

COMERICA INCORPORATED
REGULATORY CAPITAL DISCLOSURES

For the Quarter Ended December 31, 2019



Table of Contents

Overview	1
Scope of Application	1
Capital Structure	2
Capital Adequacy	3
Risk Management	5
General Credit Risk	6
Counterparty Credit Risk	8
Credit Risk Mitigation	9
Equities Not Subject to Market Risk Rule	9
Interest Rate Risk for Non-Trading Activities	10
Forward-Looking Statements	11
Disclosure Index	Appendix A

OVERVIEW

Organization

Comerica Incorporated (“Comerica”) is a financial services company, incorporated under the laws of the State of Delaware, and headquartered in Dallas, Texas. Comerica has strategically aligned its operations into three major business segments: the Business Bank, the Retail Bank, and Wealth Management and operates in three primary geographic markets: Texas, California and Michigan, as well as in the states of Arizona and Florida, with select businesses operating in several other states, and in Canada and Mexico. Comerica operates two U.S. banking subsidiaries: Comerica Bank, a Texas banking association, and Comerica Bank and Trust, National Association, a limited purpose trust bank. At December 31, 2019, Comerica had total assets of approximately \$73.4 billion, total deposits of approximately \$57.3 billion, total loans of approximately \$50.4 billion and shareholders’ equity of approximately \$7.3 billion.

Regulatory Capital Standards and Disclosures

The Corporation and its U.S. banking subsidiaries are subject to various regulatory capital requirements administered by federal and state banking agencies under the Basel III regulatory framework (Basel III). This regulatory framework establishes comprehensive methodologies for calculating regulatory capital and risk-weighted assets (RWA). Basel III also set minimum capital ratios as well as overall capital adequacy standards.

Definition of capital

Under Basel III, regulatory capital comprises common equity Tier 1 (CET1) capital, additional Tier 1 capital and Tier 2 capital. CET1 capital predominantly includes common shareholders' equity, less certain deductions for goodwill, intangible assets and deferred tax assets that arise from net operating losses and tax credit carry-forwards. Additionally, Comerica has elected to permanently exclude capital in accumulated other comprehensive income (AOCI) related to debt and equity securities classified as available-for-sale as well as for cash flow hedges and defined benefit postretirement plans from CET1, an option available to standardized approach entities under Basel III. Tier 1 capital incrementally includes noncumulative perpetual preferred stock. Tier 2 capital includes Tier 1 capital as well as subordinated debt qualifying as Tier 2 and qualifying allowance for credit losses. In December 2018, the federal banking regulators adopted rules that would permit bank holding companies and banks to phase in, for regulatory capital purposes, the transition impact on retained earnings of the new current expected credit loss accounting standard (CECL), effective for Comerica on January 1, 2020, over a period of three years. Comerica does not anticipate to elect this deferral. The transition impact to retained earnings is not expected to be significant.

Risk-weighted assets

Comerica computes RWA using the standardized approach. Under the standardized approach, RWA is generally based on supervisory risk-weightings which vary by counterparty type and asset class. Under the Basel III standardized approach, capital is required for credit RWA to cover the risk of unexpected losses due to failure of a customer or counterparty to meet its financial obligations in accordance with contractual terms. If trading assets and liabilities exceed certain thresholds, an entity is also subject to the market risk provisions of Basel III ("market risk rule") and capital is also required for market RWA to cover the risk of losses due to adverse market movements or from position-specific factors.

Disclosures

The qualitative and quantitative disclosures in this report regarding Comerica’s capital structure, capital adequacy, risk exposures, RWA and market risk (if applicable) are based on management's current understanding of Basel III and other factors, which may be subject to change as additional clarification and implementation guidance is received from regulators and the interpretation of the rule evolves over time. The disclosures were reviewed and approved in accordance with Comerica's regulatory disclosure policy, which has been approved by Comerica's Board of Directors.

This report should be read in conjunction with Comerica’s Annual Report on Form 10-K for the year ended December 31, 2019 (“2019 Form 10-K”), which includes important information on risk management policies and practices. A disclosure index is provided in Appendix A of this report and specific references have been included herein.

⁽¹⁾The final U.S. Basel III rules applicable to Comerica and Comerica Bank are codified in 12 C.F.R. Part 217 (Federal Reserve Board).

