

People's United Financial, Inc.  
 Form 4  
 November 07, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

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

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)  
 C/O PEOPLE'S BANK, 850 MAIN STREET  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/05/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Executive Vice President

BRIDGEPORT, CT 06604

4. 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

(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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	11/05/2007		M			8,982	A	\$ 5.6085	273,200	D	
Common Stock	11/05/2007		M			6,242	A	\$ 4.962	279,442	D	
Common Stock	11/05/2007		M			22,680	A	\$ 4.782	302,122	D	
Common Stock	11/05/2007		S			3,000	D	\$ 16.51	299,122	D	
Common Stock	11/05/2007		S			5,900	D	\$ 16.52	293,222	D	

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Common Stock	11/05/2007	S	2,500	D	\$ 16.53	290,722	D
Common Stock	11/05/2007	S	5,900	D	\$ 16.54	284,822	D
Common Stock	11/05/2007	S	2,009	D	\$ 16.55	282,813	D
Common Stock	11/05/2007	S	1,266	D	\$ 16.56	281,547	D
Common Stock	11/05/2007	S	1,500	D	\$ 16.57	280,047	D
Common Stock	11/05/2007	S	2,786	D	\$ 16.58	277,261	D
Common Stock	11/05/2007	S	1,825	D	\$ 16.6	275,436	D
Common Stock	11/05/2007	S	1,000	D	\$ 16.61	274,436	D
Common Stock	11/05/2007	S	1,318	D	\$ 16.62	273,118	D
Common Stock	11/05/2007	S	500	D	\$ 16.63	272,618	D
Common Stock	11/05/2007	S	500	D	\$ 16.64	272,118	D
Common Stock	11/05/2007	S	1,500	D	\$ 16.65	270,618	D
Common Stock	11/05/2007	S	2,500	D	\$ 16.66	268,118	D
Common Stock	11/05/2007	S	500	D	\$ 16.67	267,618	D
Common Stock	11/05/2007	S	1,000	D	\$ 16.68	266,618	D
Common Stock	11/05/2007	S	797	D	\$ 16.7	265,821	D
Common Stock	11/05/2007	S	1,003	D	\$ 16.77	264,818	D
Common Stock	11/05/2007	S	600	D	\$ 16.78	264,218	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	\$ 5.6085	11/05/2007		M	8,982	<u>(1)</u> 03/01/2011	Common Stock 8,982
Employee Option to Buy	\$ 4.962	11/05/2007		M	6,242	<u>(1)</u> 09/20/2011	Common Stock 6,242
Employee Option to Buy	\$ 4.782	11/05/2007		M	22,680	<u>(1)</u> 02/21/2012	Common Stock 22,680

## Reporting Owners

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

## Signatures

/s/ Henry R. Mandel  
11/06/2007

\*\*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) 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. 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.