

Kosturko William T
Form 4
April 25, 2008

FORM 4

**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).

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Kosturko William T

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)

(Last) (First) (Middle)
PEOPLE'S UNITED BANK, 850
MAIN STREET

3. Date of Earliest Transaction
(Month/Day/Year)
04/23/2008

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Senior Exec. VP & Gen. Counsel

(Street)
BRIDGEPORT, CT 06604

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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	(A) or (D)	Price		
Common Stock	04/23/2008		M		18,690	A	\$ 5.6085	477,100 <u>(1)</u>	D
Common Stock	04/23/2008		M		22,680	A	\$ 4.782	499,780 <u>(1)</u>	D
Common Stock	04/23/2008		S		200	D	\$ 16.96	499,580 <u>(1)</u>	D
Common Stock	04/23/2008		S		5,500	D	\$ 16.97	494,080 <u>(1)</u>	D
Common Stock	04/23/2008		S		8,763	D	\$ 16.98	485,317 <u>(1)</u>	D

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Common Stock	04/23/2008	S	8,500	D	\$ 16.99	476,817 ⁽¹⁾	D
Common Stock	04/23/2008	S	7,007	D	\$ 17	469,810 ⁽¹⁾	D
Common Stock	04/23/2008	S	2,800	D	\$ 17.01	467,010 ⁽¹⁾	D
Common Stock	04/23/2008	S	1,500	D	\$ 17.02	465,510 ⁽¹⁾	D
Common Stock	04/23/2008	S	2,100	D	\$ 17.04	463,410 ⁽¹⁾	D
Common Stock	04/23/2008	S	2,300	D	\$ 17.05	461,110 ⁽¹⁾	D
Common Stock	04/23/2008	S	1,000	D	\$ 17.06	460,110 ⁽¹⁾	D
Common Stock	04/23/2008	S	300	D	\$ 17.07	459,810 ⁽¹⁾	D
Common Stock	04/23/2008	S	1,300	D	\$ 17.08	458,510 ⁽¹⁾	D
Common Stock	04/23/2008	S	100	D	\$ 17.09	458,410 ⁽¹⁾	D

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

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(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Option to Buy	\$ 5.6085	04/23/2008		M	18,690	⁽²⁾ 03/01/2011	Common Stock 18,690
Employee	\$ 4.782	04/23/2008		M	22,680	⁽²⁾ 02/21/2012	Common 22,680

Option to
Buy

Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Kosturko William T PEOPLE'S UNITED BANK 850 MAIN STREET BRIDGEPORT, CT 06604	Senior Exec. VP & Gen. Counsel

Signatures

/s/ Robert E. Trautmann,
attorney-in-fact

04/24/2008

__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 2,479 shares owned indirectly through the People's United Bank 401(k) Plan (including 16 shares acquired through dividend reinvestment). Also includes 2,574 investment units accrued under the People's United Bank excess benefits plan and 578 shares owned indirectly through the People's United Financial, Inc. Employee Stock Ownership Plan (including 4 shares acquired through dividend reinvestment). Information is based on 3/31/08 Plan statements.

(2) Not subject to previously reported periodic vesting due to discretionary acceleration in December 2005.

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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