SCOPE OF APPLICATION

Basis of consolidation

The standardized approach to risk-weighted assets under Basel III applies to Comerica's consolidated financial statements and off-balance sheet exposures. Comerica's basis of consolidation for both financial and regulatory reporting purposes is in accordance

with U.S. Generally Accepted Accounting Principles ("GAAP"). Certain of Comerica's equity investments accounted for under either the proportional method, equity method or cost method are neither consolidated nor deducted from regulatory capital under Basel III, but instead are assigned an appropriate risk weight. There are no entities within the Comerica enterprise that are deconsolidated or whose capital is deducted for Basel III.

- For further information regarding Comerica's principles of consolidation, see Note 1 to the consolidated financial statements on page F-45 of Comerica's 2019 Form 10-K.

Capital in regulated subsidiaries

At December 31, 2019, total capital for each of Comerica's regulated banking subsidiaries, Comerica Bank and Comerica Bank & Trust, National Association, exceeded their respective minimum required regulatory capital amount. Comerica's regulated broker-dealer subsidiary, Comerica Securities, Inc., was also in compliance with minimum net capital requirements at December 31, 2019.

Restrictions on funds and capital transfers

Various federal laws limit borrowings by Comerica and its nonbank subsidiaries from its affiliate insured banking subsidiaries, and also limit various other transactions between Comerica and its nonbank subsidiaries, on the one hand, and Comerica's affiliate insured banking subsidiaries, on the other.

- Refer to "Transactions with Affiliates" in Part I, Item 1 on page 6 of Comerica's 2019 Form 10-K for further information.

There are statutory and regulatory requirements restricting the payment of dividends by subsidiary banks to Comerica, as well as by Comerica to its shareholders.

- For further information, see "Dividends" on page 5 in Part I, Item 1 and Note 20 to the consolidated financial statements on page F-90 of Comerica's 2019 Form 10-K.

Shares of common stock can only be redeemed by Comerica through repurchases.

- For additional information about capital and Comerica's share repurchase program, see "Capital" in Part I, Item 2 on page F-17 of Comerica's 2019 Form 10-K.

The Federal Reserve requires depository institutions to maintain cash reserves with a Federal Reserve Bank.

- See Note 20 to the consolidated financial statements on page F-90 of Comerica's 2019 Form 10-K for further information.

CAPITAL STRUCTURE

Regulatory capital instruments

Comerica's currently qualifying regulatory capital instruments consist of common stock and subordinated debt. Each share of Comerica's common stock entitles the holder to one vote for the election of directors and for all other matters to be voted on by Comerica's shareholders. Upon a liquidation, dissolution or similar proceeding, the holders of common stock would share proportionally in the residual assets remaining after all claims have been satisfied. Shares of common stock can only be redeemed by Comerica through repurchases.

- For additional information about capital and Comerica's share repurchase program, see "Capital" in Part I, Item 2 on page F-17 of Comerica's 2019 Form 10-K.

Comerica's subordinated debt contains no financial covenants. The subordinated debt is subject to standard events of default, including those related to payment of principal and interest, bankruptcy, insolvency, receivership and other similar actions and compliance with typical legal covenants.

- For further details regarding subordinated debt as of December 31, 2019, see Note 12 to the consolidated financial statements on page F-78 of Comerica's 2019 Form 10-K.

Regulatory capital components

Table 1: Reconciliation of Shareholders' Equity to Total Capital

A reconciliation of total shareholders' equity to CET1 capital, Tier 1 capital and Total capital is presented below.

<i>(in millions)</i>	December 31, 2019
Common stock	\$ 1,141
Capital surplus	2,174
Accumulated other comprehensive loss	(235)
Retained earnings	9,538
Less cost of common stock in treasury	(5,291)
Total common shareholders' equity/CET1 capital before adjustments and deductions	7,327
Less adjustments and deductions:	
AOCI opt-out election related adjustments	(235)
Other adjustments and deductions	643
CET1 capital/Tier 1 capital	6,919
Qualifying subordinated debt	695
Allowance for credit losses includable in Tier 2 capital	668
Tier 2 capital	1,363
Total capital (a)	\$ 8,282

(a) On a fully phased-in basis, the transitional adjustments to CET1 capital/Tier 1 capital and total capital are not significant.

- Further details about Comerica's regulatory capital can be found in Schedule HC-R to the December 31, 2019 Consolidated Financial Statements for Holding Companies - Form FR Y-9C.

CAPITAL ADEQUACY

Capital adequacy assessment process

Comerica assesses capital adequacy against the risk inherent in the balance sheet, recognizing that unexpected loss is the common denominator of risk and that common equity has the greatest capacity to absorb unexpected loss. Comerica periodically conducts stress tests to evaluate potential impacts to Comerica's forecasted financial condition under various economic scenarios and business conditions. These stress tests are a normal part of Comerica's overall risk management and capital planning process and are part of the forecasting process used by Comerica to conduct enterprise-wide stress tests.

