CONSOLIDATED FINANCIAL HIGHLIGHTS

	T	hree Months Ende	d	Nine Mont	hs Ended
	September 30,	June 30,	September 30,	Septemb	per 30,
(IN MILLIONS, EXCEPT PER SHARE DATA)	2002	2002	2001	2002	2001
PER SHARE AND COMMON STOCK DATA					
Diluted net income	\$0.14	\$0.88	\$1.14	\$2.22	\$2.77
Cash dividends declared	0.48	0.48	0.44	1.44	1.32
Common shareholders' equity (at period end)	27.52	27.96	26.97		
Average diluted shares (in thousands)	176,484	178,026	180,114	177,659	180,262
KEY RATIOS					
Return on average common shareholders' equity	1.93%	12.83%	17.68%	10.79%	14.74%
Return on average assets	0.19%	1.24%	1.68%	1.04%	1.38%
Average common shareholders' equity as a percentage of average assets	9.62%	9.65%	9.35%	9.63%	9.12%
Tier 1 common capital ratio (September 2002 estimated)	7.30%	7.46%	7.29%		
Tier 1 risk-based capital ratio (September 2002 estimated)	7.97%	8.14%	7.97%		
Total risk-based capital ratio (September 2002 estimated)	11.69%	11.93%	11.75%		
Leverage ratio (September 2002 estimated)	9.27%	9.40%	9.31%		
AVERAGE BALANCES					
Commercial loans	\$25,473	\$25,470	\$26,343	\$25,344	\$26,683
International loans	2,997	3,064	2,809	3,038	2,714
Real estate construction loans	3,415	3,316	3,127	3,337	3,047
Commercial mortgage loans	6,921	6,718	5,705	6,672	5,605
Residential mortgage loans	746	751	796	753	795
Consumer loans	1,514	1,487	1,494	1,495	1,484
Lease financing	1,252	1,231	1,123	1,230	1,089
Total loans	\$42,318	\$42,037	\$41,397	\$41,869	\$41,417
Earning assets	47,169	46,902	45,703	46,662	45,620
Total assets	51,347	50,736	49,729	50,658	49,484
Interest-bearing deposits	25,826	25,874	25,649	25,619	24,947
Total interest-bearing liabilities	33,652	34,442	33,875	33,827	34,002
Noninterest-bearing deposits	11,901	10,600	10,225	11,112	9,941
Common shareholders' equity	4,939	4,894	4,648	4,879	4,514
NET INTEREST INCOME		_			
Net interest income (fully taxable equivalent basis)	\$529	\$532	\$527	\$1,602	\$1,569
Fully taxable equivalent adjustment	1	1	1	3	3
Net interest margin	4.46%	4.56%	4.59%	4.59%	4.60%
CREDIT QUALITY					
Nonaccrual loans	\$620	\$623	\$606		
Other real estate	12	11	10		
Nonaccrual debt securities	4	4	-		
Total nonperforming assets	636	638	616		
Loans 90 days past due	51	66	49		
Gross charge-offs	268	87	73	\$424	\$165
Recoveries	10	6	15	25	35
Net charge-offs	258	81	58	399	130
Allowance for credit losses as a percentage of total loans	1.90%	1.85%	1.59%		
Net loans charged off as a percentage of average total loans	2.44%	0.78%	0.56%	1.27%	0.42%
Nonperforming assets as a percentage of total loans and other real estate	1.53%	1.55%	1.52%		
Allowance for credit losses as a percentage of total nonperforming assets	124%	119%	105%		
ADDITIONAL DATA					
Goodwill	\$248	\$333	\$341		
Core deposit intangible	4	5	6		
Other intangibles	1	1	1		
Loan servicing rights	10	9	8		
Deferred mutual fund distribution costs	20	28	36		
Amortization of intangibles	1	1	9	3	26

