

WEBSTER FINANCIAL CORP

Form 8-K

January 26, 2006

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**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): January 26, 2006  
**WEBSTER FINANCIAL CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**

**001-31486**

**06-1187536**

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

**Webster Plaza, Waterbury, Connecticut 06702**

(Address of principal executive offices)

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

**Not Applicable**

(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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under 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))
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**Item 2.02. Results of Operations and Financial Condition**

On January 26, 2006, Webster Financial Corporation issued a press release describing its results of operations for the fiscal quarter ending December 31, 2005. That press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits**

(a) Not applicable.

(b) Not applicable.

(c) Exhibits.

Exhibit

| No.  | Description                           |
|------|---------------------------------------|
| 99.1 | Press release dated January 26, 2006. |

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WEBSTER FINANCIAL  
CORPORATION  
(Registrant)

/s/ William J. Healy  
William J. Healy  
Executive Vice President and Chief  
Financial Officer

Date: January 26, 2006

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**EXHIBIT INDEX**

Exhibit

| No.  | Description                          |
|------|--------------------------------------|
| 99.1 | Press release dated January 26, 2006 |