People's United Financial, Inc.

Form 4

April 21, 2016

# FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

People's United Financial, Inc.

Symbol

1(b).

(Print or Type Responses)

**DWIGHT JOHN K** 

1. Name and Address of Reporting Person \*

	[PBCT]						(Check all applicable)				
(Last) (First) (Middle) 700 CROSSWIND DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 04/21/2016					Director Officer (g		0% Owner ther (specify	
CHARLOT	4. 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					
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities A	equired, Disposed	of, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye.	ar) Execution	emed on Date, if Day/Year)	3. Transaction Code (Instr. 8)	Disposed (Instr. 3,	l (A) of (D) d and (A) or	))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	04/21/2016			A	5,802 (1)	A	\$0	224,871 (2)	D		
Common Stock								4,253	I	By C. Dwight Revocable Trust	
Common Stock								8,902	I	By H. Dwight Revocable Trust	
								4,253	I		

Common Stock

By P. Dwight Revocable Trust

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.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title and	8. Price of	9. Nu
Derivative		Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	piration Date	Amount of	Derivative	Deriv
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlying	Security	Secui
(Instr. 3)		Price of		(Month/Day/Year)	(Instr. 8)	Derivative	}		Securities	(Instr. 5)	Bene
		Derivative				Securities			(Instr. 3 and 4)	)	Own
		Security				Acquired					Follo
						(A) or					Repo
						Disposed					Trans
						of (D)					(Instr
						(Instr. 3,					
						4, and 5)					
									Amoun	<b>+</b>	
									Amoun	ı	
								Expiration	or Title Numbe	•	
								Date	of	I	
				Codo V	(A) (D)						
					Code v	(A) (D)			Shares		

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DWIGHT JOHN K 700 CROSSWIND DRIVE CHARLOTTE, VT 05445

## **Signatures**

/s/ Robert E. Trautmann, attorney-in-fact

04/21/2016

\*\*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) These are restricted shares that vest on the earlier of April 21, 2017 or the date of the Peoples United Financial, Inc. 2017 Annual Meeting of Shareholders.

**(2)** 

Reporting Owners 2

#### Edgar Filing: People's United Financial, Inc. - Form 4

Includes 70,970 investment units accrued under the Chittenden Corporation Deferred Compensation Plan (including 813 units accrued due to the deemed reinvestment of dividend equivalents and reflecting settlement of 6,370 investment units by delivery of equal number of shares of common stock on January 4, 2016). Each investment unit corresponds to one share of common stock.

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.