

Trautmann Robert E
Form 4
July 26, 2018

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 *
Trautmann Robert E

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)
PEOPLES UNITED BANK,
N.A., 850 MAIN STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/25/2018

____ Director ____ 10% Owner
____ Officer (give title ____ Other (specify
below) below)
Sr Ex VP, Gen Cnsl & Secretary

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)
Common Stock	07/25/2018		M	47,708 A	\$ 14.85 69,193	D	
Common Stock	07/25/2018		M	27,696 A	\$ 14.565 96,889	D	
Common Stock	07/25/2018		S	75,404 D	\$ 18.27 (1) 21,485 (2)	D	
Common Stock					28,426	I	Robert Edward Trautmann Revocable

Trust

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	\$ 14.85	07/25/2018		M		47,708		<u>(3)</u>	02/19/2025	Common Stock	47,708
Employee Option to Buy	\$ 14.565	07/25/2018		M		27,696		<u>(4)</u>	02/18/2026	Common Stock	27,696

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Trautmann Robert E PEOPLES UNITED BANK, N.A. 850 MAIN STREET BRIDGEPORT, CT 06604	Sr Ex VP, Gen Cnsl & Secretary

Signatures

/s/ Robert E.
Trautmann 07/25/2018

__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).

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- This transaction was executed in multiple trades at prices ranging from \$18.21 to \$18.315. The reported price reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request by the SEC staff, People's United Financial, Inc. or a shareholder of People's United Financial, Inc. full information regarding the number of shares and prices at which the transaction was effected.
- (1)
 - (2) Includes 4,262 shares owned indirectly through the People's United Financial, Inc. Employee Stock Ownership Plan (including 39 shares acquired through dividend reinvestment) based on 6/30/2018 Plan statement.
 - (3) Exercisable in annual increments on 3/1/16 (33 1/3%); 3/1/17 (33 1/3%) and 3/1/18 (33 1/3%).
 - (4) Exercisable in annual increments on 3/1/17 (33 1/3%); 3/1/18 (33 1/3%) and 3/1/19 (33 1/3%).

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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