WEBSTER FINANCIAL CORP

Form 4 April 12, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16.

SECURITIES Form 4 or

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 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person *

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Issuer

CRAWFORD JOHN JOSEPH

Symbol WEBSTER FINANCIAL CORP

(Check all applicable)

[WBS]

04/01/2016

(Last)

(Middle)

3. Date of Earliest Transaction (Month/Day/Year)

X_ Director Officer (give title below)

10% Owner Other (specify

C/O WEBSTER FINANCIAL

CORP, 145 BANK STREET

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

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

WATERBURY, CT 06702

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially (D) or Owned Following (Instr. 4)

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Ownership Indirect (I) (Instr. 4)

Reported (A) Transaction(s)

or (Instr. 3 and 4)

Common Stock

(City)

1. Title of

Security

(Instr. 3)

Code V Amount (D) Price

22,605 D

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

(Month/Day/Year)

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

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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. Transa Code (Instr.		5. Number of stionDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Stock Option	\$ 47.92	04/01/2016		G <u>(1)</u>	V		4,618	04/20/2007	04/20/2016	Common Stock	4,6
Stock Option	\$ 47.92	04/01/2016		G <u>(1)</u>	V	4,618		04/20/2007	04/20/2016	Common Stock	4,6
Stock Option	\$ 45.55	04/01/2016		G <u>(1)</u>	V		4,971	04/26/2008	04/26/2017	Common Stock	4,9
Stock Option	\$ 45.55	04/01/2016		G <u>(1)</u>	V	4,971		04/26/2008	04/26/2017	Common Stock	4,9
Stock Option	\$ 25.15	04/01/2016		G <u>(1)</u>	V		11,516	04/24/2009	04/24/2018	Common Stock	11,:
Stock Option	\$ 25.15	04/01/2016		G <u>(1)</u>	V	11,516		04/24/2009	04/24/2018	Common Stock	11,:
Stock Option	\$ 5.14	04/01/2016		G <u>(1)</u>	V		25,423	04/23/2010	04/23/2019	Common Stock	25,4
Stock Option	\$ 5.14	04/01/2016		G <u>(1)</u>	V	25,423		04/23/2010	04/23/2019	Common Stock	25,4

Reporting Owners

Reporting Owner Name / Address	Relationships						
. 0	Director	10% Owner	Officer	Other			
CRAWFORD JOHN JOSEPH							
C/O WERSTER FINANCIAL CORP							

CRAWFORD JOHN JOSEPH C/O WEBSTER FINANCIAL CORP 145 BANK STREET WATERBURY, CT 06702



Signatures

Renee P. Seefried by Power of Attorney 04/12/2016

**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) The reporting person transferred this option as a gift to his spouse.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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