CONSOLIDATED BALANCE SHEETS

(IVANIA VANA EVOEDE (IVADE DA EVA	Sept	ember 30,	June 30,	December 31,	Sept	
(IN MILLIONS, EXCEPT SHARE DATA)		2002	2002	2001		2001
ASSETS	Φ.	0.151	1 7 10	.	Φ.	2.1.00
Cash and due from banks	\$	2,171 \$	1,748	\$ 1,925	\$	2,160
Short-term investments		1,880	851	1,079		388
Investment securities available for sale		4,486	4,463	4,291		4,206
Commercial loans		24,658	24,381	25,176		25,198
International loans		2,875	3,073	3,015		2,948
Real estate construction loans		3,446	3,397	3,258		3,161
Commercial mortgage loans		7,034	6,821	6,267		5,794
Residential mortgage loans		747	742	779		808
Consumer loans		1,541	1,499	1,484		1,509
Lease financing		1,288	1,239	1,217		1,147
Total loans		41,589	41,152	41,196		40,565
Less allowance for credit losses		(789)	(762)	(655)		(645)
Net loans		40,800	40,390	40,541		39,920
Premises and equipment		356	354	353		350
Customers' liability on acceptances outstanding		37	31	29		33
Accrued income and other assets		2,911	2,725	2,514		2,676
Total assets	\$	52,641 \$	50,562	\$ 50,732	\$	49,733
Noninterest-bearing deposits Interest-bearing deposits Total deposits	\$	15,815 \$ 24,834 40,649	13,028 25,154 38,182	\$ 12,596 24,974 37,570	\$	11,717 25,417 37,134
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Short-term borrowings		689	755	1,986		1,347
Acceptances outstanding		37	31	29		33
Accrued expenses and other liabilities		800	779	837		870
Medium- and long-term debt		5,658	5,921	5,503		5,551
Total liabilities		47,833	45,668	45,925		44,935
Common stock - \$5 par value: Authorized - 325,000,000 shares						
Issued - 178,749,198 shares at 9/30/02, 6/30/02, 12/31/01 and 9/30/01		894	894	894		894
Capital surplus		356	348	336		334
Unearned employee stock ownership plan - 131,954 shares at 12/31/01 and		250	510			334
145,444 shares at 9/30/01		-	-	(5)		(6)
Accumulated other comprehensive income		230	243	225		286
Retained earnings		3,565	3,627	3,448		3,329
Less cost of common stock in treasury - 4,059,307 shares at 9/30/02, 3,699,038						
shares at 6/30/02, 1,674,659 shares at 12/31/01 and 687,940 shares at 9/30/01		(237)	(218)			(39)
Total shareholders' equity		4,808	4,894	4,807		4,798
Total liabilities and shareholders' equity	\$	52,641 \$	50,562	\$ 50,732	\$	49,733

CONSOLIDATED STATEMENTS OF INCOME

Interest INCOME			Three M	onths l			Nine Mo	onths I	
Interest and fees on loans \$ 625 \$ 758 \$ 1,944 \$ 2,437 Interest on investments securities 63 62 188 182 Interest on short-term investments 694 823 2,111 2,638 INTEREST EXPENSE Interest on deposits 119 214 363 729 Interest on deposits 119 214 363 729 Interest on medium- and long-term debt 36 57 116 233 Total interest expense 166 297 152 1,072 Net interest income 528 526 1,599 1,566 Provision for credit losses 285 58 53 130 1,666 Post interest income after provision for credit loss 285 58 53 1,566 1,599 1,566 Provision for credit losses 285 58 53 1,56 1,566 1,54 1,60 1,56 1,54 1,60 1,56 1,54 1,60 1,53 1,60	(IN MILLIONS, EXCEPT PER SHARE DATA)								
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Not interest income	Interest on short-term borrowings		11		26		33		90
Net interest income	Interest on medium- and long-term debt		36		57		116		253
Provision for credit losses 285 58 533 167 Net interest income after provision for credit losses 243 468 1,066 1,399 NONINTEREST INCOME Service charges on deposit accounts 56 54 169 156 Fiduciary income 42 45 130 136 Commercial lending fees 16 18 50 46 Letter of credit fees 16 18 50 46 Letter of credit fees 16 18 50 46 Investment advisory revenue, net 2 (3) 21 1 Bank-owned life insurance 15 9 44 25 Equity in earnings of unconsolidated subsidiaries 3 4 7 (46) Warrant income 1 - 5 4 Securities gains/(losses) (6) - (16 23 Securities gains/(losses) 21 21 12 21 Other noninterest income 12 21 12	Total interest expense		166		297		512		1,072
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Basic net income per common share \$ 0.14 \$ 1.16 \$ 2.25 \$ 2.81 Diluted net income per common share \$ 0.14 \$ 1.14 \$ 2.22 \$ 2.77 Cash dividends declared on common stock \$ 84 \$ 78 \$ 252 \$ 235									
Diluted net income per common share \$ 0.14 \$ 1.14 \$ 2.22 \$ 2.77 Cash dividends declared on common stock \$ 84 \$ 78 \$ 252 \$ 235	Net income applicable to common stock	\$_	24	\$	205	\$_	395	\$	499
Cash dividends declared on common stock \$ 84 \$ 78 \$ 252 \$ 235	Basic net income per common share	\$	0.14	\$	1.16	\$	2.25	\$	2.81
	Diluted net income per common share	\$	0.14	\$	1.14	\$	2.22	\$	2.77
	Cash dividends declared on common stock	\$	84	\$	78	\$	252	\$	235
			0.48				1.44	\$	

