3	1.1	0.3	0.6	-	4.1
Global Corporate Banking	1.4	0.8	0.4	0.1	0.4	1.7	4.8
National Dealer Services	0.7	2.1	0.3	0.3	0.2	-	3.6
Specialty Businesses	0.9	1.5	1.8	0.0	0.8	-	5.0
<b>SUBTOTAL – BUSINESS BANK</b>	<b>\$9.3</b>	<b>\$9.6</b>	<b>\$5.3</b>	<b>\$0.9</b>	<b>\$2.7</b>	<b>\$1.7</b>	<b>\$29.5</b>
Small Business Banking	1.6	0.8	0.9	-	-	-	3.3
Personal Banking	1.4	0.1	0.1	-	0.1	-	1.7
<b>SUBTOTAL – RETAIL BANK</b>	<b>\$3.0</b>	<b>\$0.9</b>	<b>\$1.0</b>	<b>\$-</b>	<b>\$0.1</b>	<b>\$-</b>	<b>\$5.0</b>
Private Banking	1.8	1.6	0.6	0.7	0.0	-	4.7
<b>SUBTOTAL – WEALTH MANAGEMENT</b>	<b>\$1.8</b>	<b>\$1.6</b>	<b>\$0.6</b>	<b>\$0.7</b>	<b>\$0.0</b>	<b>-</b>	<b>\$4.7</b>
<b>TOTAL</b>	<b>\$14.1</b>	<b>\$12.1</b>	<b>\$6.9</b>	<b>\$1.6</b>	<b>\$2.8</b>	<b>\$1.7</b>	<b>\$39.2</b>

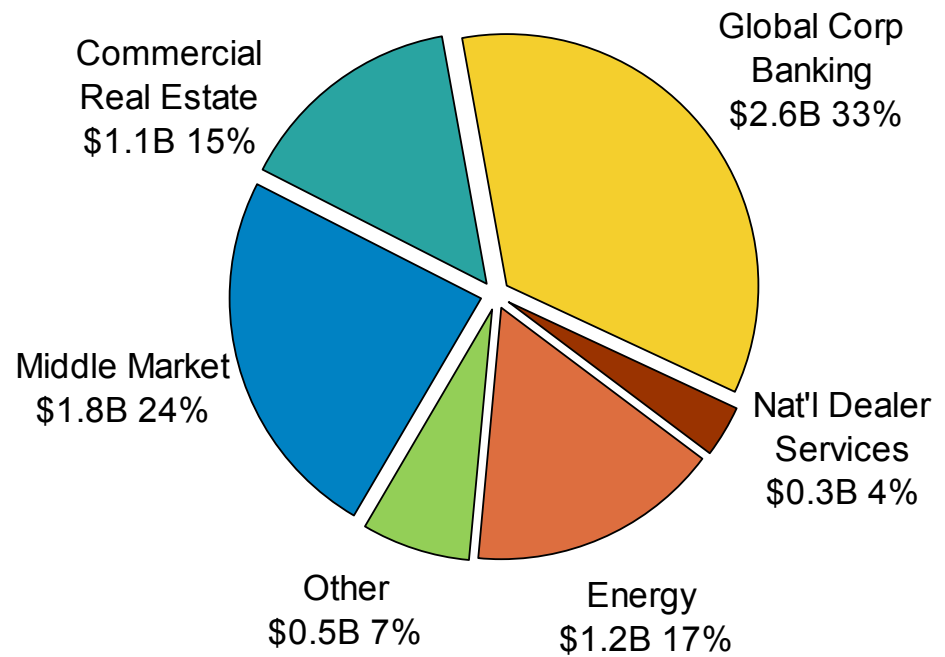
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\$ in billions

# Shared National Credit Relationships

June 30, 2011: \$7.5 billion

- Approx. 900 borrowers
- Majority of relationships include ancillary business
- Comerica is agent for approximately 18%
- Adhere to same credit underwriting standards as rest of loan book
- Credit quality mirrors total portfolio