Risk-weighted assets

Table 2: Risk-Weighted Assets by Exposure Type

The following table presents components of Comerica's risk-weighted assets calculated in accordance with the Basel III standardized approach as of December 31, 2019.

<i>(in millions)</i>	December 31, 2019	
Cash items in process of collection	\$	110
Exposures conditionally guaranteed by U.S. government agencies		63
Claims on U.S. government-sponsored entities		779
Exposures to certain supranational entities and MDBs		9
Claims on and exposures guaranteed by U.S. depository institutions and foreign banks		93
Corporate exposures		45,186
High volatility commercial real estate loans		510
Residential mortgage loans		2,812
Consumer loans		557
Past due loans		308
Equity exposures		1,553
Other assets		2,881
Off-balance sheet commitments with original maturity greater than 1 year		10,043
Off-balance sheet commitments with original maturity of 1 year or less		751
Other off-balance sheet exposures		2,134
Over-the-counter derivative contracts		484
Total standardized risk-weighted assets	\$	68,273

- Further details about Comerica's risk-weighted assets can be found in Schedule HC-R to the December 31, 2019 Consolidated Financial Statements for Holding Companies - Form FR Y-9C.

Risk-based capital ratios

Comerica and its U.S. banking subsidiaries are required to maintain minimum ratios of CET1, Tier 1 and Total capital to risk-weighted assets, as well as minimum leverage ratios (defined as Tier 1 capital divided by adjusted average assets) to be considered "adequately capitalized." Failure to meet minimum capital requirements could initiate certain mandatory and possibly additional discretionary actions by regulators that, if undertaken, could have a direct material effect on Comerica's financial condition and results of operations.

Table 3: Minimum Required Capital Ratios

The following table presents the minimum ratios that Comerica and its U.S. banking subsidiaries are subject to as of December 31, 2019.

December 31, 2019	Minimum Capital Ratios	Well Capitalized Ratios for Bank Holding Companies (a)
CET1 capital to risk-weighted assets	7.0% (b)	—%
Tier 1 capital to risk-weighted assets	8.5 (b)	6.0
Total capital to risk-weighted assets	10.5 (b)	10.0
Tier 1 capital to adjusted average assets (leverage ratio)	4.0	—

- (a) The requirements for Comerica's bank subsidiaries to be considered "well capitalized" are 6.5% for CET1 capital, 8.0% for Tier 1 capital, 10.0% for total capital and a leverage ratio of at least 5.0%.
- (b) In addition to the minimum risk-based capital requirements, the Corporation is required to maintain a minimum capital conservation buffer of 2.5%, in the form of common equity, in order to avoid restrictions on capital distributions.

Table 4: Summary of Capital Positions and Ratios

The following table presents a summary of the capital positions of Comerica, Comerica Bank and Comerica Bank & Trust, National Association under the Basel III standardized approach at December 31, 2019.

December 31, 2019 <i>(dollar amounts in millions)</i>	Comerica	Comerica Bank	Comerica Bank & Trust, National Association
CET1 capital	\$ 6,919	\$ 7,199	\$ 50
Tier 1 capital	6,919	7,199	50
Total capital	8,282	8,371	50
Eligible retained income (a)	\$ (551)	\$ (9)	\$ —
Risk-weighted assets	\$ 68,273	\$ 68,071	\$ 21
Adjusted average assets (b)	72,773	72,564	69
CET1 capital to risk-weighted assets	10.13%	10.58%	243.46%
Tier 1 capital to risk-weighted assets	10.13	10.58	243.46
Total capital to risk-weighted assets	12.13	12.30	243.46
Capital conservation buffer (c)	4.13	4.30	235.46
Tier 1 capital to adjusted average assets (leverage ratio)	9.51	9.92	72.68

- (a) Represents the amount to which restrictions on capital distributions and discretionary bonuses would apply if the capital conservation buffer falls below the required minimum. Eligible retained income is the sum of net income for the four calendar quarters preceding the current calendar quarter, net of any distributions not already reflected in net income (e.g., dividend payments and share repurchases).
- (b) Adjusted average assets include total quarterly average assets (reflecting available-for-sale securities at amortized cost), less amounts deducted from CET1 capital and additional tier 1 capital, plus assets derecognized as an adjustment to AOCI as part of the incremental effect of applying certain provisions in accounting for defined benefit postretirement plans.
- (c) Comerica and its U.S. bank subsidiaries are required to maintain a capital conservation buffer of 2.5% in order to avoid restrictions on capital distributions and discretionary bonuses. The capital conservation buffer is the lowest of (i) CET1 ratio less minimum CET1 requirement, (ii) Tier 1 ratio less minimum Tier 1 requirement and (iii) Total capital ratio less minimum Total capital requirement.

