

MADAR GREGORY
 Form 3
 March 07, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 MADAR GREGORY

(Last) (First) (Middle)

C/O WEBSTER FINANCIAL CORP,Â 145 BANK STREET

(Street)

WATERBURY,Â CTÂ 06702

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/01/2011

3. Issuer Name and Ticker or Trading Symbol

WEBSTER FINANCIAL CORP [WBS]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner

Officer Other

(give title below) (specify below)

Chief Accounting Officer

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	5,924	D	Â
Common Stock	1,091	I	401(k)/ESOP
Common Stock	480	I	By ESPP

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	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial
---------------------------------	--	--	---------------	--------------	----------------------------------

Edgar Filing: MADAR GREGORY - Form 3

(Instr. 4)			Derivative Security (Instr. 4)		or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option	12/17/2004	12/17/2011	Common Stock	2,200	\$ 29.84	D	Â
Stock Option	12/16/2003 ⁽¹⁾	12/16/2012	Common Stock	2,200	\$ 34.6	D	Â
Stock Option	12/15/2004 ⁽¹⁾	12/15/2013	Common Stock	2,200	\$ 45.55	D	Â
Stock Option	12/20/2005 ⁽¹⁾	12/20/2014	Common Stock	2,000	\$ 49.62	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MADAR GREGORY C/O WEBSTER FINANCIAL CORP 145 BANK STREET WATERBURY, CT 06702	Â	Â	Â Chief Accounting Officer	Â

Signatures

Renee P. Seefried by Power of
Attorney 03/07/2011

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) 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 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.