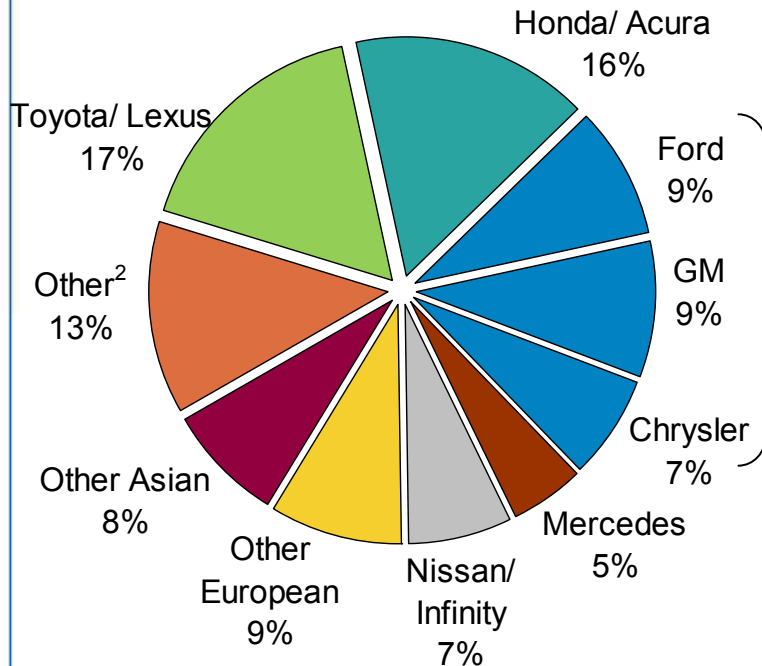
Shared National Credit (SNC): Facilities greater than \$20 million shared by three or more federally supervised financial institutions which are reviewed by regulatory authorities at the agent bank level.

Period-end outstandings as of June 30, 2011

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# National Dealer Services Line of Business

## Diverse Franchise Distribution<sup>1</sup>

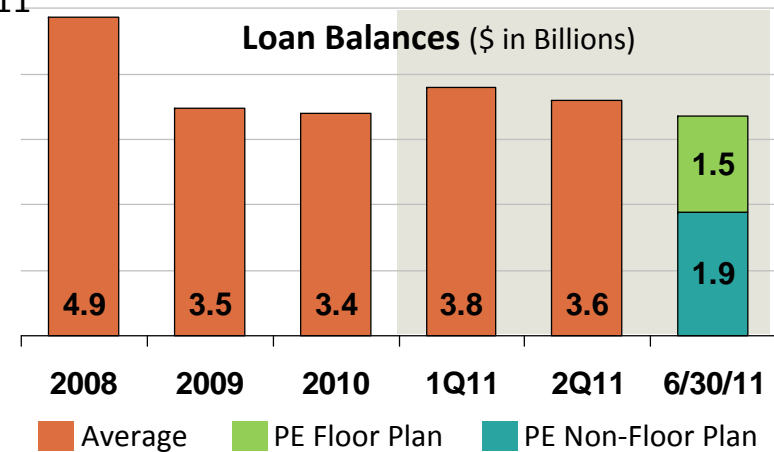


Detroit 3 nameplates down from 41% at 12/05 to 25% at 06/11

- 65 years of Floor plan lending, with over 20 years on a national basis
- Top tier strategy
- Majority are “Mega Dealer” (five or more dealerships in group)
- Excellent credit quality
- Robust monitoring of company inventory and performance

## Geographic Dispersion

Western	58%	Florida	8%
Midwest	20%	Texas	8%



<sup>1</sup> Franchise distribution based on June 30, 2011 period-end (PE) outstandings

<sup>2</sup> “Other” includes obligations where a primary franchise is indeterminable (rental car and leasing companies, heavy truck, recreational vehicles, and non-floor plan loans)



# Net Loan Charge-offs

By Line of Business	<u>2Q11</u>	<u>1Q11</u>	<u>4Q10</u>	<u>3Q10</u>	<u>2Q10</u>	<u>1Q10</u>
Commercial Real Estate	\$12	\$10	\$40	\$60	\$36	\$86
Middle Market	38	60	23	32	71	39
Small Business Banking	17	17	17	14	16	20
Private Banking	14	5	18	14	11	10
Specialty Businesses	0	(3)	4	8	4	10
Personal Banking	5	5	5	4	6	6
Global Corporate Banking	4	7	6	0	2	2
<b>TOTAL</b>	<b>\$90</b>	<b>\$101</b>	<b>\$113</b>	<b>\$132</b>	<b>\$146</b>	<b>\$173</b>
Provision for loan losses	\$47	\$49	\$57	\$122	\$126	\$175

