People's United Financial, Inc.

Form 4

October 24, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

5. Relationship of Reporting Person(s) to

January 31,

2005

0.5

Estimated average

burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

RICHARDS MA	^	ng i cison	Symbol People's Uni [PBCT]			Č		suer (Check	all applicable)		
, ,	st) (First) (Middle) ARK LAUGHTON ROAD			3. Date of Earliest Transaction (Month/Day/Year) 10/24/2016				Director 10% Owner Officer (give title below) Other (specify below)			
(Street) EAST DUMMERSTON, VT 05346			Filed(Month/Day	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabla I - N	Jon-Doriva	tivo Socu	ritias /		ed, Disposed of,	or Ranaficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transac (Month/D		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. SecurionAcquired Disposed (Instr. 3,	ties I (A) of I of (D 4 and (A) or	or O)	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)	
Nonconvertible Perpetual Preferred Stock	10/24/20)16		P	8,000	A	\$ 25	8,000	D		
Common Stock								305,286 (1)	D		
Common Stock								4,768	I	By daughter	
Reminder: Report or	n a separate l	ine for eac	ch class of securities	•				•			
Persons who respond to the collection of SEC 1474											

information contained in this form are not

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(9-02)

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displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exerc Expiration D		7. Title Amou		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(World, Day, Tear)	any (Month/Day/Year)	Code (Instr. 8)	of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Under Securi	lying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

RICHARDS MARK W 353 PARK LAUGHTON ROAD EAST DUMMERSTON, VT 05346

Signatures

/s/ Robert E. Trautmann, attorney-in-fact

10/24/2016

**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 144,668 investment units accrued under the Chittenden Corporation Deferred Compensation Plan (including 1,560 units accrued due to the deemed reinvestment of dividend equivalents). Each investment unit corresponds to one share of common stock.

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.

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