#### Edgar Filing: Plush Gerald P - Form 4

Plush Gerald	l P										
Form 4 August 20, 2	2010										
	Л								OMB AF	PPROVAL	
FORM 4 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 o Form 5 obligatio may cont <i>See</i> Instru	IENT OF suant to S a) of the F 30(h) of	ection 1 Public Ut	<b>SECUR</b> 6(a) of the	Expires: January 31, 2005 Estimated average burden hours per response 0.5							
1(b). (Print or Type I	Responses)										
	Address of Reporting	Person <sup>*</sup>	2. Issuer	· Name <b>and</b>	Ticker or	Tradi	ng	5. Relationship of	Reporting Pers	son(s) to	
Plush Gerald P			2. Issuer Name and Ticker or Trading Symbol WEBSTER FINANCIAL CORP [WBS]					Issuer (Check all applicable)			
(Last) (First) (Middle) C/O WEBSTER FINANCIAL CORP, 145 BANK STREET			3. Date of Earliest Transaction (Month/Day/Year) 08/19/2010					Director 10% Owner X Officer (give title Other (specify below) below) Sr.EVP - Chief Financial Off			
				ndment, Da hth/Day/Year)	-	l		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(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)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	ed Date, if	3. Transactio Code (Instr. 8)	4. Securi n(A) or Di (Instr. 3,	ties A spose 4 and (A) or	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)	7. Nature of	
Common Stock	08/19/2010			Code V A	Amount 632	(D) A	Price \$ 16.96	44,544	D		
Common Stock	08/19/2010			F	262	D	\$ 16.96	44,282	D		
Common Stock								1,354	I	By ESPP	

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

Persons who respond to the collection of<br/>information contained in this form are not<br/>required to respond unless the formSEC 1474<br/>(9-02)

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# displays a currently valid OMB control number.

## 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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Underlying Securities (Instr. 3 and 4)		8. De Se (Ir
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 47.81					07/05/2007(1)	07/05/2016	Common Stock	10,612	
Stock Option	\$ 48.88					12/19/2007(1)	12/19/2016	Common Stock	17,340	
Stock Option	\$ 32.03					12/18/2008(1)	12/18/2017	Common Stock	28,970	
Stock Option	\$ 12.85					12/16/2009(1)	12/16/2018	Common Stock	69,391	

### **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Plush Gerald P C/O WEBSTER FINANCIAL CORP 145 BANK STREET WATERBURY, CT 06702			Sr.EVP - Chief Financial Off			
Signatures						
Renee P. Seefried by Power of Attorney	08	8/20/2010				
**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.

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