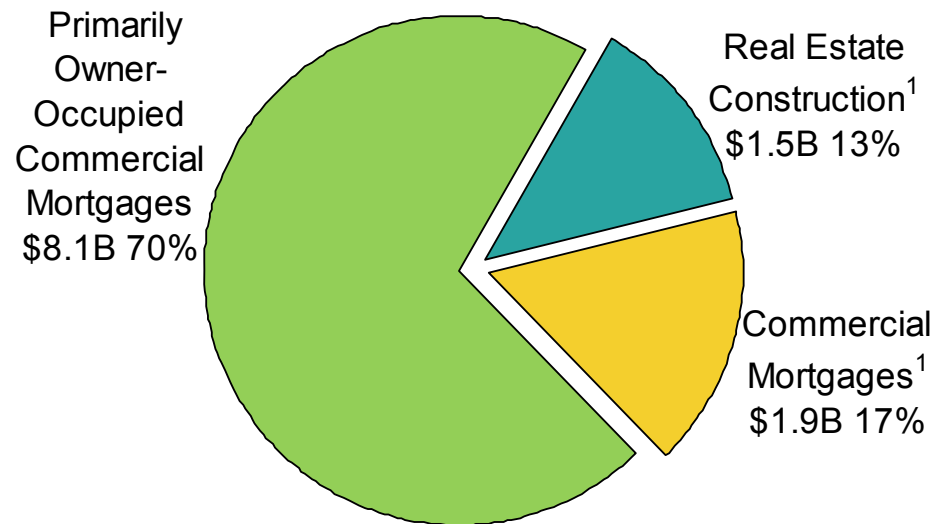
By Market	<u>2Q11</u>	<u>1Q11</u>	<u>4Q10</u>	<u>3Q10</u>	<u>2Q10</u>	<u>1Q10</u>
Midwest	\$37	\$46	\$52	\$61	\$44	\$55
Western	26	26	42	58	47	65
Texas	3	8	9	5	8	25
Florida	15	8	8	6	7	10
Other Markets / International	9	13	2	2	40	18
<b>TOTAL</b>	<b>\$90</b>	<b>\$101</b>	<b>\$113</b>	<b>\$132</b>	<b>\$146</b>	<b>\$173</b>
Provision for loan losses	\$47	\$49	\$57	\$122	\$126	\$175

\$ in millions

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# Commercial Real Estate Loan Portfolio

2Q11: \$11.5 billion



## Commercial Real Estate Line of Business:

- Nonaccrual loans of \$324MM, down \$71MM from 1Q11
- Loans over \$2MM transferred to nonaccrual totaled \$29MM (\$37MM in 1Q11 and \$71MM in 4Q10)
- Net loan charge-offs of \$12MM (\$10MM in 1Q11 and \$40MM in 4Q10)

2Q11 averages in \$billions

<sup>1</sup> Included in Commercial Real Estate line of business

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## Commercial Real Estate Line of Business