		Third	Se	econd		First	I	Fourth		Third			ird Quarter 2	002		
	Q	uarter	Q	uarter	Q	uarter	Q	uarter	Q	uarter	S	lecond Qu	arter 2002		Third Qua	arter 2001
(IN MILLIONS, EXCEPT PER SHARE DATA)		2002		2002		2002		2001		2001	1	Amount	Percent		Amount	Percent
INTEREST INCOME																
Interest and fees on loans	\$	625	\$	634	\$	645	\$	684	\$	758	\$	(9)	(1.3) %	\$	(133)	(17.5) %
Interest on investment securities		63		64		61		64		62		(1)	(2.8)		1	0.5
Interest on short-term investments		6		7		6		7		3		(1)	(3.5)		3	78.1
Total interest income		694		705		712		755		823		(11)	(1.5)		(129)	(15.7)
INTEREST EXPENSE																
Interest on deposits		119		122		122		159		214		(3)	(1.2)		(95)	(44.0)
Interest on short-term borrowings		11		11		11		15		26		-	(15.6)		(15)	(63.7)
Interest on medium- and long-term debt		36		41		39		45		57		(5)	(8.1)		(21)	(34.8)
Total interest expense		166		174		172		219		297		(8)	(3.7)		(131)	(44.0)
Net interest income		528		531		540		536		526		(3)	(0.7)		2	0.2
Provision for credit losses		285		173		75		69		58		112	64.7		227	391.4
Net interest income after provision																
for credit losses		243		358		465		467		468		(115)	(32.3)		(225)	(48.2)
NONINTEREST INCOME																
Service charges on deposit accounts		56		57		56		55		54		(1)	(3.4)		2	3.1
Fiduciary income		42		44		44		44		45		(2)	(5.5)		(3)	(6.7)
Commercial lending fees		16		21		13		21		18		(5)	(21.1)		(2)	(6.7)
Letter of credit fees		16		15		14		15		15		1	7.3		1	4.9
Brokerage fees		9		10		10		11		11		(1)	(8.4)		(2)	(20.0)
Investment advisory revenue, net		2		9		10		11		(3)		(7)	(79.6)		5	N/M
Bank-owned life insurance		15		18		11		8		9		(3)	(15.9)		6	68.8
Equity in earnings of unconsolidated subsidiaries		3		1		3		3		4		2	36.6		(1)	(43.3)
Warrant income		1		2		2		1				(1)	(46.2)		1	N/M
Securities gains/(losses)		(6)		(9)		(1)		(3)		_		3	N/M		(6)	N/M
Net gain on sales of businesses		12		-		-		10		21		12	N/M		(9)	(46.0)
Other noninterest income		50		54		46		48		50		(4)	(5.4)		-	2.8
Total noninterest income		216		222		208		224		224		(6)	(2.8)		(8)	(3.6)
NONINTEREST EXPENSES																
Salaries and employee benefits		214		208		208		209		207		6	2.7		7	3.5
Net occupancy expense		31		31		30		29		28		0	0.6		3	8.2
Equipment expense		15		17		16		17		16		(2)	(10.6)		(1)	(7.9)
Outside processing fee expense		16		16		15		16		15		(2)	1.3		1	7.7
Customer services		4		4		11		11		10			17.6		(6)	(53.9)
Goodwill impairment		86		-		- 11		-		-		86	N/M		86	(33.9) N/M
Restructuring charge		-						25		18		-	1N/1VI		(18)	(100.0)
Other noninterest expenses		- 67		73		67		73		79					(12)	
Total noninterest expenses		433		349		347		380		373		(6) 84	(9.0)		60	(15.4) 15.9
Income before income taxes		26		231		347		311		319						
												(205)	(88.9) (97.6)		(293)	(92.0)
Provision for income taxes	\$	24	•	74 157	•	112 214	ø	112 199	¢	110	· ·	(72)		Ф.	(108)	(98.4)
NET INCOME	Þ	24	\$	137	\$	214	Þ	199	\$	209	\$	(133)	(84.8) %	\$	(185)	(88.6) %
Net income applicable to common stock	\$_	24	\$_	157	\$_	214	\$	199	\$	205	\$	(133)	(84.8) %	\$	(181)	(88.4) %
Basic net income per common share	\$	0.14	\$	0.89	\$	1.22	\$	1.12	\$	1.16	\$	(0.75)	(84.3) %	\$	(1.02)	(87.9) %
Diluted net income per common share	\$	0.14	\$	0.88	\$	1.20	\$	1.11	\$	1.14		(0.74)	(84.1) %		(1.00)	(87.7) %
Cash dividends declared on common stock	\$	84	\$	84	\$	84	\$	78	\$	78	\$	-	(0.4) %	\$	6	6.8 %
Dividends per common share	\$	0.48		0.48		0.48		0.44		0.44		_	- %			9.1 %

