

People's United Financial, Inc.  
 Form 3  
 April 17, 2014

**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 Rosato R David  
 (Last) (First) (Middle)

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

(Street)

BRIDGEPORT,Â CTÂ 06604

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
 04/16/2014

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  
 Officer  Other  
 (give title below) (specify below)  
 Senior Exec Vice President

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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	36,412 <sup>(1)</sup>	D	Â
Common Stock	2,680 <sup>(2)</sup>	D	Â
Common Stock	1,224 <sup>(3)</sup>	D	Â
Common Stock	2,664 <sup>(4)</sup>	D	Â
Common Stock	3,480 <sup>(4)</sup>	D	Â
Common Stock	4,874 <sup>(5)</sup>	D	Â
Common Stock	355	I	IRA fb/o Dana Rosato
Common Stock	120	I	IRA fb/o Kevin Rosato

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 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	Title	Amount or Number of Shares			
Employee Option to Buy	Â (6)	12/12/2017	Common Stock	43,830	\$ 16.805	D	Â
Employee Option to Buy	Â (6)	02/21/2018	Common Stock	6,040	\$ 16.94	D	Â
Employee Option to Buy	Â (6)	01/22/2019	Common Stock	8,565	\$ 16.575	D	Â
Employee Option to Buy	Â (7)	07/16/2009	Common Stock	39,250	\$ 15.62	D	Â
Employee Option to Buy	Â (6)	01/28/2020	Common Stock	8,427	\$ 15.8	D	Â
Employee Option to Buy	Â (8)	02/17/2021	Common Stock	12,432	\$ 13.415	D	Â
Employee Option to Buy	Â (8)	02/16/2022	Common Stock	15,209	\$ 12.65	D	Â
Employee Option to Buy	Â (9)	02/21/2023	Common Stock	29,218	\$ 12.94	D	Â
Employee Option to Buy	Â (9)	02/20/2024	Common Stock	43,359	\$ 13.9025	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rosato R David C/O PEOPLE'S UNITED BANK 850 MAIN STREET BRIDGEPORT, CT 06604	Â	Â	Â Senior Exec Vice President	Â

## Signatures

/s/ R. David  
Rosato

04/17/2014

  \*\*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 1,936 shares owned indirectly through the Peoples United Financial, Inc. Employee Stock Ownership Plan. Information is based on 03/31/2014 Plan statement.
  - (2) These are restricted shares that vest on Jul. 16, 2014
  - (3) These are restricted shares that vest on Mar. 1, 2015.
  - (4) These are restricted shares that vest in equal annual increments on Mar. 1, 2015 and Mar. 1, 2016.
  - (5) These are restricted shares that vest in equal annual increments on Mar. 1, 2015, Mar. 1, 2016 and Mar. 1, 2017.
  - (6) These options have become exercisable in accordance with the terms of the applicable option grants.
  - (7) Exercisable in equal annual increments over five years beginning on the 1st anniversary of the grant date, which is ten years prior to the applicable expiration date.
  - (8) Exercisable in annual increments beginning on Mar. 1 immediately following the 2nd anniversary (50%), 3rd anniversary (25%) and 4th anniversary (25%) of the grant date, which is ten years prior to the applicable expiration date.
  - (9) Exercisable in equal annual increments over three years beginning on Mar. 1 immediately following the 1st anniversary of the grant date, which is ten years prior to the applicable expiration date.

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.