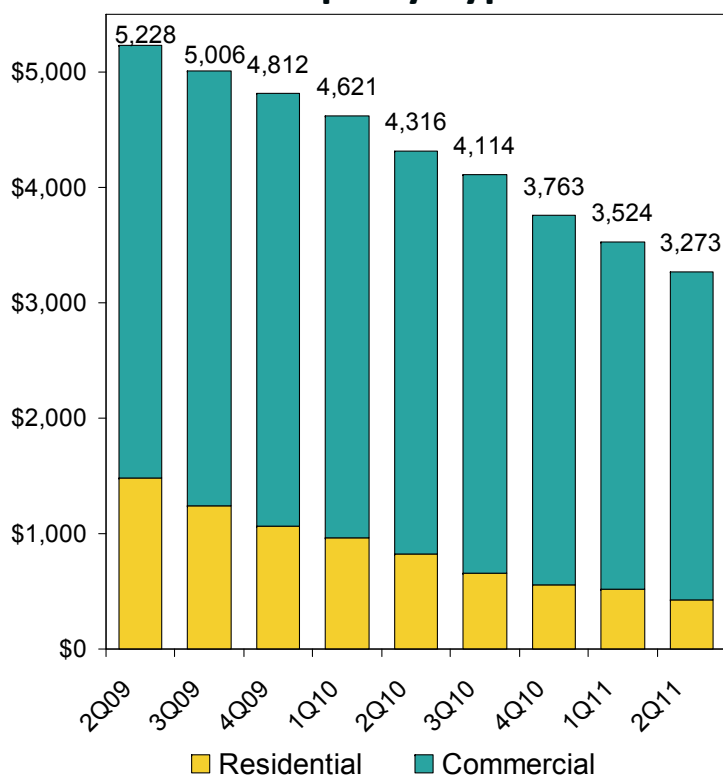
	Western Michigan	Texas	Florida	Other Markets	Total
<b>Real Estate Construction Loans</b>					
Single Family	74	9	23	22	141
Land Development	25	8	30	6	92
<b>Total Residential</b>	<b>99</b>	<b>17</b>	<b>53</b>	<b>28</b>	<b>233</b>
Multi-Family	128	0	161	56	413
Retail	84	46	222	26	407
Multi-use	72	-	51	-	131
Other	75	20	62	2	159
<b>Total Commercial</b>	<b>359</b>	<b>66</b>	<b>496</b>	<b>84</b>	<b>1,110</b>
<b>Total Real Estate Construction Loans</b>	<b>458</b>	<b>83</b>	<b>549</b>	<b>112</b>	<b>1,343</b>
<b>Commercial Mortgage Loans</b>					
Single Family	1	3	15	5	62
Land Carry	45	26	15	32	127
<b>Total Residential</b>	<b>46</b>	<b>29</b>	<b>30</b>	<b>37</b>	<b>189</b>
Multi-Family	128	51	131	177	514
Retail	152	91	33	57	350
Multi-use	116	39	38	-	245
Other	303	168	36	37	632
<b>Total Commercial</b>	<b>699</b>	<b>349</b>	<b>238</b>	<b>271</b>	<b>1,741</b>
<b>Total Commercial Mortgage Loans</b>	<b>745</b>	<b>378</b>	<b>268</b>	<b>308</b>	<b>1,930</b>
<b>Total Commercial Real Estate Line of Business</b>	<b>1,203</b>	<b>461</b>	<b>817</b>	<b>420</b>	<b>3,273</b>

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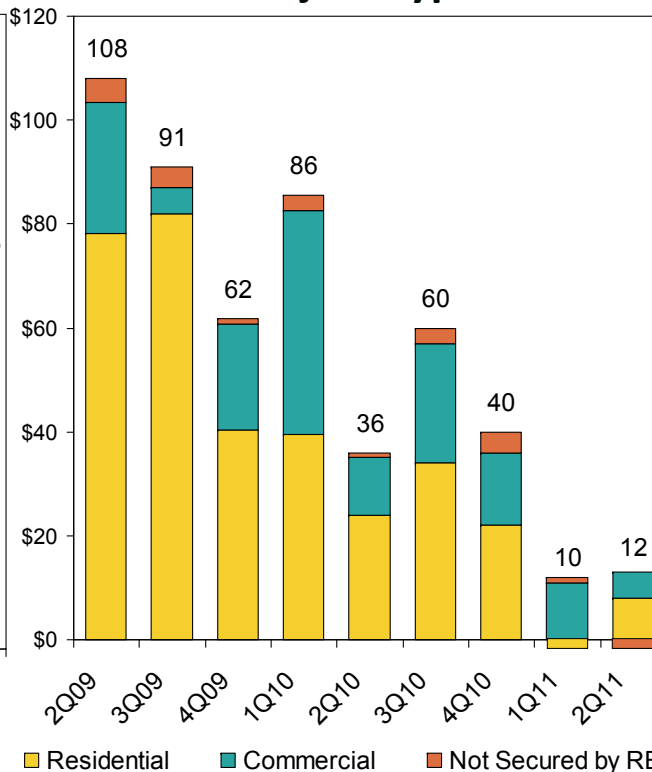
Period-end balances as of 06/30/11 in \$millions;  
Excludes Commercial Real Estate line of business loans not secured by real estate

