

WEBSTER FINANCIAL CORP

Form 8-K

December 06, 2004

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) December 3, 2004**

Webster Financial Corporation.

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(Exact name of registrant as specified in its charter)

Delaware

001-31486

06-1187536

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(State or other  
jurisdiction of  
incorporation)

(Commission File Number)

(IRS Employer  
Identification No.)

Webster Plaza, Waterbury, Connecticut

06702

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(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (203) 578-2476

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events.

On December 3, 2004, Webster Financial Corporation ( Webster ) completed its acquisition of First City Bank ( First City ) pursuant to an Agreement and Plan of Merger, dated July 16, 2004, by and among Webster, Webster Bank, National Association ( Webster Bank ), and First City (the Merger Agreement ). The Merger Agreement provided for the merger of First City with and into Webster Bank, with Webster Bank being the surviving corporation and continuing to be a wholly owned subsidiary of Webster.

Webster s press release, dated December 6, 2004, announcing the completion of the acquisition is attached hereto as Exhibit 99.1, and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(a) Not Applicable.

(b) Not Applicable.

(c) Exhibits.

99.1 Press release dated December 6, 2004.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

WEBSTER FINANCIAL  
CORPORATION

Date: December 6, 2004

By:           /s/ William J. Healy          

William J. Healy  
Executive Vice President and  
Chief Financial Officer

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated December 6, 2004.