## Edgar Filing: Crecca Michelle M - Form 4

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| Form 4   | elle M                 |  |  |  |           |                  |   |   |  |                     |  |  |
|--|------------------------|--|--|--|-----------|------------------|---|---|--|---------------------|--|--|
| April 24, 201  | 13                     |  |  |  |           |                  |   |   |  |                     |  |  |
| FORM /   |                        |  |  |  |           |                  |   |   |  | OMB APPROVAL        |  |  |
| Washington, D.C. 20549   |                        |  |  |  |           |                  |   | OMMISSION   | OMB<br>Number:   | 3235-0287           |  |  |
| Check the if no long   | er STATEN              | <b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> |  |  |           |                  |   |   |  | January 31,<br>2005 |  |  |
| subject to<br>Section 1<br>Form 4 o  | SECURITIES             |  |  |  |           |                  | Estimated average<br>burden hours per<br>response |   |  |                     |  |  |
| Form 5<br>obligations<br>may continue.<br>See Instruction<br>1(b).<br>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>30(h) of the Investment Company Act of 1940 |                        |  |  |  |           |                  |   |   |  |                     |  |  |
| (Print or Type I   | Responses)             |  |  |  |           |                  |   |   |  |                     |  |  |
| 1. Name and Address of Reporting Person <u>*</u><br>Crecca Michelle M  |                        |  | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>WEBSTER FINANCIAL CORP<br>[WBS] |  |           |                  |   | 5. Relationship of Reporting Person(s) to Issuer  |  |                     |  |  |
|  | (Check all applicable) |  |  |  |           |                  |   |   |  |                     |  |  |
| (Month/D   |                        |  |  | -  |           |                  |   | Director 10% Owner<br>X Officer (give title Other (specify<br>below) below)                             |  |                     |  |  |
|  | BANK STREET            |  | 04/23/2  | 015  |           |                  |   | EV  | P-Marketing  |                     |  |  |
|  | (Street)               |  | 4. If Amendment, Date Original Filed(Month/Day/Year)                                     |  |           |                  |   | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person |  |                     |  |  |
| WATERBU  | RY, CT 06702           |  |  |  |           |                  |   | Form filed by M<br>Person   |  |                     |  |  |
| (City)   | (State)                | (Zip)  | Tabl   | e I - Non-D  | erivative | Secur            | ities Acq   | uired, Disposed of  | , or Beneficial  | ly Owned            |  |  |
| 1.Title of<br>Security<br>(Instr. 3)2. Transaction Date<br>(Month/Day/Year)2A. Deemed<br>Execution Date<br>any<br>(Month/Day/Year)   |                        |  | n Date, if   | 3.4. Securities Acquiredate, ifTransaction(A) or Disposed of (D)Code(Instr. 3, 4 and 5)Year)(Instr. 8) |           |                  |   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following  | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) |                     |  |  |
|  |                        |  |  | Code V   | Amount    | (A)<br>or<br>(D) | Price   | Reported<br>Transaction(s)<br>(Instr. 3 and 4)  |  |                     |  |  |
| Common<br>Stock  | 04/23/2013             |  |  | S  | 1,417     | D                | \$<br>22.63                                       | 24,389  | D  |                     |  |  |
| Common<br>Stock  | 04/23/2013             |  |  | S  | 700       | D                | \$<br>22.64                                       | 23,689  | D  |                     |  |  |

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

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.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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

## **Reporting Owners**

| Reporting Owner Name / Address  |          | Rela      |               |       |
|---|----------|-----------|---------------|-------|
|   | Director | 10% Owner | Officer       | Other |
| Crecca Michelle M<br>C/O WEBSTER FINANCIAL CORP<br>145 BANK STREET<br>WATERBURY, CT 06702 |          |           | EVP-Marketing |       |
| Signatures  |          |           |               |       |
| Renee P. Seefried by Power of<br>Attorney   | 04       | /24/2013  |               |       |
| **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).

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.