

WEBSTER FINANCIAL CORP

Form 8-K

July 21, 2009

## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### FORM 8-K

#### CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) July 20, 2009

## Webster Financial Corporation

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**001-31486**

(Commission File Number)

**06-1187536**

(IRS Employer Identification No.)

**Webster Plaza, Waterbury, Connecticut**

(Address of principal executive offices)

**06702**

(Zip Code)

Registrant's telephone number, including area code: (203) 465-4364

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 5.02. DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.**

On July 20, 2009, Webster Financial Corporation (the Corporation ) elected Charles W. Shivery to its board of directors (the Board ), effective July 20, 2009.

Mr. Shivery will receive compensation as a non-employee director in accordance with the Corporation s non-employee director compensation practices described in the Corporation s Annual Proxy Statement filed with the Securities and Exchange Commission on March 20, 2009. The initial cash and stock awards to be received by Mr. Shivery will be pro rated from the date of election to the Corporation s next annual meeting of shareholders.

A copy of the press release announcing the election of Mr. Shivery is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(a) Not Applicable.

(b) Not Applicable.

(c) Not Applicable.

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release dated July 20, 2009.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

WEBSTER FINANCIAL CORPORATION

Date: July 21, 2009

By: /s/ Harriet Munrett Wolfe

Name: Harriet Munrett Wolfe

Title: Executive Vice President,

General Counsel and Secretary

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release dated July 20, 2009.