WEBSTER FINANCIAL CORP

Form 4 April 27, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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January 31, 2005

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OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * JACOBI C MICHAEL

(First)

(State)

(Zip)

2. Issuer Name and Ticker or Trading

Symbol

WEBSTER FINANCIAL CORP

[WBS]

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

WEBSTER FINANCIAL

(Middle) 3. Date of Earliest Transaction

(Month/Day/Year) 04/26/2007

_X__ Director 10% Owner Other (specify Officer (give title below)

CORP, 145 BANK STREET

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

WATERBURY, CT 06702

	1401	Tuble 1 Tron 2 of the securities frequency, 2 is possed on, of 2 of the securities						
2. Transaction Date	2A. Deemed	3.	4. Securi	ties A	cquired	5. Amount of		7. Nature of
(Month/Day/Year)	Execution Date, if	Transactio	on(A) or D	ispose	d of (D)	Securities	Form: Direct	Indirect
	any	Code	(Instr. 3, 4 and 5)		Beneficially	(D) or	Beneficial	
	(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
				()		Reported		
						Transaction(s)		
		C = V			ъ.	(Instr. 3 and 4)		
		Code V	Amount	(D)	Price			
04/26/2007		P	1,200	A	\$ 45.11	21,972	D	
04/26/2007		A	522	A	\$ 0	22,494	D	
	(Month/Day/Year) 04/26/2007	any (Month/Day/Year) 04/26/2007	2. Transaction Date 2A. Deemed 3. Transaction Date Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 8) Code V 04/26/2007 P	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 3, (Instr. 8)) Code V Amount P 1,200	2. Transaction Date (Month/Day/Year) 2. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction(A) or Dispose Code (Instr. 3, 4 and (Instr. 8) (A) or Code V Amount (D) 04/26/2007 P 1,200 A	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 3), 4 and 5) Code (Instr. 3), 4 and 5) (A) or Code V Amount (D) Price P 1,200 A \$ 45.11	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 3, 4 and 5) Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price (Instr. 3 and 4) P 1,200 A \$ 21,972	2. Transaction Date (Month/Day/Year) 2A. Deemed 3. 4. Securities Acquired (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 3) 4 and 5) Securities Beneficially (D) or Owned Indirect (I) Following Reported Transaction(s) (Instr. 4) P 1,200 A Securities Acquired Securities Beneficially (D) or Owned Indirect (I) Following (Instr. 3) and 4) O4/26/2007 P 1,200 A Securities Acquired Securities Beneficially (D) or Owned Indirect (I) Following (Instr. 4) Reported Transaction(s) (Instr. 3) and 4) O4/26/2007 P 1,200 A Securities Acquired Securities Beneficially (D) or Owned Transaction(s) (Instr. 4) O4/26/2007 P 1,200 A Securities Acquired Securities Beneficially (D) or Owned Transaction(s) (Instr. 4) O4/26/2007 O4/26/2007 P 1,200 A Securities Acquired Securities Beneficially (D) or Owned Transaction(s) (Instr. 4) O4/26/2007 O4/26/2007 P 1,200 A Securities Acquired Securities Beneficially (D) or Owned Transaction(s) (Instr. 4) O4/26/2007 O4/26/2007 P 1,200 A Securities Acquired Securities Beneficially (D) or Owned Transaction(s) (Instr. 4) O4/26/2007 O4/26/2007

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	of Derivative Expiration Date decurities (Month/Day/Year) Acquired A) or Disposed of D) Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 I S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Stock Option	\$ 45.55	04/26/2007		A	4,971	04/26/2008	04/26/2017	Common Stock	4,971		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
JACOBI C MICHAEL WEBSTER FINANCIAL CORP 145 BANK STREET WATERBURY, CT 06702	X					
a						

Signatures

Renee P. Seefried by Power of Atty. 04/27/2007

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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