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WEBSTER FINANCIAL CORP Form 8-K January 03, 2011

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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 29, 2010

WEBSTER FINANCIAL CORPORATION

 $(Exact\ name\ of\ registrant\ as\ specified\ in\ its\ charter)$

Delaware (State or other jurisdiction

001-31486 (Commission 06-1187536 (IRS Employer

of incorporation) File Number) Identification No.)

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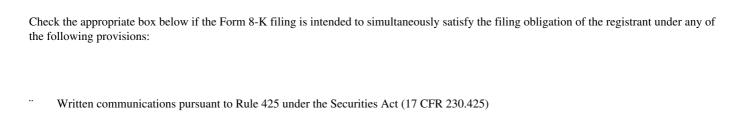
Webster Plaza, Waterbury, Connecticut
(Address of principal executive offices)

Registrant s telephone number, including area code: (203) 578-2202

(Zip code)

Not Applicable

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



- 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))

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On December 29, 2010, Theresa M. Messina, Senior Vice President and Chief Accounting Officer of Webster Financial Corporation (Webster) and Executive Vice President and Chief Accounting Officer of Webster Bank, N.A. (the Bank), informed Webster that she intends to resign effective as of February 28, 2011. Gregory S. Madar will become Senior Vice President and Chief Accounting Officer of Webster and the Bank, effective upon Ms. Messina s resignation.

Mr. Madar, age 48, has served as Senior Vice President and Controller of Webster and the Bank since February 2002, and has been employed by Webster since January 3, 1995.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WEBSTER FINANCIAL CORPORATION

By: /s/ Gerald P. Plush
Gerald P. Plush

Senior Executive Vice President and

Chief Financial Officer

Date: January 3, 2011