

People's United Financial, Inc.  
 Form 3  
 April 09, 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)

|  |   |  |  |   |  |
|--|---|--|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Longobardi Sara M</p> <p>(Last) (First) (Middle)</p> <p>C/O PEOPLE'S UNITED BANK,Â 850 MAIN STREET</p> <p>(Street)</p> <p>BRIDGEPORT,Â CTÂ 06604</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>04/01/2014</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>People's United Financial, Inc. [PBCT]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br/> <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br/>                 (give title below) (specify below)<br/>                 Sr Executive Vice President</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person<br/> <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|--|---|--|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 61,816 <sup>(1)</sup>                                    | D   | Â  |
| Common Stock                       | 776 <sup>(2)</sup>                                       | D   | Â  |
| Common Stock                       | 1,679 <sup>(3)</sup>                                     | D   | Â  |
| Common Stock                       | 2,248 <sup>(3)</sup>                                     | D   | Â  |
| Common Stock                       | 3,102 <sup>(4)</sup>                                     | D   | Â  |

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

SEC 1473 (7-02)

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

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| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|---|
|   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |  |  |   |
| Employee Option to Buy                        | Â <u>(5)</u>   | 02/17/2015         | Common<br>Stock  | 6,678                            | \$ 12.0223   | D  | Â   |
| Employee Option to Buy                        | Â <u>(5)</u>   | 02/16/2016         | Common<br>stock  | 4,410                            | \$ 14.9119   | D  | Â   |
| Employee Option to Buy                        | Â <u>(5)</u>   | 02/15/2017         | Common<br>Stock  | 2,163                            | \$ 21.6308   | D  | Â   |
| Employee Option to Buy                        | Â <u>(5)</u>   | 10/25/2017         | Common<br>Stock  | 43,450                           | \$ 18.1  | D  | Â   |
| Employee Option to Buy                        | Â <u>(5)</u>   | 02/21/2018         | Common<br>Stock  | 3,218                            | \$ 16.94   | D  | Â   |
| Employee Option to Buy                        | Â <u>(5)</u>   | 01/22/2019         | Common<br>Stock  | 4,586                            | \$ 16.575  | D  | Â   |
| Employee Option to Buy                        | Â <u>(5)</u>   | 01/28/2020         | Common<br>Stock  | 4,633                            | \$ 15.8  | D  | Â   |
| Employee Option to Buy                        | Â <u>(6)</u>   | 02/17/2021         | Common<br>Stock  | 7,880                            | \$ 13.415  | D  | Â   |
| Employee Option to Buy                        | Â <u>(6)</u>   | 02/16/2022         | Common<br>Stock  | 9,659                            | \$ 12.65   | D  | Â   |
| Employee Option to Buy                        | Â <u>(7)</u>   | 02/21/2023         | Common<br>Stock  | 18,873                           | \$ 12.94   | D  | Â   |
| Employee Option to Buy                        | Â <u>(7)</u>   | 02/20/2024         | Common<br>Stock  | 27,593                           | \$ 13.9025   | D  | Â   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                     |       |
|--|---------------|-----------|-------------------------------------|-------|
|  | Director      | 10% Owner | Officer                             | Other |
| Longobardi Sara M<br>C/O PEOPLE'S UNITED BANK<br>850 MAIN STREET<br>BRIDGEPORT,Â CTÂ 06604 | Â             | Â         | Â Sr<br>Executive<br>Vice President | Â     |

## Signatures

/s/ Sara M.  
Longobardi

04/09/2014

Date

Signature of  
Reporting Person

## 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 52,589 shares owned indirectly through the Peoples United Bank 401(k) Plan and 3,318 shares owned indirectly through the Peoples United Financial, Inc. Employee Stock Ownership Plan. Information is based on 03/31/2014 Plan statements.
- (2) These are restricted shares that vest on Mar. 1, 2015.
- (3) These are restricted shares that vest in equal annual increments on Mar. 1, 2015 and Mar. 1, 2016.
- (4) These are restricted shares that vest in equal annual increments on Mar. 1, 2015, Mar. 1, 2016 and Mar. 1, 2017.
- (5) These options have become exercisable in accordance with the terms of the applicable option grants.
- (6) 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.
- (7) 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.