At December 31, 2019, Comerica and its U.S. banking subsidiaries exceeded the ratios required for an institution to be considered "well capitalized." There have been no events since December 31, 2019 that management believes have changed the capital adequacy classification of Comerica or its U.S. banking subsidiaries.

RISK MANAGEMENT

As a result of conducting business in the normal course, Comerica assumes various types of risk. Comerica's enterprise risk framework provides a process for identifying, measuring, controlling and managing these risks. This framework incorporates a risk assessment process, a collection of risk committees that manage Comerica's major risk elements, and a risk appetite statement that outlines the levels and types of risks Comerica accepts. Comerica continuously enhances its enterprise risk framework with additional processes, tools and systems designed to not only provide management with deeper insight into Comerica's various existing and emerging risks in accordance with its appetite for risk, but also to improve Comerica's ability to control those risks and ensure that appropriate consideration is received for the risks taken.

Comerica's front line employees, the first line of defense, are responsible for the day-to-day management of risks including the identification, assessment, measurement and control of risks encountered as a part of the normal course of business. Risks are further monitored, measured and controlled by the second line of defense, comprised of specialized risk managers for each of the major risk categories, who reside in the Enterprise Risk Division and provide oversight, independent and effective challenge and guidance for the risk management activities of the organization. The Enterprise Risk Division, led by the Chief Risk Officer, is responsible for designing and managing Comerica's enterprise risk framework and ensures effective risk management oversight. Risk management committees serve as a point of review and escalation for those risks which may have risk interdependencies or where risk levels may be nearing the limits outlined in Comerica's risk appetite statement. These committees comprise senior and executive management that represent views from both the lines of business and risk management. Internal Audit, the third line of defense, monitors and assesses the overall effectiveness of the risk management framework on an ongoing basis and provides an independent, objective assessment of Comerica's ability to manage and control risk to management and the Audit Committee of the Board.

The Enterprise-Wide Risk Management Committee, chaired by the Chief Risk Officer, is established by the Enterprise Risk Committee of the Board, and is responsible for governance over the risk management framework, providing oversight in managing Comerica's aggregate risk position and reporting on the comprehensive portfolio of risks as well as the potential impact these risks can have on Comerica's risk profile and resulting capital level. Capital is the common denominator of risk. The Enterprise-Wide Risk Management Committee is principally composed of senior officers and executives representing the different risk areas and business units who are appointed by the Chairman and Chief Executive Officer of Comerica.

The Board's Enterprise Risk Committee meets quarterly and is chartered to assist the Board in promoting the best interests of Comerica by overseeing policies and risk practices relating to enterprise-wide risk and ensuring compliance with bank regulatory obligations. Members of the Enterprise Risk Committee are selected such that the committee comprises individuals whose experiences and qualifications can lead to broad and informed views on risk matters facing Comerica and the financial services industry. These include, but are not limited to, existing and emerging risk matters related to credit, market, liquidity, operational, technology, compliance and strategic conditions. A comprehensive risk report is submitted to the Enterprise Risk Committee each quarter providing management's view of Comerica's aggregate risk position.

- For further information, refer to "Risk Management" on pages F-20 through F-33 of Comerica's 2019 Form 10-K.

CREDIT RISK

Credit risk represents the risk of loss due to failure of a customer or counterparty to meet its financial obligations in accordance with contractual terms. Comerica assumes credit risk in the normal course of business, predominantly from the extension of credit to businesses and individuals. Additionally, Comerica enters into transactions which give rise to counterparty credit risk involving derivative and credit-related financial instruments that meet the financing needs of customers.

Credit risk in the loan portfolio is managed through underwriting and periodically reviewing and approving its credit exposures using approved credit policies and guidelines. Additionally, Comerica manages credit risk through loan portfolio diversification, limiting exposure to any single industry, customer or guarantor, and selling participations and/or syndicating credit exposures above those levels it deems prudent to third parties. Refer to the "Counterparty Credit Risk" section of this report for a discussion of Comerica's management of counterparty credit risk.

