#### **BROMAGE WILLIAM T**

Form 4

January 04, 2005

## FORM 4

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

OMB

Check this box if no longer subject to

3235-0287 Number: January 31, Expires:

2005

**OMB APPROVAL** 

Section 16. Form 4 or Form 5

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

Estimated average burden hours per

obligations may continue.

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

response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address BROMAGE WIL	of Reporting Person 3	2. Issuer Name and Ticker or Trading Symbol WEBSTER FINANCIAL CORP [WBS]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) (I WEBSTER PLAZ	First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/01/2005	_X Director 10% Owner _X Officer (give title Other (specify below) below)  President		
(S	itreet)	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		
WATERBURY, (City) (S	CT 06702 (Zip)	Table I - Non-Derivative Securities A	Form filed by More than One Reporting Person  Convired Disposed of or Repeficially Owned		
			- The state of the		

	(City)	(State) (	(Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
Se	Citle of curity str. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(1115111 1)
	ommon ock	01/01/2005		F	217	D	\$ 50.64	35,576	D	
	ommon ock							3,537	I	401(k)
	ommon ock							1,290	I	ESOP
	ommon ock							1,899	I	ESPP

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

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Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> 8. P Der Sec (Ins

# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerci Expiration Dat (Month/Day/Y	e	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 Options (Right to buy)	\$ 21.875					04/27/2000	04/27/2010	Common Stock	10,000
Stock Options (Right to buy)	\$ 22.81					10/23/2003	10/23/2010	Common Stock	119,800
Stock Options (Right to buy)	\$ 24.625					12/07/2002	12/07/2009	Common Stock	13,550
Stock Options (Right to buy)	\$ 25.5					09/23/2002	09/23/2009	Common Stock	10,000
Stock Options (Right to buy)	\$ 29.84					12/17/2004	12/17/2011	Common Stock	29,950
Stock Options (Right to buy)	\$ 34.6					12/16/2003	12/16/2012	Common Stock	30,219
Stock Options (Right to	\$ 45.55					12/15/2004	12/15/2013	Common Stock	29,343

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buy)					
Stock Options (Right to buy)	\$ 49.62	12/20/2005	12/20/2014	Common Stock	30,113
Stock Option	\$ 17.75	12/31/1998	10/21/2006	Common Stock	15,000
Stock Option	\$ 19.0938	12/23/1998	12/23/2006	Common Stock	10,000
Stock Option	\$ 26.5	12/17/2001	12/17/2008	Common Stock	8,750
Stock Option	\$ 31.75	12/15/2000	12/15/2007	Common Stock	12,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
r g	Director	10% Owner	Officer	Other		
BROMAGE WILLIAM T	v		D !			
WEBSTER PLAZA WATERBURY, CT 06702	X		President			

# **Signatures**

Renee P. Seefried by Power of
Atty.

\*\*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

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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