

Rosato R David
Form 4
March 04, 2019

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
Rosato R David

2. Issuer Name and Ticker or Trading Symbol
People's United Financial, Inc.
[PBCT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
Sr EVP and CFO

(Last) (First) (Middle)

PEOPLE'S UNITED BANK,
N.A., 850 MAIN STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/01/2019

BRIDGEPORT, CT 06604

4. 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

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/01/2019		F		\$ 3,154 (1) 17.815 (2)	D	
Common Stock	03/01/2019		A		\$ 10,394 (3) 17.815 (2)	D	
Common Stock					355	I	IRA f/b/o Dana Rosato
Common					120	I	IRA f/b/o

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- (3) Represents performance shares granted on February 18, 2016 which vested at 100% of target, less 7,325 shares withheld in payment of taxes due.
- (4) Includes 3,693 shares owned indirectly through the People's United Financial, Inc. Employee Stock Ownership Plan (including 41 shares acquired through dividend reinvestment). Information based on 12/31/18 Plan statement.

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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