For further discussion of credit risk, risk management objectives and policies and accounting policies related to these exposures:

- Refer to "Underwriting Approach" in Part I, Item 1 on page 10 of Comerica's 2019 Form 10-K.
- See the "Credit Risk" subheading on pages F-20 through F-28 in the "Risk Management" section of Comerica's 2019 Form 10-K.
- See Note 1 to the consolidated financial statements on page F-45 of Comerica's 2019 Form 10-K.

Credit risk exposures

The following tables present certain of Comerica's positions which give rise to credit risk. The amounts do not include the effects of certain credit risk mitigation techniques, such as collateral and netting not permitted under GAAP.

Table 5: Credit Risk Exposures by Exposure Type, Counterparty Type and Domicile

Exposure Type	Counterparty Type						Domicile (c)			Quarterly Average (d)
	Banks	U.S. Public Sector	Corporate	Other	Netting	Total	U.S.	Non-U.S.	Total	
		(a)					(b)	(c)		
<i>(in millions)</i>										
Cash and cash equivalents	\$ 1,272	\$ 4,546	\$ —	\$ —	\$ —	\$ 5,818	\$ 5,508	\$ 310	\$ 5,818	\$ 5,689
Debt securities	—	12,398	—	—	—	12,398	12,398	—	12,398	12,225
Loans	—	147	45,937	4,285	—	50,369	49,381	988	50,369	50,505
Derivatives	58	—	259	—	(74)	243	242	1	243	273
Total on-balance sheet	\$ 1,330	\$ 17,091	\$ 46,196	\$ 4,285	\$ (74)	\$ 68,828	\$ 67,529	\$ 1,299	\$ 68,828	\$ 68,692
Unfunded commitments	\$ —	\$ 8	\$ 23,707	\$ 3,146	\$ —	\$ 26,861	\$ 26,048	\$ 813	\$ 26,861	\$ 26,649
Standby letters of credit	28	5	3,287	—	—	3,320	3,104	216	3,320	3,301
Total off-balance sheet	\$ 28	\$ 13	\$ 26,994	\$ 3,146	\$ —	\$ 30,181	\$ 29,152	\$ 1,029	\$ 30,181	\$ 29,950

(a) Includes balances with Federal Reserve Banks, the U.S. government and its agencies, government-sponsored entities and states and municipalities.

(b) Includes residential mortgage and consumer loans.

(c) Based on legal domicile of the counterparty.

(d) Average of daily or month-end balances where available; otherwise average of quarter-end balances.

Contractual maturities

Table 6: Remaining Contractual Maturity by Exposure Type

Exposure Type	Maturing				Netting	Total
	Within 1 Year	After 1 Year But Within 5 Years	After 5 Years			
<i>(in millions)</i>						
Cash and cash equivalents	\$ 5,818	\$ —	\$ —	\$ —	\$ —	\$ 5,818
Debt securities	30	2,894	9,474	—	—	12,398
Loans	30,267	12,870	7,232	—	—	50,369
Derivatives	71	115	131	(74)	—	243
Total on-balance sheet	\$ 36,186	\$ 15,879	\$ 16,837	\$ (74)	\$ —	\$ 68,828
Unfunded commitments	\$ 10,863	\$ 13,155	\$ 2,843	\$ —	\$ —	\$ 26,861
Standby letters of credit	2,837	422	61	—	—	3,320
Total off-balance sheet	\$ 13,700	\$ 13,577	\$ 2,904	\$ —	\$ —	\$ 30,181

Impaired loans

Table 7: Impaired Loans

The following table provides details on impaired and past due loans, the allowance for loan losses and charge-offs by counterparty type and domicile.

December 31, 2019	Counterparty Type			Domicile (b)		
	Corporate	Other (a)	Total	U.S.	Non-U.S.	Total
<i>(in millions)</i>						
Individually evaluated impaired loans with related allowance	\$ 129	\$ —	\$ 129			
Individually evaluated impaired loans without related allowance	70	16	86			
Total individually evaluated impaired loans	199	16	215	\$ 215	\$ —	\$ 215
Nonaccrual loans	162	37	199	199	—	199
Loans past due 90 days or more and still accruing	26	—	26	26	—	26
Allowance for loan losses:						
Individually evaluated for impairment	31	—	31			
Collectively evaluated for impairment	570	36	606			
Gross charge-offs during the quarter	(26)	(1)	(27)			

(a) Includes residential mortgage and consumer loans.

(b) Based on legal domicile of the counterparty.

Allowance for credit losses

- For a reconciliation of changes in the allowance for credit losses, see Note 4 to the consolidated financial statements on page F-64 of Comerica's 2019 Form 10-K.

