

WEBSTER FINANCIAL CORP  
Form 8-K  
September 11, 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): September 8, 2009**  
**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)

(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:

- 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))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) On September 8, 2009, Douglas O. Hart notified Webster Financial Corporation ( Webster ) of his intention to retire in November 2009 subsequent to Webster filing its Quarterly Report on Form 10-Q for the third quarter of 2009.

Mr. Hart presently serves as Executive Vice President Chief Accounting Officer (Principal Accounting Officer) of Webster.

Since joining Webster in 2007, Mr. Hart has made numerous substantial contributions and been an integral member of Webster s senior management team. He has served Webster well. A search for his successor is under way.

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**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: September 11, 2009

By: /s/ Jeffrey N. Brown  
Name: Jeffrey N. Brown  
Title: Executive Vice President and  
Chief Administrative Officer

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