QUARTERLY SELECTED ASSET QUALITY DATA

	Ç	Third Quarter		Second Quarter	(First Quarter		Fourth Quarter	ς	Third Quarter	
(IN MILLIONS)		2002		2002		2002		2001		2001	
ALLOWANCE FOR CREDIT LOSSES											
Beginning period balance	\$	762	\$	670	\$	655	\$	645	\$	645	
Loans charged off:											
Commercial		(235)		(61)		(63)		(56)		(68)	
International		(29)		(17)		(3)		(1)		(3)	
Real estate construction		-		-		-		(1)		-	
Commercial mortgage		(1)		-		-		(1)		(1)	
Residential mortgage		-		-		-		-		-	
Consumer		(2)		(2)		(2)		(2)		(1)	
Lease financing		(1)		(7)		(1)		(6)		-	
Total loans charged off		(268)		(87)		(69)		(67)		(73)	
Recoveries on loans previously charged off:											
Commercial		6		5		7		7		14	
International		-		-		1		-		-	
Real estate construction		-		-		-		-		-	
Commercial mortgage		1		-		-		-		-	
Residential mortgage		-		-		-		-		-	
Consumer		1		1		1		1		1	
Lease financing		2		-		-		-			
Total recoveries		10		6		9		8		15	
Net loans charged off		(258)		(81)		(60)		(59)		(58)	
Provision for credit losses		285		173		75		69		58	
Balance at period end	\$	789	\$	762	\$	670	\$	655	\$	645	
Allowance for credit losses as a percentage of total loans		1.90	%	1.85	%	1.64	%	1.59	%	1.59	%
Net loans charged off as a percentage of average total loans		2.44		0.78		0.58		0.57		0.56	
NONPERFORMING ASSETS											
Nonaccrual loans:											
Commercial	\$	365	\$	467	\$	497	\$	467	\$	458	
International	Ψ	101	Φ	118	Ψ	120	Ψ	110	Φ	95	
Real estate construction		17		18		9		10		15	
Commercial mortgage		15		14		18		18		30	
Residential mortgage		1		-		1		-		1	
Consumer		4		3		5		5		4	
Lease financing		1		3		6		7		3	
Nonaccrual loans held for sale		116		_		-				_	
Total nonaccrual loans		620		623		656		617		606	
Reduced-rate loans		020		023		030		017		-	
Total nonperforming loans		620		623		656		617		606	
Other real estate		12		11		11		10		10	
Nonaccrual debt securities		4		4		11		10		10	
Total nonperforming assets	\$	636	\$	638	\$	667	\$	627	\$	616	
Total homperforming assets	Ф	030	Φ	038	φ	007	Ф	027	Ф	010	
Nonperforming loans as a percentage of total loans		1.49	%	1.52	%	1.61	%	1.50	%	1.49	%
Nonperforming assets as a percentage of			. •		. •		. •				•
total loans and other real estate		1.53		1.55		1.64		1.52		1.52	
Allowance for credit losses as a percentage		55		00		1.01		1.02			
of total nonperforming assets		124		119		100		105		105	
Loans past due 90 days or more	\$	51	\$	66	\$	94	\$	44	\$	49	