COUNTERPARTY CREDIT RISK

Counterparty credit risk is the risk that the counterparty to an over-the-counter ("OTC") derivative contract will be unable to meet their payment obligation. Exposure to counterparty credit risk on OTC derivative contracts is impacted by market volatility, which could increase or decrease potential future counterparty credit exposure. Comerica mitigates counterparty credit risk through the use of limits and monitoring procedures, as well as master netting arrangements, centrally clearing derivatives through a clearinghouse and bilateral collateral agreements. Comerica determines credit risk exposure limits by evaluating the creditworthiness of each counterparty, adhering to the same credit approval process used for traditional lending activities and obtaining collateral as deemed necessary. Included in the fair value of derivative instruments are credit valuation adjustments reflecting counterparty credit risk. These adjustments are determined by applying a credit spread for the counterparty or Comerica as appropriate, to the total expected exposure of the derivative.

Comerica generally uses the International Swaps and Derivatives Association, Inc. ("ISDA") master netting agreement to document derivative transactions. Master netting arrangements effectively reduce credit risk by permitting settlement of positive and negative positions with the same counterparty on a net basis.

Comerica may require collateral depending on the credit evaluation done for each of Comerica's counterparties. Where possible, Comerica makes use of bilateral collateral agreements, which require daily exchange of cash or highly rated securities issued by the U.S. Treasury or other U.S. government entities to collateralize amounts due to either party beyond specified thresholds.

- For information about valuation approaches, including for collateral, see Note 1 to the consolidated financial statements on page F-45 of Comerica's 2019 Form 10-K.

Counterparty credit risk exposures

- For information about OTC derivative counterparty risk exposure, including the impact of netting and collateral held and current credit exposure by exposure type, as well as information about the amount of collateral Comerica would have to provide given a credit rating downgrade, see Note 8 to the consolidated financial statements on page F-71 of Comerica's 2019 Form 10-K.

Credit risk participations

Comerica enters into credit risk participation agreements to share the credit exposure related to certain derivative contracts with other counterparties (risk participations purchased) or to assume counterparty credit exposure related to certain derivative contracts (risk participations sold). Comerica enters into credit risk participation agreements in instances in which Comerica is also a party

to a related loan participation agreement for such borrowers. Comerica will receive or make payments under these agreements if the borrower defaults on the derivative contract. In the event of default, the lead bank has the ability to liquidate the assets of the borrower, in which case the lead bank would be required to return a percentage of the recouped assets to the participating banks. Comerica manages credit risk on credit risk participation agreements sold by monitoring the creditworthiness of the borrowers, which is based on the normal credit review process had it entered into the derivative instruments directly with the borrower. The notional amount of credit risk participation agreements reflects the pro-rata share of the derivative contract, consistent with its share of the related participated loan, which significantly exceeds potential credit exposure.

- For the notional amounts of purchased and sold risk participation agreements, see Schedule HC-L to Comerica's December 31, 2019 Consolidated Financial Statements for Holding Companies - Form FR Y-9C.

CREDIT RISK MITIGATION

Comerica seeks to mitigate credit risk in various ways. For counterparty credit risk, centralized clearing through a clearinghouse, master netting arrangements and bilateral collateral agreements are the primary risk mitigation techniques, along with credit risk participations purchased, as discussed in the previous section. For lending-related transactions, guarantees from third parties as well as collateral such as cash, securities, accounts receivable, real estate, equipment and inventories can significantly reduce Comerica's credit risk. Additionally, Comerica mitigates credit risk through selling participations and/or syndicating credit exposures above those levels it deems prudent to third parties.

Comerica recognizes the benefit of certain financial collateral and eligible guarantees for the purpose of reducing capital requirements under the Basel III standardized approach by substituting the risk weight applicable to the collateral or the guarantor for the risk weight assigned to the exposure.

Table 8: Exposures Covered by Collateral and Guarantees

The following table presents the amount of Comerica's exposures that are covered by eligible financial collateral and guarantees.

December 31, 2019	Eligible Collateral (a)		Guarantees (b)	
	Covered Exposure	Associated RWA Amount	Covered Exposure	Associated RWA Amount
<i>(in millions)</i>				
Loans	\$ 88	\$ 2	\$ 323	\$ 67
Unfunded commitments and standby letters of credit	791	54	401	82

- (a) Eligible collateral recognized for purposes of reducing capital requirements under the Basel III standardized approach generally comprises cash on deposit with Comerica and investment securities issued by the U.S. government, U.S. government agencies or government-sponsored enterprises.
- (b) Guarantees recognized for purposes of reducing capital requirements under the Basel III standardized approach generally comprises guarantees by U.S. government agencies or U.S. depository institutions and foreign banks.

