

WEBSTER FINANCIAL CORP
 Form 3
 December 20, 2013

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 * Â CIULLA JOHN R (Last) (First) (Middle) C/O WEBSTER FINANCIAL CORP, Â 145 BANK STREET (Street) WATERBURY, Â CT Â 06702 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 12/17/2013	3. Issuer Name and Ticker or Trading Symbol WEBSTER FINANCIAL CORP [WBS]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) EVP-Commercial Banking	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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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	15,045	D	Â
Common Stock	7,804	I	401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

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

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	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option	09/18/2008 ⁽¹⁾	09/18/2017	Common Stock	11,579	\$ 43.26	D	Â
Stock Option	12/18/2008 ⁽¹⁾	12/18/2017	Common Stock	8,622	\$ 32.03	D	Â
Stock Option	12/16/2009 ⁽¹⁾	12/16/2018	Common Stock	22,899	\$ 12.85	D	Â
Stock Option	02/22/2013 ⁽²⁾	02/22/2022	Common Stock	13,808	\$ 23.81	D	Â
Stock Option	02/20/2014 ⁽²⁾	02/20/2023	Common Stock	15,528	\$ 23	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CIULLA JOHN R C/O WEBSTER FINANCIAL CORP 145 BANK STREET WATERBURY, CT 06702	Â	Â	Â EVP-Commercial Banking	Â

Signatures

Renee P. Seefried by Power of Attorney	12/20/2013
**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) 4 yr. incremental vesting - 25% vests each year for 4 years.
 - (2) 3 yr. incremental vesting - 33-1/3% vests each year for 3 years.

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.