# Commercial Real Estate Line of Business

## Outstandings By Property Type



## Net Charge-offs By Project Type

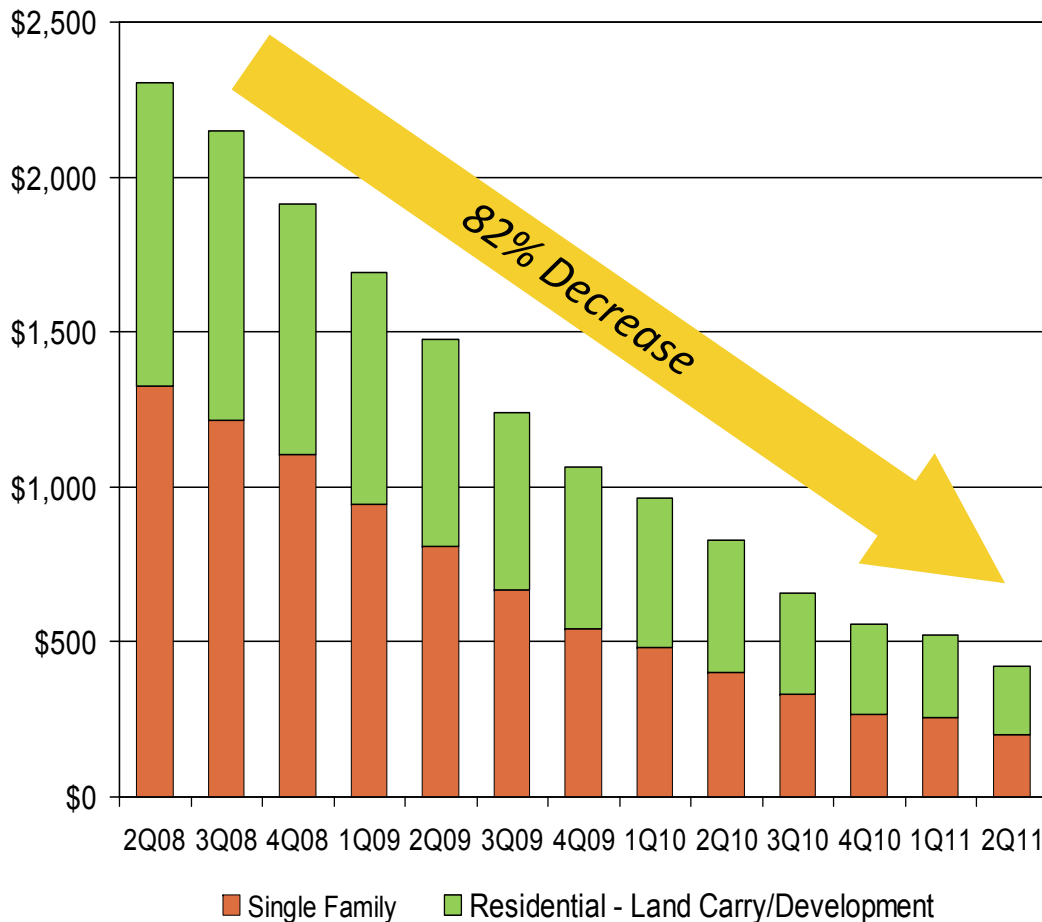


- Charge-offs increased \$2MM
- Inflows to nonaccrual decreased \$8MM
- Nonaccrual loans decreased \$71MM
- Watch list loans declined \$172MM

Period-end outstandings in \$millions; excludes Commercial Real Estate line of business loans not secured by real estate; 2Q11 compared to 1Q11  
 Commercial: Multi-Family, Retail, Office, Warehouse, Multi-use and Commercial



# Residential Real Estate Development



- Reduced Residential Real Estate Development exposure by \$1.8B since 6/30/08 to \$422MM at 6/30/11
- Geographic breakdown at 6/30/11:
  - Western 37%
  - Texas 25%
  - Florida 13%
  - Michigan 14%
  - Other 11%
- Reduced Western Market Local Residential Real Estate Developer Portfolio to \$70MM at 6/30/2011 from \$932MM at 12/31/07

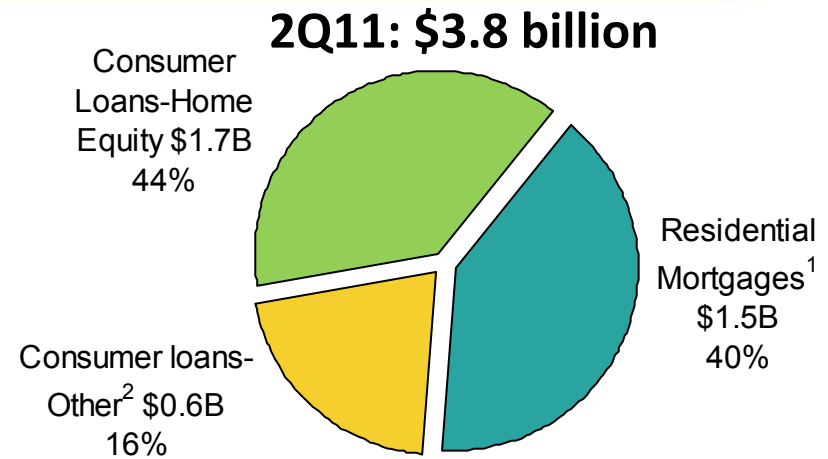
Period-end balances in \$millions  
Western: CA, AZ, NV



