

People's United Financial, Inc.
Form 4
June 16, 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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Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Mandel Henry R

(Last) (First) (Middle)

PEOPLE'S UNITED BANK, 850
MAIN STREET

(Street)

BRIDGEPORT, CT 06604

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
06/12/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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	06/12/2008		M		51,268	A	\$ 5.3143	323,938 <u>(1)</u>	D
Common Stock	06/12/2008		M		36,620	A	\$ 9.4466	360,558 <u>(1)</u>	D
Common Stock	06/12/2008		M		21,262	A	\$ 12.0223	381,820 <u>(1)</u>	D
Common Stock	06/12/2008		S		5,000	D	\$ 16.5	376,820 <u>(1)</u>	D
Common Stock	06/12/2008		S		200	D	\$ 16.59	376,620 <u>(1)</u>	D

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Common Stock	06/12/2008	S	1,200	D	\$ 16.6	375,420 ⁽¹⁾	D
Common Stock	06/12/2008	S	900	D	\$ 16.62	374,520 ⁽¹⁾	D
Common Stock	06/12/2008	S	7,200	D	\$ 16.64	367,320 ⁽¹⁾	D
Common Stock	06/12/2008	S	16,600	D	\$ 16.65	350,720 ⁽¹⁾	D
Common Stock	06/12/2008	S	19,417	D	\$ 16.66	331,303 ⁽¹⁾	D
Common Stock	06/12/2008	S	12,700	D	\$ 16.67	318,603 ⁽¹⁾	D
Common Stock	06/12/2008	S	15,500	D	\$ 16.68	303,103 ⁽¹⁾	D
Common Stock	06/12/2008	S	6,683	D	\$ 16.69	296,420 ⁽¹⁾	D
Common Stock	06/12/2008	S	13,500	D	\$ 16.7	282,920 ⁽¹⁾	D
Common Stock	06/12/2008	S	2,400	D	\$ 16.71	280,520 ⁽¹⁾	D
Common Stock	06/12/2008	S	1,500	D	\$ 16.72	279,020 ⁽¹⁾	D
Common Stock	06/12/2008	S	2,400	D	\$ 16.73	276,620 ⁽¹⁾	D
Common Stock	06/12/2008	S	1,200	D	\$ 16.74	275,420 ⁽¹⁾	D
Common Stock	06/12/2008	S	600	D	\$ 16.75	274,820 ⁽¹⁾	D
Common Stock	06/12/2008	S	7,785	D	\$ 16.78	267,035 ⁽¹⁾	D
Common Stock	06/12/2008	S	5,800	D	\$ 16.79	261,235 ⁽¹⁾	D
Common Stock	06/12/2008	S	2,650	D	\$ 16.8	258,585 ⁽¹⁾	D
Common Stock	06/12/2008	S	3,151	D	\$ 16.85	255,434 ⁽¹⁾	D

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

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SEC 1474
(9-02)

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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	\$ 5.3143	06/12/2008		M	51,268	(2) 02/20/2013	Common Stock 51,268
Employee Option to Buy	\$ 9.4466	06/12/2008		M	36,620	(2) 02/19/2014	Common Stock 36,620
Employee Option to Buy	\$ 12.0223	06/12/2008		M	21,262	(2) 02/17/2015	Common Stock 21,262

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Mandel Henry R PEOPLE'S UNITED BANK 850 MAIN STREET BRIDGEPORT, CT 06604	Executive Vice President

Signatures

/s/ Henry R. Mandel 06/13/2008

__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 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 statement.

(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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