

Powlus Lee C  
 Form 3  
 September 20, 2010

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

^ Powlus Lee C  
 (Last) (First) (Middle)

C/O PEOPLE'S UNITED BANK, ^ 850 MAIN STREET

(Street)

BRIDGEPORT, ^ CT ^ 06604

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
 09/16/2010

3. Issuer Name and Ticker or Trading Symbol  
 People's United Financial, Inc. [PBCT]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 \_X\_ Officer \_\_\_ Other  
 (give title below) (specify below)  
 Exec VP, Chief Admin. Officer

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_X\_ Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,443 <sup>(1)</sup>	D	^
Common Stock	1,385 <sup>(2)</sup>	D	^
Common Stock	10,000 <sup>(3)</sup>	D	^
Common Stock	3,859 <sup>(4)</sup>	D	^
Common Stock	4,016 <sup>(5)</sup>	D	^

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
	Date Exercisable	Expiration Date	Amount or Number of Shares				
Employee Option to Buy	Â (6)	02/21/2018	Common Stock	5,715	\$ 16.94	D	Â
Employee Option to Buy	Â (7)	10/09/2018	Common Stock	48,200	\$ 17.445	D	Â
Employee Option to Buy	Â (8)	01/22/2019	Common Stock	8,966	\$ 16.575	D	Â
Employee Option to Buy	Â (9)	01/28/2020	Common Stock	8,821	\$ 15.8	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Powlus Lee C C/O PEOPLE'S UNITED BANK 850 MAIN STREET BRIDGEPORT,Â CTÂ 06604	Â	Â	Â Exec VP, Chief Admin. Officer	Â

## Signatures

/s/ Lee C.  
Powlus

09/20/2010

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 567 shares owned indirectly through the People's United Bank 401(k) Plan (including 30 shares acquired through dividend reinvestment) and 378 shares owned indirectly through the People's United Financial, Inc. Employee Stock Ownership Plan (including 12 shares acquired through dividend reinvestment). Information is based on 9/16/10 Plan statements.
  - (2) These are restricted shares that vest in annual increments on 2/1/2011 (50%) and 2/1/2012 (50%).
  - (3) These are restricted shares that vest in annual increments of 20% over the course of five years, beginning on the first anniversary of the date of the grant (10/9/08).
  - (4) These are restricted shares that vest in annual increments on 2/1/2011 (50%); 2/1/2012 (25%); and 2/1/2013 (25%).
  - (5) These are restricted shares that vest in annual increments on 1/25/2012 (50%); 1/25/2013 (25%); and 1/25/2014 (25%).
  - (6) Exercisable in annual increments on 2/1/2011 (50%) and 2/1/2012 (50%).
  - (7) Exercisable in annual increments of 20% over the course of five years, beginning on the first anniversary of the date of the grant (10/9/08).

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(8) Exercisable in annual increments on 2/1/2011 (50%); 2/1/2012 (25%); and 2/1/2013 (25%).

(9) Exercisable in annual increments on 1/25/2012 (50%); 1/25/2013 (25%); and 1/25/2014 (25%).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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