							Months 1				
		S	eptember	30, 2002		June	e 30, 20	02	S	eptember 30	, 2001
		Average		Average	Average			Average	Average		Average
(dollar amounts in millions)		Balance	Intere	st Rate	Balance	Int	terest	Rate	Balance	Interest	Rate
Commercial loans	\$	25,473	\$ 29	7 4.62 %	\$ 25,470	¢	303	4.78 %	\$ 26,343	\$ 427	6.43 %
International loans	Ψ	2,997	3		3,064	ψ	35	4.65	2,809	49	6.92
Real estate construction loans		3,415	5		3,316		48	5.79	3,127	60	7.64
		6,921	10		6,718		104	6.22	5,705	107	7.04
Commercial mortgage loans		746	10		751			7.21	3,703 796		7.54
Residential mortgage loans		1,514	2		1,487		14 25	6.68	796 1,494	15 30	8.01
Consumer loans											
Lease financing		1,252	1		1,231		17	5.47	1,123	18	6.31
Business loan swap income		-	8				88		<u> </u>	53	
Total loans		42,318	62	6 5.87	42,037		634	6.05	41,397	759	7.27
Investment securities available for sale (1)		4,395	6	3 5.81	4,419		65	5.91	3,989	62	6.29
Short-term investments		456		6 5.35	446		7	5.74	317	3	4.37
Total earning assets		47,169	69	5 5.86	46,902		706	6.04	45,703	824	7.17
Cash and due from banks		1,752			1,668				1,800		
Allowance for credit losses		(776)			(692)				(663)		
Other assets		3,202			2,858				2,889		
Total Assets	\$	51,347			\$ 50,736				\$ 49,729		
Money market and NOW accounts	\$	13,643	5	1 1.49	\$ 12,465		45	1.43	\$ 10,035	61	2.40
Savings deposits	•	1,598		4 0.98	1,645		4	0.98	1,354	5	1.34
Certificates of deposit		9,805		8 2.33	10,911		66	2.41	13,455	138	4.08
Foreign office time deposits		780		7 3.42	853		7	3.29	805	10	4.99
Total interest-bearing deposits		25,826	12		25,874		122	1.88	25,649	214	3.31
Short-term borrowings		2,016		9 1.88	2,319		11	1.96	2,903	26	3.60
Medium- and long-term debt		5,810	3		6,249		41	2.59	5,323	57	4.24
Total interest-bearing sources		33,652	16		34,442		174	2.01	33,875	297	3.48
Noninterest-bearing deposits		11,901			10,600				10,225		
Other liabilities		855			800				815		
Preferred stock		633			800				166		
Common shareholders' equity		4,939			4,894				4,648		
Total Liabilities and Shareholders' Equity	\$	51,347			\$ 50,736				\$ 49,729		
Net interest income/Rate spread (FTE)	·		\$ 52	9 3.90		\$	532	4.03		\$ 527	3.69
FTE adjustment			\$	1		\$	1			\$ 1	
•			-	_		· <u> </u>					
Impact of net noninterest-bearing sources of funds				0.56				0.53			0.90
Net interest margin as a percent of				0.50				<u> </u>			0.70
average earning assets (FTE)				4.46 %							4.59 %

⁽¹⁾ The average rate for investment securities available for sale was computed using average historical cost.

