Edgar Filing: WEBSTER FINANCIAL CORP - Form 4

| WEBSTER Form 4 February 26 | FINANCIAL CO | RP | - | | | | | | | | | |
|---|--|--|------|---------------------------------------|------------------------|---|---------------------------|--|--|---|--|--|
| | | | | | | | | OMB APPROVAL | | | | |
| UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | OMB Number: | 3235-0287 | | | | |
| Check th if no long subject to Section 1 Form 4 c Form 5 | ger o STATEN 16. or Filed pur | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, | | | | | | | | Expires:January 31, 2005Estimated average burden hours per response0.5 | | |
| obligatio may con <i>See</i> Instr 1(b). | tinue. Section 17(| | | tility Hold vestment | • | · · | • | 2 1935 or Section 0 | n | | | |
| (Print or Type] | Responses) | | | | | | | | | | | |
| MADAR GREGORY Symb | | | | TER FINA | | | - | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| (Last) | (First) (I | | | | | | | Director 10% Owner | | | | |
| C/O WEBS CORP, 145 | (Month/Day/Year) 02/24/2016 | | | | | _X_ Officer (give title Other (specify below) below) Chief Accounting Officer | | | | | | |
| | | | | ndment, Date Original th/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | | |
| WATERBU | JRY, CT 06702 | | | | | | | Form filed by M Person | fore than One Re | porting | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-D | erivative | Secur | ities Acq | uired, Disposed of | , or Beneficial | ly Owned | | |
| 1.Title of Security (Instr. 3) | | ransaction Date 2A. Deemed nth/Day/Year) Execution Date, if any (Month/Day/Year) | | | | | cquired d of (D) 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | | |
| Common Stock | 02/24/2016 | | | Code V A | Amount 3,857 (1) | (D) A | Price \$ 33.13 | 10,578 | D | | | |
| Common Stock | 02/24/2016 | | | F | 1,340 | D | \$ 33.13 | 9,238 | D | | | |
| Common Stock | 02/24/2016 | | | А | 832 | А | \$0 | 10,070 | D | | | |
| Common Stock | 02/25/2016 | | | F | 87 | D | \$ 32.89 | 9,983 | D | | | |

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

Edgar Filing: WEBSTER FINANCIAL CORP - Form 4

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.

Other

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 4. Transacti Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | 7. Titl Amou Under Secur (Instr. | int of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr |
|---|---|---|---------------------------------------|---|---------------------|--------------------|--|--|---|--|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

Renee P. Seefried by Power of Attorney

**Signature of Reporting Person

02/26/2016 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) Performance shares earned and certified on February 24, 2016.

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.