

SAVAGE JOSEPH J
Form 5
February 10, 2012

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362
Expires: January 31,
2005
Estimated average
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1. Name and Address of Reporting Person *
SAVAGE JOSEPH J

(Last) (First) (Middle)

C/O WEBSTER FINANCIAL
CORP, 145 BANK STREET

(Street)

WATERBURY, CT 06702

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
WEBSTER FINANCIAL CORP
[WBS]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
EVP - Commercial Banking

6. Individual or Joint/Group Reporting

(check applicable line)

☒ Form Filed by One Reporting Person
☐ Form Filed by More than One Reporting
Person

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	49,029 ⁽¹⁾	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	16,110 ⁽²⁾	I	401(k) Plan
Common Stock	Â	Â	Â	Â	Â	Â	3,120	I	By ESPP

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

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SEC 2270
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 38.17	Â	Â	Â	Â Â	04/24/2005 04/24/2012	Common Stock 9,375
Stock Option	\$ 34.6	Â	Â	Â	Â Â	12/16/2003 ⁽³⁾ 12/16/2012	Common Stock 12,121
Stock Option	\$ 45.55	Â	Â	Â	Â Â	12/15/2004 ⁽³⁾ 12/15/2013	Common Stock 11,004
Stock Option	\$ 49.62	Â	Â	Â	Â Â	12/20/2005 ⁽³⁾ 12/20/2014	Common Stock 10,165
Stock Option	\$ 47.4	Â	Â	Â	Â Â	12/20/2006 ⁽³⁾ 12/20/2015	Common Stock 8,131
Stock Option	\$ 48.88	Â	Â	Â	Â Â	12/19/2007 ⁽³⁾ 12/19/2016	Common Stock 10,079
Stock Option	\$ 32.03	Â	Â	Â	Â Â	12/18/2008 ⁽³⁾ 12/18/2017	Common Stock 16,601
Stock Option	\$ 12.85	Â	Â	Â	Â Â	12/16/2009 ⁽³⁾ 12/16/2018	Common Stock 34,400

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SAVAGE JOSEPH J C/O WEBSTER FINANCIAL CORP 145 BANK STREET WATERBURY,Â CTÂ 06702	Â	Â	Â EVP - Commercial Banking	Â

Signatures

Renee P. Seefried by Power of
Attorney

02/10/2012

__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) Includes 25 shares of Webster Financial Corporation common stock acquired through December 31, 2011 under the Webster Dividend Reinvestment Plan per the records of Transfer Agent.
- (2) Between January 1, 2011 and December 31, 2011, the reporting person acquired 2,197 shares of Webster Financial Corporation common stock under the Webster 401(k) plan.
- (3) 4 yr. incremental vesting - 25% vests each year for 4 years.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.