# Consumer Loan Portfolio

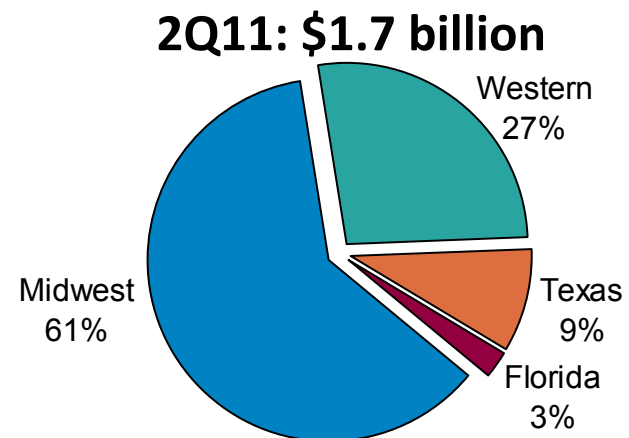
## Consumer Loan Portfolio

- 9.6% of total outstandings
- No sub-prime mortgage programs
- Self-originated & relationship oriented
- Net loan charge-offs of \$14MM



## Home Equity Portfolio<sup>3</sup>

- About 87% home equity lines and 13% home equity loans
- Avg. FICO score of 754 at origination
- 87% have CLTV ≤ 80% at origination
- Average loan vintage is 5.7 years



2Q11 averages in \$billions

<sup>1</sup>Residential mortgages on the balance sheet are primarily associated with Private Banking customers. Residential mortgages originated through the banking centers are typically sold to a third party.

<sup>2</sup>The "other" category includes automobile, personal watercraft, student and recreational vehicle loans.

<sup>3</sup>Data on loans booked through the Consumer Loan Center which encompasses about 85% of the Home Equity Lines and Loans

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# Line of Business Deposits and Core Deposits By Geographic Market

Line of Business Deposits	2Q11	1Q11	2Q10
Middle Market	\$4.7	\$5.0	\$4.6
Commercial Real Estate	0.8	0.8	0.9
Global Corporate Banking	7.1	6.9	6.9
National Dealer Services	0.2	0.2	0.2
Specialty Businesses	7.6	7.2	6.5
<b>SUBTOTAL – BUSINESS BANK</b>	<b>\$20.4</b>	<b>\$20.1</b>	<b>\$19.1</b>
Small Business Banking	4.5	4.4	4.0
Personal Banking	13.2	12.9	12.9
<b>SUBTOTAL – RETAIL BANK</b>	<b>\$17.7</b>	<b>\$17.3</b>	<b>\$16.9</b>
Private Banking	3.0	2.8	2.9
<b>SUBTOTAL – WEALTH MANAGEMENT</b>	<b>\$3.0</b>	<b>\$2.8</b>	<b>\$2.9</b>
Finance/Other <sup>1</sup>	0.4	0.4	0.8
<b>TOTAL</b>	<b>\$41.5</b>	<b>\$40.6</b>	<b>\$39.7</b>

Core Deposits by Geography	2Q11	1Q11	2Q10
Midwest	\$18.4	\$18.3	\$17.9
Western	12.4	12.2	12.0
Texas	6.2	5.8	5.3
Florida	0.4	0.4	0.4
Other Markets	2.5	2.3	2.2
International	1.1	1.1	1.0
Finance/Other	0.1	0.1	0.1
<b>TOTAL</b>	<b>\$41.1</b>	<b>\$40.2</b>	<b>\$38.9</b>

Average deposits in \$ billions

<sup>1</sup>Finance/Other includes Institutional and Retail Brokered CDs of \$0.4B in 2Q10

<sup>2</sup>Core Deposits exclude Foreign Office Time Deposits (2Q11 \$0.4; 1Q11 \$0.4B; 2Q10 \$0.4B) and Other Time of \$0.4B in 2Q10