	-	~		Nine Mont			
	-		otember 30, 2			eptember 30, 2	
(dollar amounts in millions)		Average Balance	Interest	Average Rate	Average Balance	Interest	Average Rate
Commercial loans	\$	25,344	\$ 904	4.77 %	\$ 26,683	\$ 1,466	7.34 %
International loans		3,038	109	4.78	2,714	164	8.05
Real estate construction loans		3,337	146	5.83	3,047	194	8.51
Commercial mortgage loans		6,672	311	6.23	5,605	333	7.96
Residential mortgage loans		753	41	7.21	795	46	7.65
Consumer loans		1,495	74	6.66	1,484	96	8.66
Lease financing		1,230	50	5.44	1,089	52	6.41
Business loan swap income		_	272	-	_	88	_
Total loans		41,869	1,907	6.09	41,417	2,439	7.87
Investment securities available for sale (1)		4,338	188	5.87	3,788	183	6.48
Short-term investments		455	19	5.57	415	19	6.12
Total earning assets		46,662	2,114	6.06	45,620	2,641	7.74
Cash and due from banks		1,741			1,805		
Allowance for credit losses		(716)			(649)		
Other assets		2,971			2,708		
Total Assets	\$	50,658			\$ 49,484		
Money market and NOW accounts	\$	12,374	134	1.45	\$ 9,769	203	2.78
Savings deposits		1,672	13	1.05	1,332	14	1.40
Certificates of deposit		10,783	196	2.43	13,203	482	4.88
Foreign office time deposits		790	20	3.38	643	30	6.36
Total interest-bearing deposits		25,619	363	1.90	24,947	729	3.91
Short-term borrowings		2,280	33	1.90	2,564	90	4.69
Medium- and long-term debt		5,928	116	2.62	6,491	253	5.21
Total interest-bearing sources		33,827	512	2.02	34,002	1,072	4.22
Noninterest-bearing deposits		11,112			9,941		
Other liabilities		840			805		
Preferred stock		-			222		
Common shareholders' equity		4,879			4,514		
Total Liabilities and Shareholders' Equity	\$_	50,658			\$ 49,484		
Net interest income/Rate spread (FTE)			\$ 1,602	4.04		\$ 1,569	3.52
FTE adjustment			\$3			\$3	
Impact of net noninterest-bearing				0.55			1.00
sources of funds				0.55			1.08
Net interest margin as a percent of				4.50 0/			4.60 0
average earning assets (FTE)				4.59 %			4.60 %

⁽¹⁾ The average rate for investment securities available for sale was computed using average historical cost.

CONSOLIDATED STATISTICAL DATA

	Sep	tember 30,		June 30,		March 31,	I	December 31,	Sep	otember 30,
(IN MILLIONS, EXCEPT PER SHARE DATA)		2002		2002		2002		2001		2001
Commercial loans:										
Floor plan	\$	2,016	\$	2,328	\$	2,025	\$	1,932	\$	1,722
Other		22,642		22,053		22,364		23,244		23,476
Total commercial		24,658		24,381		24,389		25,176		25,198
International loans		2,875		3,073		3,016		3,015		2,948
Real estate construction loans		3,446		3,397		3,266		3,258		3,161
Commercial mortgage loans		7,034		6,821		6,626		6,267		5,794
Residential mortgage loans		747		742		763		779		808
Consumer loans:										
Home equity		1,122		1,079		1,038		1,012		1,002
Other consumer		419		420		447		472		507
Total consumer		1,541		1,499		1,485		1,484		1,509
Lease financing		1,288		1,239		1,191		1,217		1,147
Total loans	\$	41,589	\$	41,152	\$	40,736	\$	41,196	\$	40,565
Goodwill	\$	248	\$	333	\$	333	\$	333	\$	341
Core deposit intangible	Φ	4	Ф	5	Ф	5	Ф	5	Φ	6
Other intangible assets		1		1		1		1		1
Loan servicing rights		10		9		8		9		8
Deferred mutual fund distribution costs		20		28		31		33		36
Amortization of intangibles (quarterly)		1		1		1		8		9
Tier 1 common capital ratio *		7.30 %)	7.46	%	7.53	%	7.30 %	ó	7.29 %
Tier 1 risk-based capital ratio *		7.97		8.14		8.22		7.98		7.97
Total risk-based capital ratio *		11.69		11.93		12.04		11.70		11.75
Leverage ratio *		9.27		9.40		9.55		9.36		9.31
Book value per share	\$	27.52	\$	27.96	\$	27.21	\$	27.17	\$	26.97
Market value per share for the quarter:										
High	\$	63.80	\$	66.09	\$	64.85	\$	58.40	\$	63.88
Low		47.00		59.70		52.75		44.02		50.27
Close		48.22		61.40		62.57		57.30		55.40
Quarterly ratios:										
Return on average common shareholders' equity		1.93 %)	12.83	%	17.84	%	16.33 %	6	17.68 %
Return on average assets		0.19		1.24		1.72		1.58		1.68
Efficiency ratio		57.71		45.70		46.28		49.74		49.68
Return on average common shareholders' equity (excluding restructuring)		1.93 %)	12.83	%	17.84	%	17.83 %	ó	18.59 %
Return on average assets (excluding restructuring)		0.19		1.24		1.72		1.73		1.76
Efficiency ratio (excluding restructuring)		57.71		45.70		46.28		46.46		47.26
Number of commercial banking offices		351		346		344		342		341
<u> </u>										