EQUITIES NOT SUBJECT TO MARKET RISK RULE

Comerica's equity investments not subject to the market risk rule include investments in tax credit entities (community development equity exposures), investment funds, restricted equity investments and equity investments classified as other short-term investments that do not meet the definition of a covered position (including investments made in connection with certain employee deferred compensation plans). These investments are typically strategic investments undertaken to facilitate core business activities. Comerica also has a small portfolio of indirect private equity and venture capital investments. Additionally, for purposes of Basel III capital requirements, Comerica's defined benefit pension net asset is treated as an exposure to an investment fund.

Investments in marketable equity securities are recorded at fair value. Nonmarketable equity investments are carried at cost or accounted for under the equity method. The proportional method is used for investments in tax credit entities that qualify for the low-income housing tax credit (LIHTC).

Accounting and Valuation Policies for Equity Investments

Refer to Note 1 to the consolidated financial statements of Comerica's 2019 Form 10-K as follows:

- For a discussion of the accounting for investments in tax credit entities, see "Principles of Consolidation" on page F-45.
- For a discussion of the accounting for restricted equity investments, see "Nonmarketable Equity Securities" on page F-48.
- For a discussion of valuation methodologies used, including key assumptions and practices affecting valuation, see "Fair Value Measurements" beginning on page F-45.

Risk-Weight Approaches Under Basel III

Comerica applies the full look-through approach to its defined benefit pension net asset. For all other investment fund exposures, Comerica applies the simple modified look-through approach, under which the highest risk weight applicable to any exposure the investment fund is permitted to hold under its prospectus, partnership agreement, or similar agreement is applied to the adjusted carrying amount of the equity exposure to derive the associated RWA amount. For all other equity exposures, Comerica applies the simple risk-weight approach, under which a prescribed risk weight is applied to the adjusted carrying value for each type of equity exposure.

Table 9: Equity Exposures

The following tables present information about Comerica's equity investments not subject to the market risk rule as of December 31, 2019.

<i>(dollar amounts in millions)</i>	Risk-Weight Category	Carrying Amount	RWA Amount
Simple risk-weight approach:			
Equity exposures subject to a 0% risk weight	0%	\$ 85	\$ —
Equity exposures subject to a 20% risk weight	20	163	33
Community development equity exposures	100	448	448
Non-significant equity exposures	100	16	16
Total simple risk-weight approach		712	497
Exposures to investment funds:			
Full look-through approach	n/a	802	906
Simple modified look-through approach	n/a	173	150
Total equity investments not subject to market risk rule		\$ 1,687	\$ 1,553

n/a - not applicable.

<i>(in millions)</i>	Carrying Amount	Fair Value
Publicly traded equity investments	\$ 605	\$ 605
Non-publicly traded equity investments	1,082	1,087
Total equity investments not subject to the market risk rule	\$ 1,687	\$ 1,692

There were no significant gains/(losses) from sales and liquidations of equity securities for the three months ended December 31, 2019. Unrecognized gains related to investments carried at cost totaled \$5 million at December 31, 2019. There were no significant unrealized gains/(losses) included in Tier 1 or Tier 2 capital at December 31, 2019.

INTEREST RATE RISK FOR NON-TRADING ACTIVITIES

For information about Comerica's interest rate risk, see the "Interest Rate Risk" subheading on pages F-28 through F-30 in the "Risk Management" section of Comerica's 2019 Form 10-K.

