SAVAGE JOSEPH J

Form 4

November 13, 2009

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

OMB APPROVAL OMB

Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

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

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations 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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * SAVAGE JOSEPH J

2. Issuer Name and Ticker or Trading

Symbol

WEBSTER FINANCIAL CORP [WBS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last)

(City)

(First) (Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year)

Director X_ Officer (give title

10% Owner Other (specify

11/12/2009

below) EVP, Commercial Banking

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

Person

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

WATERBURY, CT 06702

C/O WEBSTER FINANCIAL

(Street)

(State)

CORP, 145 BANK STREET

	Tube 1 Non Delivative Securities Required, Disposed of, or Delicitating Owned								
2. Transaction Date	2A. Deemed	3.	4. Securi	ities A	cquired	5. Amount of	6. Ownership	7. Nature of	
(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D)			ed 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)	
				(4)		Reported			
						Transaction(s)			
						(Instr. 3 and 4)			
		Code V	Amount	(D)	Price	` ′			
11/12/2009		A	694	A	\$	51,202	D		
					12.08				
11/12/2009		F	181	D	\$ 12.08	51,021	D		
	(Month/Day/Year) 11/12/2009	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 8) Code V 11/12/2009 A	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Code (Instr. 3, (Instr. 8)) Code V Amount A 694	2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Instr. 8) (A) or Code V Amount (D) 11/12/2009 A 694 A	2. Transaction Date (Month/Day/Year) 2. Transaction Date (Execution Date, if any (Month/Day/Year) 2. Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) Code V Amount (D) Price A 694 A 12.08	2. Transaction Date (Month/Day/Year) 2A. Deemed (Execution Date, if any (Month/Day/Year) (Instr. 8) 2A. Deemed (Instr. 3, 4 and 5) 3. 4. Securities Acquired (Instr. 3, 4 and 5) 3. 4. Securities Acquired (Instr. 3, 4 and 5) 3. 4. Securities Acquired (Instr. 3, 4 and 5) 3. 4. Securities Acquired (Instr. 3, 4 and 5) 3. 4. Securities Acquired (Instr. 3, 4 and 5) 3. 4. Securities Acquired (Instr. 3, 4 and 5) 5. Amount of Securities (Instr. 3, 4 and 5) 5. Amount of Securities (Instr. 3, 4 and 5) 5. Amount of Securities (Instr. 3, 4 and 5) 5. Amount of Securities (Instr. 3, 4 and 5) 5. Amount of Securities (Instr. 3, 4 and 5) 5. Amount of Securities (Instr. 3, 4 and 5) 5. Amount of Securities (Instr. 3, 4 and 5) 5. Amount of Se	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. Securities Acquired (D) or Disposed of (D) (Instr. 3, 4 and 5) (D) or Owned (D) (Indirect (I) Following (Instr. 4)) (Instr. 4) Code V Amount (D) Price (Instr. 3 and 4) 11/12/2009 A 694 A 5 12.08	

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								^	mount		
									mount		
						Date	Expiration Date	or Title Number of			
						Exercisable					
				C + V	(A) (D)						
				Code V	(A) (D)			S	hares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SAVAGE JOSEPH J C/O WEBSTER FINANCIAL CORP 145 BANK STREET WATERBURY, CT 06702

EVP, Commercial Banking

Signatures

Renee P. Seefried by Power of Attorney

11/13/2009

**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).

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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