^{*} September 30, 2002 ratios estimated

PARENT COMPANY ONLY BALANCE SHEETS

Comerica Incorporated

	Se	ptember 30,	December 31,	Se	ptember 30,
(IN MILLIONS, EXCEPT SHARE DATA)		2002	2001		2001
ASSETS					
Cash and due from banks	\$	-	\$ 101	\$	2
Short-term investments with subsidiary bank		18	12		6
Investment in subsidiaries, principally banks		5,387	5,371		5,350
Premises and equipment		3	3		3
Other assets		271	188		137
Total assets	\$	5,679	\$ 5,675	\$	5,498
LIABILITIES AND SHAREHOLDERS' EQUITY					
Commercial paper	\$	130	\$ 140	\$	20
Long-term debt		176	156		523
Subordinated debt issued to and advances from nonbanking subsidiaries		352	360		-
Other liabilities		213	212		157
Total liabilities		871	868		700
Common stock - \$5 par value:					
Authorized - 325,000,000 shares					
Issued - 178,749,198 shares at 9/30/02, 12/31/01 and 9/30/01		894	894		894
Capital surplus		356	336		334
Unearned employee stock ownership plan shares - 131,954 shares at 12/31/01					
and 145,444 shares at 9/30/01		-	(5)		(6)
Accumulated other comprehensive income		230	225		286
Retained earnings		3,565	3,448		3,329
Less cost of common stock in treasury - 4,059,307 shares at 9/30/02,					
1,674,659 shares at 12/31/01 and 687,940 shares at 9/30/01		(237)	(91)		(39)
Total shareholders' equity		4,808	4,807		4,798
Total liabilities and shareholders' equity	\$	5,679	\$ 5,675	\$	5,498

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(IN MILLIONS, EXCEPT SHARE DATA)	 redeemable referred Stock	Common Stock	Capital Surplus	Unearned Employee Stock Ownership Plan Shares	Accumulated Other Comprehensive Income	Retained Earnings	Treasury Stock	Total Shareholders' Equity
BALANCE AT JANUARY 1, 2001	\$ 250 \$	888	\$ 287	\$ (7) \$	12	\$ 3,086 \$	(16) \$	4,500
Net income	-	-	-	-	_	511	-	511
Other comprehensive income, net of tax	-	-	-	-	274	-	-	<u>274</u>
Total comprehensive income	-	-	-	-	-	-	-	785
Redemption of preferred stock	(250)	_	-	_	_	-	-	(250)
Cash dividends declared:								
Preferred stock	-	_	-	_	_	(12)	-	(12)
Common stock	-	-	-	-	-	(235)	-	(235)
Purchase of 1,140,800 shares of common stock	-	-	-	-	-	-	(65)	(65)
Net issuance of common stock under								
employee stock plans	-	6	34	1	-	(21)	42	62
Recognition of stock based								
compensation expense	-	-	13	-	-	-	-	13
BALANCE AT SEPTEMBER 30, 2001	\$ - \$	894	\$ 334	\$ (6) \$	286	\$ 3,329 \$	(39) \$	4,798
BALANCE AT JANUARY 1, 2002	\$ - \$	894	\$ 336	\$ (5) \$	225	\$ 3,448 \$	(91) \$	4,807
Net income	-	-	-	-	-	395	-	395
Other comprehensive income, net of tax	-	-	-	-	5	-	-	<u>5</u>
Total comprehensive income	-	-	-	-	-	-	-	400
Cash dividends declared on common stock	-	-	-	-	-	(252)	-	(252)
Purchase of 3,536,300 shares								
of common stock	-	-	-	-	-	-	(210)	(210)
Net issuance of common stock under								
employee stock plans	-	-	5	5	-	(26)	64	48
Recognition of stock based								
compensation expense	-	-	15	-	-	-	-	15
BALANCE AT SEPTEMBER 30, 2002	\$ - \$	894	\$ 356	\$ - \$	230	\$ 3,565 \$	(237) \$	4,808