Edgar Filing: SMITH JAMES COPENHAVER - Form 4

SMITH JAMES COPENHAVER Form 4 September 18, 2009 FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

Form 5

1(b).

1. Name and Add SMITH JAMI	-	-	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			WEBSTER FINANCIAL CORP [WBS]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Director 10% Owner X Officer (give title Other (specify			
C/O WEBSTER FINANCIAL CORP, 145 BANK STREET			09/17/2009	below) below) Chairman & Chief Executive Off			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
		0.0		_X_ Form filed by One Reporting Person Form filed by More than One Reporting			
WATEDDID	V ("1'1)6//			I offit filed by filefe than one Reporting			

Person

WATERBURY, CT 06702

(City)	(State)	(Zip) Tal	ble I - Non	-Derivativ	ve Seci	urities Ac	cquired, Dispose	d of, or Bene	ficially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	(A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	09/17/2009		Code V A	Amount 3,886	(D) A	Price \$ 13.04	44,300	D	
Common Stock	09/17/2009		F	1,539	D	\$ 13.04	42,761	D	
Common Stock							283,000	Ι	By Grantor Retained Annuity Trust
Common Stock							109,646	Ι	401(k)/ESOP
							7,997	Ι	

OMB APPROVAL

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January 31,

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		- 3	J -			-			
Common Stock								Directly by Spouse	
Common Stock						5,698	I	Directly by Spouse IRA	L .
Common Stock						63,546	Ι	Trust for Children	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.									
			ative Securities Acqu outs, calls, warrants,				ed		
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. Transactie Code (Instr. 8)	of			7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 24.625					12/07/2002	12/07/2009	Common Stock	44,700
Stock Option	\$ 22.81					10/23/2003	10/23/2010	Common Stock	247,925
Stock Option	\$ 29.84					12/17/2004	12/17/2011	Common Stock	61,975
Stock Option	\$ 34.6					12/16/2003(1)	12/16/2012	Common Stock	62,525
Stock Option	\$ 45.55					12/15/2004(1)	12/15/2013	Common Stock	65,728
Stock Option	\$ 49.62					12/20/2005(1)	12/20/2014	Common Stock	60,707
Stock Option	\$ 47.4					12/20/2006(1)	12/20/2015	Common Stock	47,182
Stock Option	\$ 48.88					12/19/2007(1)	12/19/2016	Common Stock	64,483
	\$ 32.03					12/18/2008(1)	12/18/2017		106,199

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Stock Option				Common Stock	
Stock Option	\$ 12.85	12/16/2009(1)	12/16/2018	Common Stock	213,674
Phantom Stock	(2)	(3)	(3)	Common Stock	58,965

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
SMITH JAMES COPENHAVER C/O WEBSTER FINANCIAL CORP 145 BANK STREET WATERBURY, CT 06702	Х		Chairman & Chief Executive Off		
Signatures					
Renee P. Seefried by Power of Attorney	09	9/18/2009			
**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).
- (1) 4 yr. incremental vesting 25% vests each year for 4 years.
- (2) Each share of phantom stock represents the right to receive one share of Webster Financial Corporation common stock or the cash value thereof. These shares are held in the Webster Deferred Compensation Plan.
- (3) Shares of phantom stock are payable in shares or in cash following termination of the reporting person's employment with Webster Financial Corporation.

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.