FORWARD-LOOKING STATEMENTS

This report includes forward-looking statements as defined in the Private Securities Litigation Reform Act of 1995. In addition, Comerica may make other written and oral communications from time to time that contain such statements. All statements regarding Comerica's expected financial position, strategies and growth prospects and general economic conditions expected to exist in the future are forward-looking statements. The words, "anticipates," "believes," "contemplates," "feels," "expects," "estimates," "seeks," "strives," "plans," "intends," "outlook," "forecast," "position," "target," "mission," "assume," "achievable," "potential," "strategy," "goal," "aspiration," "opportunity," "initiative," "outcome," "continue," "remain," "maintain," "on track," "trend," "objective," "looks forward," "projects," "models," and variations of such words and similar expressions, or future or conditional verbs such as "will," "would," "should," "could," "might," "can," "may" or similar expressions, as they relate to Comerica or its management, are intended to identify forward-looking statements. These forward-looking statements are predicated on the beliefs and assumptions of Comerica's management based on information known to Comerica's management as of the date of this report and do not purport to speak as of any other date. Forward-looking statements may include descriptions of plans and objectives of Comerica's management for future or past operations, products or services, and forecasts of Comerica's revenue, earnings or other measures of economic performance, including statements of profitability, business segments and subsidiaries as well as estimates of credit trends and global stability. Such statements reflect the view of Comerica's management as of this date with respect to future events and are subject to risks and uncertainties. Should one or more of these risks materialize or should underlying beliefs or assumptions prove incorrect, Comerica's actual results could differ materially from those discussed. Factors that could cause or contribute to such differences include credit risks (unfavorable developments concerning credit quality; declines or other changes in the businesses or industries of Comerica's customers; and changes in customer behavior); market risks (changes in monetary and fiscal policies; fluctuations in interest rates and their impact on deposit pricing; and transitions away from LIBOR towards new interest rate benchmarks); liquidity risks (Comerica's ability to maintain adequate sources of funding and liquidity; reductions in Comerica's credit rating; and the interdependence of financial service companies); technology risks (cybersecurity risks and heightened legislative and regulatory focus on cybersecurity and data privacy); operational risks (operational, systems or infrastructure failures; reliance on other companies to provide certain key components of business infrastructure; the impact of legal and regulatory proceedings or determinations; losses due to fraud; and controls and procedures failures); compliance risks (changes in regulation or oversight; the effects of stringent capital requirements; and the impacts of future legislative, administrative or judicial changes to tax regulations); financial reporting risks (changes in accounting standards and the critical nature of Comerica's accounting policies); strategic risks (damage to Comerica's reputation; Comerica's ability to utilize technology to efficiently and effectively develop, market and deliver new products and services; competitive product and pricing pressures among financial institutions within Comerica's markets; the implementation of Comerica's strategies and business initiatives; management's ability to maintain and expand customer relationships; management's ability to retain key officers and employees; and any future strategic acquisitions or divestitures); and other general risks (changes in general economic, political or industry conditions; the effectiveness of methods of reducing risk exposures; the effects of catastrophic events; and the volatility of Comerica's stock price). Comerica cautions that the foregoing list of factors is not all-inclusive. For discussion of factors that may cause actual results to differ from expectations, please refer to our filings with the Securities and Exchange Commission. In particular, please refer to "Item 1A. Risk Factors" beginning on page 12 of Comerica's Annual Report on Form 10-K for the year ended December 31, 2019. Forward-looking statements speak only as of the date they are made. Comerica does not undertake to update forward-looking statements to reflect facts, circumstances, assumptions or events that occur after the date the forward-looking statements are made. For any forward-looking statements made in this report or in any documents, Comerica claims the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995.

DISCLOSURE INDEX

	Page Reference(s)	
	Regulatory Capital Disclosures	2019 Form 10-K
Scope of Application	2	
Basis of consolidation	2	F-45
Capital in regulated subsidiaries	2	F-90
Restrictions on funds and capital transfers	2	3 to 6, F-90
Capital Structure	2	
Regulatory capital instruments	2	F-17 to F-19, F-78, F-90
Regulatory capital components	3	
Capital Adequacy	3	
Capital adequacy assessment process	3	F-17 to F-19
Risk-weighted assets	4	F-18, F-92
Risk-based capital ratios	4-5	F-3, F-18, F-37, F-92
Risk Management	5	
Risk management objectives and policies	5-6	F-20 to F-33
Credit Risk - General	6	
Risk management objectives and policies	6	10-11, F-20 to F-33, F-50 to F-51
Credit risk exposures	7	F-20 to F-28, F-64 to F-70
Contractual maturities	7	F-16, F-30 to F-31, F-63
Impaired loans	8	F-22 to F-25, F-64 to F-70
Allowance for credit losses	8	F-21 to F-22, F-34, F-66 to F-67
Counterparty Credit Risk	8	
Policies and practices	8	F-71 to F-72
Counterparty credit risk exposures	8	F-73
Credit risk participations	8-9	F-75 to F-77
Credit Risk Mitigation	9	
Policies and practices	9	
Exposures covered by collateral and guarantees	9	
Equities Not Subject to Market Risk Rule	9	
Overview	9	
Accounting and valuation policies	9	F-45 to F-49, F-53
Risk weight approaches under Basel III	10	
Equity exposures	10	F-76 to F-77
Interest Rate Risk for Non-Trading Activities	10	F-28 to F-30