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## Second Quarter 2011 Average Deposits Detail

	Midwest	Western	Texas	Florida	Other Markets	Int'l	TOTAL
Middle Market	\$1.2	\$3.0	\$0.4	\$0.0	\$0.1	-	\$4.7
Commercial Real Estate	0.2	0.4	0.1	0.0	0.1	-	0.8
Global Corporate Banking	2.9	0.6	1.3	0.0	1.0	1.3	7.1
National Dealer Services	0.1	0.1	0.0	0.0	0.0	-	0.2
Specialty Businesses	0.7	4.5	1.2	0.1	1.1	-	7.6
<b>SUBTOTAL – BUSINESS BANK</b>	<b>\$5.1</b>	<b>\$8.6</b>	<b>\$3.0</b>	<b>\$0.1</b>	<b>\$2.3</b>	<b>\$1.3</b>	<b>\$20.4</b>
Small Business Banking	2.2	1.1	1.2	-	-	-	4.5
Personal Banking	10.1	1.2	1.8	-	0.1	-	13.2
<b>SUBTOTAL – RETAIL BANK</b>	<b>\$12.3</b>	<b>\$2.3</b>	<b>\$3.0</b>	<b>\$-</b>	<b>\$0.1</b>	<b>\$-</b>	<b>\$17.7</b>
Private Banking	0.9	1.6	0.2	0.3	0.0	-	3.0
<b>SUBTOTAL – WEALTH MANAGEMENT</b>	<b>\$0.9</b>	<b>\$1.6</b>	<b>\$0.2</b>	<b>\$0.3</b>	<b>\$0.0</b>	<b>\$-</b>	<b>\$3.0</b>
Finance/Other	0.4	-	-	-	-	-	0.4
<b>TOTAL</b>	<b>\$18.7</b>	<b>\$12.5</b>	<b>\$6.2</b>	<b>\$0.4</b>	<b>\$2.4</b>	<b>\$1.3</b>	<b>\$41.5</b>

# Holding Company Debt Ratings

<u>Senior Unsecured/Long-Term Issuer Rating</u>	<u>Moody's</u>	<u>S&amp;P</u>	<u>Fitch</u>	<u>DBRS</u>
BB&T	A2	A	A+	A (high)
<b>Comerica</b>	<b>A2</b>	<b>A-</b>	<b>A</b>	<b>A</b>
BOK Financial	A2	BBB+	A-	A (low)
M&T Bank	A3	A-	A-	A (low)
KeyCorp	Baa1	BBB+	A-	BBB (high)
SunTrust	Baa1	BBB	BBB+	A (low)
Fifth Third	Baa1	BBB	A-	A (low)
First Horizon National Corp	Baa1	BBB-	BBB+	
Huntington	Baa2	BBB	BBB+	BBB
Regions Financial	Ba3	BB+	BBB-	BBB
Zions Bancorporation	B2	BBB-	BBB-	BBB (low)
Synovus Financial Corp		BB-	BB-	

As of 7/14/11

Source: SNL Financial

Debt Ratings are not a recommendation to buy, sell, or hold securities.

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# Supplemental Financial Data

Reconciliation of non-GAAP financial measures with financial measures defined by GAAP (\$ in millions)

	<u>6/30/11</u>	<u>3/31/11</u>	<u>12/31/10</u>	<u>9/30/10</u>	<u>6/30/10</u>
Total Regulatory Capital <sup>1,2</sup>	\$8,705	\$8,730	\$8,651	\$8,566	\$9,001
Tier 1 capital <sup>1,2</sup>	\$6,193	\$6,107	\$6,027	\$5,940	\$6,371
Less: Trust preferred securities	--	--	--	--	495
Tier 1 common capital <sup>2</sup>	6,193	6,107	6,027	5,940	5,876
Risk-weighted assets <sup>1,2</sup>	58,790	58,998	59,506	59,608	59,877
<b>Tier 1 common capital ratio <sup>2</sup></b>	<b>10.53%</b>	<b>10.35%</b>	<b>10.13%</b>	<b>9.96%</b>	<b>9.81%</b>
Total shareholders' equity	\$6,038	\$5,877	\$5,793	\$5,857	\$5,792
Less: Goodwill	150	150	150	150	150
Less: Other intangible assets	4	5	6	6	6
Tangible common equity	\$5,844	\$5,722	\$5,637	\$5,701	\$5,636
Total assets	\$54,141	\$55,017	\$53,667	\$55,004	\$55,885
Less: Goodwill	150	150	150	150	150
Less: Other intangible assets	4	5	6	6	6
Tangible assets	\$53,987	\$54,862	\$53,511	\$54,848	\$55,729
<b>Tangible common equity ratio</b>	<b>10.90%</b>	<b>10.43%</b>	<b>10.54%</b>	<b>10.39%</b>	<b>10.11%</b>

