

Powlus Lee C  
 Form 3  
 September 20, 2010

**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)

1. Name and Address of Reporting Person \*

^ Powlus Lee C  
 (Last) (First) (Middle)

C/O PEOPLE'S UNITED BANK, ^ 850 MAIN STREET

(Street)

BRIDGEPORT, ^ CT ^ 06604

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
 09/16/2010

3. Issuer Name and Ticker or Trading Symbol  
 People's United Financial, Inc. [PBCT]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer  Other  
 (give title below) (specify below)  
 Exec VP, Chief Admin. 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                    | 2,443 <sup>(1)</sup>                                  | D                                                        | ^                                                     |
| Common Stock                    | 1,385 <sup>(2)</sup>                                  | D                                                        | ^                                                     |
| Common Stock                    | 10,000 <sup>(3)</sup>                                 | D                                                        | ^                                                     |
| Common Stock                    | 3,859 <sup>(4)</sup>                                  | D                                                        | ^                                                     |
| Common Stock                    | 4,016 <sup>(5)</sup>                                  | D                                                        | ^                                                     |

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><small>(Month/Day/Year)</small> | 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                                                                   | Amount or<br>Number of<br>Shares                                   |                                                                                                      |                                                             |   |   |
| Employee Option to Buy                        | Â (6)                                                                         | 02/21/2018                                                                           | Common Stock                                                       | 5,715                                                                                                | \$ 16.94                                                    | D | Â |
| Employee Option to Buy                        | Â (7)                                                                         | 10/09/2018                                                                           | Common Stock                                                       | 48,200                                                                                               | \$ 17.445                                                   | D | Â |
| Employee Option to Buy                        | Â (8)                                                                         | 01/22/2019                                                                           | Common Stock                                                       | 8,966                                                                                                | \$ 16.575                                                   | D | Â |
| Employee Option to Buy                        | Â (9)                                                                         | 01/28/2020                                                                           | Common Stock                                                       | 8,821                                                                                                | \$ 15.8                                                     | D | Â |

## Reporting Owners

| Reporting Owner Name / Address                                                        | Relationships |           |         |                               |       |
|---------------------------------------------------------------------------------------|---------------|-----------|---------|-------------------------------|-------|
|                                                                                       | Director      | 10% Owner | Officer |                               | Other |
| Powlus Lee C<br>C/O PEOPLE'S UNITED BANK<br>850 MAIN STREET<br>BRIDGEPORT,Â CTÂ 06604 | Â             | Â         | Â       | Exec VP, Chief Admin. Officer | Â     |

## Signatures

/s/ Lee C. 09/20/2010  
Powlus

\*\*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) Includes 567 shares owned indirectly through the People's United Bank 401(k) Plan (including 30 shares acquired through dividend reinvestment) and 378 shares owned indirectly through the People's United Financial, Inc. Employee Stock Ownership Plan (including 12 shares acquired through dividend reinvestment). Information is based on 9/16/10 Plan statements.
  - (2) These are restricted shares that vest in annual increments on 2/1/2011 (50%) and 2/1/2012 (50%).
  - (3) These are restricted shares that vest in annual increments of 20% over the course of five years, beginning on the first anniversary of the date of the grant (10/9/08).
  - (4) These are restricted shares that vest in annual increments on 2/1/2011 (50%); 2/1/2012 (25%); and 2/1/2013 (25%).
  - (5) These are restricted shares that vest in annual increments on 1/25/2012 (50%); 1/25/2013 (25%); and 1/25/2014 (25%).
  - (6) Exercisable in annual increments on 2/1/2011 (50%) and 2/1/2012 (50%).
  - (7) Exercisable in annual increments of 20% over the course of five years, beginning on the first anniversary of the date of the grant (10/9/08).

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(8) Exercisable in annual increments on 2/1/2011 (50%); 2/1/2012 (25%); and 2/1/2013 (25%).

(9) Exercisable in annual increments on 1/25/2012 (50%); 1/25/2013 (25%); and 1/25/2014 (25%).

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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