The Tier 1 common capital ratio removes preferred stock and qualifying trust preferred securities from Tier 1 capital as defined by and calculated in conformity with bank regulations. The tangible common equity ratio removes preferred stock and the effect of intangible assets from capital and the effect of intangible assets from total assets.

*The Corporation believes these measurements are meaningful measures of capital adequacy used by investors, regulators, management and others to evaluate the adequacy of common equity and to compare against other companies in the industry.*

<sup>1</sup>Regulatory Capital, Tier 1 Capital and risk-weighted assets as defined and calculated in accordance with regulation.

<sup>2</sup>June 30, 2011 Regulatory Capital, Tier 1 Capital, and Risk-Weighted assets are estimated.

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## Supplemental Financial Data

Reconciliation of non-GAAP financial measures with financial measures defined by GAAP (\$ in millions)

	<u>2Q11</u>	<u>1Q11</u>	<u>4Q10</u>	<u>3Q10</u>	<u>2Q10</u>
Net interest income (FTE)	\$392	\$396	\$406	\$405	\$424
Less: Interest earned on excess liquidity <sup>1</sup>	2	1	1	2	2
Net interest income (FTE), excluding excess liquidity	\$390	\$395	\$405	\$403	\$422
Average earnings assets	\$50,136	\$49,347	\$49,102	\$50,189	\$51,835
Less: Average net unrealized gains on investment securities available-for-sale	73	22	139	180	80
Average earnings assets for net interest margin (FTE)	\$50,063	\$49,325	\$48,963	\$50,009	\$51,755
Less: Excess liquidity <sup>1</sup>	3,382	2,297	1,793	2,983	3,719
Average earnings assets for net interest margin (FTE), excluding excess liquidity	\$46,681	\$47,028	\$47,170	\$47,026	\$48,036
Net interest margin (FTE)	3.14%	3.25%	3.29%	3.23%	3.28%
Net interest margin (FTE), excluding excess liquidity	3.35%	3.39%	3.41%	3.42%	3.51%
Impact of excess liquidity on net interest margin (FTE)	(0.21)%	(0.14)%	(0.12)%	(0.19)%	(0.23)%

The Corporation believes this measurement provides meaningful information to investors, regulators, management and others of the impact on net interest income and net interest margin resulting from the Corporation's short-term investment in low yielding instruments.

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<sup>1</sup>Excess liquidity represented by interest earned on and average balances deposited with the Federal Reserve Bank.

## Additional Information For Shareholders

In connection with the proposed merger transaction, Comerica has filed with the SEC a Registration Statement on Form S-4 that includes a Proxy Statement of Sterling and a Prospectus of Comerica, and Sterling mailed the definitive Proxy Statement/Prospectus to its shareholders on or about April 6, 2011. Each of Comerica and Sterling may file other relevant documents concerning the proposed transaction. **SHAREHOLDERS ARE URGED TO READ THE REGISTRATION STATEMENT AND THE DEFINITIVE PROXY STATEMENT/PROSPECTUS REGARDING THE MERGER AND ANY OTHER RELEVANT DOCUMENTS FILED WITH THE SEC, AS WELL AS ANY AMENDMENTS OR SUPPLEMENTS TO THOSE DOCUMENTS, BECAUSE THEY CONTAIN IMPORTANT INFORMATION.**

A free copy of the definitive Proxy Statement/Prospectus, as well as other filings containing information about Comerica and Sterling, may be obtained at the SEC's Internet site (<http://www.sec.gov>). You may be able to obtain these documents, free of charge, from Comerica at [www.comerica.com](http://www.comerica.com) under the tab "Investor Relations" and then under the heading "SEC Filings" or from Sterling by accessing Sterling's website at [www.banksterling.com](http://www.banksterling.com) under the tab "Investor Relations" and then under the heading "SEC Filings."





# Comerica Bank

